

Division of Corporations

N22000012736

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

(((H22000383286 3)))



H220003832863ABC1

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850)617-6381

From: Account Name : THE KANNICO AGENCY
Account Number : 120190000089
Phone : (561)208-6468
Fax Number : (561)244-0851

S. CHATHAM
NOV 10 2022

22 NOV -9 AM 5:15

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

****Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.****

Email Address: _____

FLORIDA PROFIT/NON PROFIT CORPORATION

Windermere Eleuthera Education Foundation Inc.

| | |
|-----------------------|---------|
| Certificate of Status | 0 |
| Certified Copy | 0 |
| Page Count | 05 |
| Estimated Charge | \$70.00 |

2022-11-09 PM 1:36

Electronic Filing Menu

Corporate Filing Menu

Help

H22000383286 3

Windermere Eleuthera Education Foundation Inc. Articles of Incorporation

Windermere Eleuthera Education Foundation Inc.

A Florida Not For Profit Corporation

ARTICLES OF INCORPORATION**ARTICLE I NAME**

The name of the Corporation shall be **Windermere Eleuthera Education Foundation Inc.**, (hereinafter referred to as the "Corporation") a not for profit corporation organized under the Florida Not For Profit Corporation Act set forth in Chapter 617, Florida Statutes.

ARTICLE II PRINCIPAL OFFICE

Principal **street** address of the Corporation:

301 W. Atlantic Avenue
Suite 0-5
Delray Beach, FL 33444

ARTICLE III PURPOSE

This Corporation is organized and shall be operated exclusively for charitable, educational, religious, scientific and literary purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (hereinafter referred to as the "Code") including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code, or the corresponding section of any future federal tax code.

The purpose of this Corporation is to enable Windermere High School and its associated satellite schools in the Bahamas to become effective agents of change for young scholars and their educators. The overall mission of the Corporation is to create a foundation for tomorrow's leaders by supporting the curriculum, teachers and students of the Windermere school system. Through this support, the Corporation hopes to bolster Windermere's infrastructure while also mitigating the limited resources, achievement and opportunity gaps that students may otherwise face.

The Corporation shall accept gifts, donations and endowments, and have the power to make grants, gifts, expenditures and endowments for or to any charitable, educational, religious, literary or scientific undertaking, organization, institution or purpose anywhere in the world that meets the tax-exempt requirements of 501(c)(3) section of the Code.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
22 NOV -9 AM 5:26

H22000383286 3

RECEIVED
DIVISION OF CORPORATIONS
22 NOV -9 AM 5:15

Windermere Eleuthera Education Foundation Inc. Articles of Incorporation

ARTICLE IV NOT FOR PROFIT NATURE

- (a) Windermere Eleuthera Education Foundation Inc. is organized exclusively for charitable, educational, religious, literary and scientific purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations as defined in §501(c)(3) and 170(c)(2) of the Code or the corresponding provisions of any future United States Internal Revenue law including without limitation the purposes stated in its Articles of Incorporation and the following purposes, but only to the extent that they are within the scope of such exempt purposes;
- (b) No director, officer, or any other private individual shall receive at any time any of the net earnings or pecuniary profit from the operations of the Corporation. No loans shall be made by the Corporation to its directors or officers. No director, officer, or any other private individual shall be entitled to share in the distribution of any of the corporate assets upon the dissolution of the Corporation, provided that this shall not prevent the reimbursement of expenses incurred by such persons for and on behalf of the Corporation and the payment of reasonable compensation for services rendered to or for the Corporation as shall be approved by the Board of Directors. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.
- (c) All directors and officers of the Corporation shall be deemed to have expressly consented and agreed that upon dissolution or winding up of the affairs of the Corporation, whether voluntary or involuntary, after compliance with all applicable laws, the assets of the Corporation then remaining in the hands of the Board of Directors shall be transferred, conveyed, delivered and paid over for one or more exempt purposes within the meaning of section 501(c)(3) of the Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Superior Court of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE V MANNER OF ELECTION

Directors shall be appointed or elected as indicated in the bylaws of the Corporation.

H22000383286 3

Windermere Eleuthera Education Foundation Inc. Articles of Incorporation

ARTICLE VI INITIAL OFFICERS AND DIRECTORS**Name and Title:**

Dr. Kevin Bowe – Director and President
34 Sandilands Allotment
P.O. Box CR-5489
Nassau, Bahamas

Georgette Dahl-Butler – Director and Vice President
Ranfurly Drive
Coral Harbour
P.O. Box N-7226
Nassau, Bahamas

Melissa McCartney-Williams – Director and Treasurer
3890 W. Jefferson St.
Orlando, FL 32805

Pat French – Director and Secretary
9320 Brass Hill Way
Henrico, VA 23294

Dr. Lauren Ashley Gibson – Director
30 Silver Ridge Rd.
Covington, GA 30016

ARTICLE VII REGISTERED AGENT

The name and Florida street address of the registered agent is:

Name: Registered Agents Inc.
Address: 7901 4th St. N. Ste. 300
St. Petersburg, FL 33702
Pinellas County

ARTICLE VIII INCORPORATOR

The name and address of the incorporator is:

Name: Kirsten Stevens
Address: 301 W. Atlantic Avenue
Suite 0-5
Delray Beach, FL 33444

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
22 NOV - 9 AM 5:15

H22000383286 3

H22000383286 3

Windermere Eleuthera Education Foundation Inc. Articles of Incorporation

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Kirsten Stevens

11/9/2022

Kirsten Stevens

Required Signature of Incorporator

Date

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
22 NOV -9 AM 5:15

H22000383286 3

Statement of Consent by Registered Agent

I, Bill Havre, hereby affirm that Registered Agents Inc has consented to and accepted the appointment as the authorized registered agent to receive and accept service of process within the jurisdiction of Florida, on behalf of the entity Windermere Eleuthera Education Foundation Inc.

Service of process may be completed by clearly directing any communications towards the intended entity recipient "To: Windermere Eleuthera Education Foundation Inc. in care of RA: Registered Agents Inc" and delivered to the following address:

7901 4th St N, Suite 300

St. Petersburg FL 33702

Date 11/08/2022

X. Bill Havre

Title: Assistant Secretary

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
22 NOV -9 AM 5:15