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(Requestor's Name)

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(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

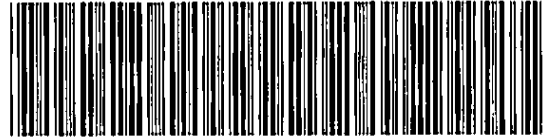
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2020 JUL 28 10:24:17



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 19, 2020

BRIAN HAAS
13730 RANCH RD 620 N #1135
AUSTIN, TX 78717

SUBJECT: DEL REY EDUCATION, INC.
Ref. Number: N20000003276

We have received your document for DEL REY EDUCATION, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please accept our apology for failing to mention this in our previous letter.

The attachement cannot be titled "Articles of Incorporation" because the entity already has articles of incorporation on file with this office. The attachment could be titled "attachement to the articles of amendment to the articles of incorporation."

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Rebekah White
Regulatory Specialist II Supervisor

Letter Number: 820A00010093



FLORIDA DEPARTMENT OF STATE
Division of Corporations

2020 APR 16 PM 2:06

April 16, 2020

BRIAN HAAS
13730 RANCH ROAD 620 N #1135
AUSTIN, TX 78717

SUBJECT: DEL REY EDUCATION, INC.
Ref. Number: N20000003276

We have received your document for DEL REY EDUCATION, INC. and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

If the corporation is a **NOT FOR PROFIT** corporation it must be signed by the chairman or vice chairman of the board, president or other officer - if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Shelia H Young
Regulatory Specialist II

Letter Number: 420A00008042

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Del Rey Education, Inc.

DOCUMENT NUMBER: N20000003276

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Brian Haas

(Name of Contact Person)

(Firm/ Company)

13730 Ranch Road 620 N #1135

(Address)

Austin, TX 78717

(City/ State and Zip Code)

brian.haas@delreyleducation.org

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Brian Haas

512

333-1520

at

(Name of Contact Person)

(Area Code)

(Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☒ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
Enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Articles of Amendment
to
Articles of Incorporation
of

Del Rey Education, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

N20000003276

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

New Registered Office Address:

(Florida street address)

(City)

Florida

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____
2) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____
3) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____
4) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____
5) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____
6) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	_____	_____	_____

F. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

The articles shall be amended and added to in accordance with the attached sheet.

Please add EIN: 84-5193637 (verification letter included).

[illegible]

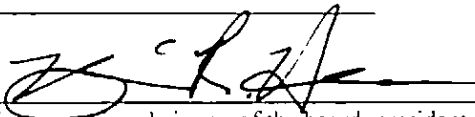
Effective date if applicable: 4/12/2020
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☒ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 3/27/2020

Signature


(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Brian R. Haas

(Typed or printed name of person signing)

Incorporator

(Title of person signing)

DEL REY EDUCATION, INC.
ATTACHMENT TO THE ARTICLES OF AMENDMENT TO THE ARTICLES OF
INCORPORATION

ARTICLE I: NAME

The name of the corporation is Del Rey Education, Inc.

ARTICLE II: PURPOSES

The Corporation's purpose shall be to be organized and operate exclusively for educational and charitable purposes within the meaning of Section 501(c)(3) of the United States Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law or state (the "Code"), including, but not limited to the following:

1. To establish, provide, promote, supervise, own, and operate schools, including, but not limited to charter schools, and other educational programs, options, and offerings to provide high-quality education for students, without discrimination based on race, color, gender, national origin, or ethnicity.
2. To operate exclusively for educational and charitable purposes within the meaning of Section 501(c)(3) of the Code, in the course of which operation:
 - a. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to, its members, trustees, officers, or other persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein;
 - b. No substantial part of the activities of the Corporation shall be the dissemination of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including publishing or distributing statements) any political campaign on behalf of any candidate for public office, except as authorized under the Internal Revenue Code;
 - c. Notwithstanding any other provisions of these Articles, the Corporation shall not conduct any other activities not permitted to be conducted (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code;
 - d. No gift or grant shall be accepted if it contains conditions which would restrict or violate any of the Corporation's educational or charitable purposes, or if it would

require serving a private as opposed to a public interest:

3. To seek sources of support, including solicitation of grants and loans from government entities, and other public and private sources, as well as direct and indirect contributions from the general public, as may be necessary to qualify the Corporation as a publicly supported organization. In the event that the Corporation is determined to be a "private foundation" as defined by Section 509(a) of the Code, it shall:
 - a. Distribute its income for each tax year at such time and in such manner as to not be subject to the tax on undistributed income as defined by Section 4942 of the Code;
 - b. Not engage in any act of self-dealing, as defined by Section 4941(d) of the Code;
 - c. Not retain any excess business holdings as defined by Section 4943(c) of the Code;
 - d. Not make any taxable investments as defined by Section 4944 of the Code;
 - e. Not make any taxable expenditures as defined by Section 4945(d) of the Code;
4. To engage in any activity in which a nonprofit corporation may engage, under the laws of the State of Florida, and sections 170(b), and 501(c)(3) of the Code.

