

N200000010726

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

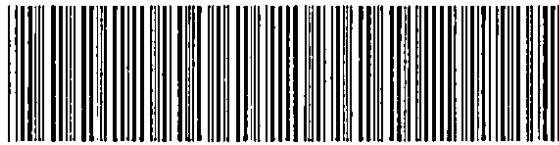
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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SECRETARY OF STATE
TALLAHASSEE, FL

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CORPORATION'S DIVISION
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

N CUI...

SEP 2020

DEPARTMENT OF STATE
ACCOUNT FILING COVER SHEET

Account Number FCA000000017

Date:

9-21-20

Requestor Name:

Carlton Fields

Address:

Post Office Drawer 190
Tallahassee, Florida 32302

Telephone:

(850) 513-3619 - direct
(850) 224-1585

Contact Name:

Kim Pullen, CP, FRP

AUTHORIZED AMOUNT TO
DEDUCT FROM ACCOUNT

\$

78.75

Corporation Name:

Andrews Educational
Institute, Inc

Email Address:

Entity Number:

Authorization:

Kim Pullen

☒

Articles

Certified Copy

☒

New Filings

Fictitious Name

Plain Stamped Copy

Amendments

Certificate of Status

Annual Report

Registration

(X) Call When Ready

(X) Call if Problem

() After 4:30

(X) Walk In

() Will Wait

(X) Pick Up

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Client 10372

Matter: 46249

Name D. Mackey

Office: TPA

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SECRETARY OF STATE
TALLAHASSEE, FL

**ARTICLES OF INCORPORATION
OF
ANDREWS EDUCATIONAL INSTITUTE, INC.
A FLORIDA NOT FOR PROFIT CORPORATION**

The undersigned incorporator to these articles of incorporation hereby forms a corporation not for profit (the "Corporation") under the laws of the State of Florida as follows:

ARTICLE I

Name, Principal Place of Business, and Mailing Address

The name of the Corporation is: Andrews Educational Institute, Inc. The principal place of business and mailing address is 1100 Clinging Vine Place, Winter Springs, FL 32708.

ARTICLE II

Term of Existence

The date when corporate existence shall commence shall be the date of the filing of these articles of incorporation by the office of the Florida Department of State and the Corporation shall have perpetual existence thereafter.

ARTICLE III

Purpose

The Corporation is organized and shall be operated exclusively for charitable and educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code (the "Code"), including but not limited to:

- 1) serving and educating Montessori leaders and principals in the areas of school leadership and governance;
- 2) helping schools to develop a path forward for balance within the school for the purposes of creating an effective and beautiful learning environment for children; and
- 3) nurturing and encouraging schools to make the decision to engage with the accreditation process with a Montessori Accrediting Agency.

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 and objects. All of the assets or earnings shall be used exclusively for the purposes hereinabove set out, including payment of expenses incidental thereto.

ARTICLE IV

Members

The Corporation shall not have members.

ARTICLE V
Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 1100 Clinging Vine Place, Winter Springs, FL 32708 and the name of its initial registered agent at such address is Sheila Linville.

ARTICLE VI
Directors and Officers

The Corporation shall have five (5) directors initially. The number of directors may be increased or decreased from time to time and their election and appointment shall be as specified in the bylaws of the Corporation (the "Bylaws"). The names and addresses of the current directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Sheila Linville	1100 Clinging Vine Place Winter Springs, FL 32708
Scott Linville	1100 Clinging Vine Place Winter Springs, FL 32708
Robert C. Elliott	53704 Rivertrace Road Astor, FL 32102
Milaura Spelman	202 Lookout Place Maitland, FL 32751
Carolyn Pasqua	13 Crescent Drive Whippany, NJ 07981

The Board shall elect the following officers: President, Vice President, Treasurer and Secretary, and such other officers as the Bylaws of the Corporation may authorize the directors to elect from time to time. The manner in which the officers of the Corporation are elected or appointed shall be as provided in the Bylaws. Until such election is held, the following persons are initially appointed to the offices set forth below opposite their respective name, each to serve until their respective successor(s) is(are) duly elected and qualified:

Sheila Linville	-	President
Scott Linville	-	Vice President, Secretary, Treasurer

The powers and duties of the officers of the Corporation shall be those usually pertaining to their respective offices, or as may be specifically directed in these articles of incorporation or the Bylaws.

ARTICLE VII
Incorporator

The name and address of the incorporator signing these articles of incorporation are:

<u>Name</u>	<u>Address</u>
Sheila Linville	1100 Clinging Vine Place Winter Springs, FL 32708

ARTICLE VIII
Bylaws

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the board of directors of the Corporation.

ARTICLE IX
Amendment

These articles of incorporation may be amended in the manner as specified in the Bylaws of the Corporation.

ARTICLE X
Dissolution

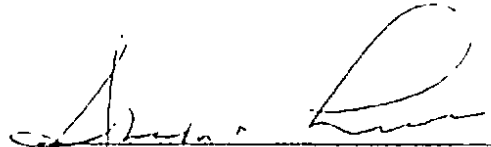
Upon a dissolution of the Corporation, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Code §§ 501(c)(3) and 170(c)(2), or to the federal, state, or local government for exclusive public purpose. Any assets not disposed of in accordance with this Article for any reason shall be disposed of by the proper Court of the county in which the principal office of the Corporation is then located, in such manner and to such exempt organization or organizations under Section 501(c)(3) of the Code as such Court shall determine.

ARTICLE XI
Limitations

Section 1. Legislative and Political Activity. No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publishing or distributing of statements in connection with) any political campaign on behalf of or in opposition to any candidate for public office.

Section 2. Property. The property, assets, profits, and net income of the Corporation are dedicated irrevocably to the purposes set forth herein. No part of the Corporation's profits or net earnings shall inure to the benefit of its directors, officers, members, or to the benefit of any private individual.

IN WITNESS WHEREOF, the undersigned incorporator has executed these articles of incorporation this 21 day of September 2020.



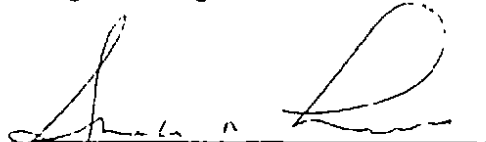
Sheila Linville, Incorporator

ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Corporation, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accept the duties and obligations of its position as registered agent.

Dated this 21 day of September 2020.

Registered Agent


Sheila Linville

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TALLAHASSEE, FL