The Corporation shall have all powers now or hereafter granted by law, and in addition thereto, shall have all powers lawfully necessary or required to carry out its purposes set forth herein, including the payment of incidental expenses thereto. The property of this Corporation is irrevocably dedicated to educational and charitable purposes.

ARTICLE III: PRINCIPAL OFFICE

The principal street address and mailing address is: 2520B N McMullen Booth Rd., Suite B400, Clearwater, FL 33761 or at other such place as may be designated, from time to time, by the Board of Directors.

ARTICLE IV: DURATION

The period of duration of the corporation is perpetual.

ARTICLE V: MEMBERSHIP

The Corporation shall not have members.

ARTICLE VI: STOCK

This corporation shall not have authority to issue capital stock.

ARTICLE VII: BYLAWS

The Board of Directors of this Corporation shall adopt Bylaws for the governance of this Corporation which shall be subordinate only to the Articles of Incorporation and the laws of the United States and the State of Florida. The Bylaws may be amended from time to time by the Board of Directors in the manner set forth in the Bylaws.

ARTICLE VIII: BOARD OF DIRECTORS

The manner in which the directors of the Corporation are elected shall be set forth in the Bylaws of the Corporation.

ARTICLE IX: INITIAL DIRECTORS/OFFICERS

The names, addresses, and titles of the initial officers of the Corporation are as follows:

President:	Nancy Bostock
Vice President:	John Colon
Secretary:	Katrina Courts
Treasurer:	Jim Frishe

ARTICLE X: DISSOLUTION

Upon winding up and dissolution of this Corporation, after paying or adequately providing for the debts and obligations of the organization, the remaining assets shall be distributed to, and only to, one or more of the Corporation's exempt purposes within the meaning of Section 501(c)(3) of the Code, or as otherwise required by Florida law or charter school contract with a school board or other governing entity. Any assets not so disposed of shall be disposed of exclusively for such purposes by a court of competent jurisdiction on the county in which the principal office of the Corporation is then located. No assets shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons.

ARTICLE XI: NON-DISCRIMINATION

The Corporation will admit students without regard to race, color, gender, national and/or ethnic origin. All students shall have the same rights, privileges, programs, and activities generally accorded or made available to students at the school. The Corporation will not discriminate on the basis of race, color, gender, national and/or ethnic origin in administration of its educational policies, admissions policies, scholarship and loan programs, and athletic or other Corporation administered programs, activities or operations. These activities include, but are not limited to, hiring and firing of staff, selection of volunteers and vendors, and provision of services. It is committed to providing an inclusive and welcoming environment for all members of staff, students, volunteers, subcontractors, vendors, and donors. The Corporation is aware of the requirements of Rev. Proc. 75-50 and Rev. Rul. 71-447 and will comply with their requirements.

ARTICLE XII: REGISTERED AGENT

The address of the initial registered office of this corporation is, and the name of its initial registered agent are: Joshua Keleske, 3333 W Kennedy Blvd., Suite 204, Tampa, FL 33609.

ARTICLE XIII: AMENDMENTS

This corporation reserves the right to amend or repeal, by the affirmative vote of a majority of the members of its Board of Directors, any of the provisions contained in these Articles of Incorporation.

ARTICLE XIV: INCORPORATOR

The name and address of the incorporator is as follows: Brian Haas 2520B N McMullen Booth Rd., Suite B400, Clearwater, FL 33761

IN WITNESS WHEREOF, the undersigned, pursuant to Section 617.1007 of the Florida Statutes, certifies that these Articles of Incorporation of Del Rey Education, Inc. were adopted and approved on March 22, 2020 by a majority of all the directors of the Corporation, that no approval of members was necessary because the Corporation has no members, and that the number of votes cast by the directors was sufficient for approval.

Dated this 22nd day of March, 2020.

Del Rey Education, Inc.



Name: Brian R. Haas

Title: Incorporator