

N 99000004574

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**SUBJECT:** Cypress Creek Academy Private School, Inc.  
(Proposed corporate name - must include suffix)

200002942012--0  
-07/26/99--01158--009  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☒ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** Cindy G. Oester  
Name (Printed or typed)

2895 Hilltop Rd. #2  
Address

St. Augustine, Florida 32086  
City, State & Zip

904-827-0131  
Daytime Telephone number

FILED  
99 JUL 26 AM 11:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**NOTE: Please provide the original and one copy of the articles.**

ARTICLES OF INCORPORATION  
OF

CYPRESS CREEK ACADEMY PRIVATE SCHOOL, INC.

(A Private School Corporation Not for Profit)

Article. Name. The name of the Corporation is Cypress Creek Academy Private School, Inc.

Article II. Duration. The duration of the Corporation is perpetual.

Article III. Purposes. The purpose of the corporation is as follows:

A. This corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purpose of this corporation are organized for religious educational purposes, which include, but are not limited to: (1) The establishment and operation of an independent and private system of Christian elementary and secondary schools in St. John's County, Florida and the major area thereof. (2) To minister, support, administer, and develop independent and private educational opportunity for all persons through private Christian educational institutions and home study courses. Which is committed to teaching moral, ethical, and spiritual development of students as well as literacy, good citizenship training, and physical fitness. (3) To aspire to provide an environment where families can more effectively cultivate Biblical qualities of Character in every facet of life.

B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations.

C. Provide, however, that the corporation shall not engage in any action which is not permitted to be carried on by nonprofit corporations under the Internal Revenue Code and no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, or officers; but the Corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purposes.

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TALLAHASSEE, FLORIDA

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Article IV. Members. The membership of this corporation shall constitute all persons hereinafter named as subscribers, and such other persons as may, for time to time, be elected to membership by the Board of Directors, and such other persons as may become members in the manner provided in the By-laws. Membership shall not be discriminated on the basis of race, sex, or national origin.

Article V. Initial Registered Agent and Office. The initial registered agent is Cindy G. Oester and the initial registered office is 2895 Hilltop Rd. #2, St. Augustine, Florida.

Article VI. Initial Board of Directors. The initial Board of Directors shall have three members whose names and addresses are listed as follows:

Name	Address
Cindy G. Oester	2895 Hilltop Rd. #2 St. Aug., Fl.
Charles H. Oester	2895 Hilltop Rd. #2 St. Aug., Fl.
Kathryn Harper	Owl Blvd. St. Aug., Fl.

Article VII. Board of Directors. The Board of Directors shall be elected or appointed as described in the bylaws.

Article VIII. Officers. The officers of the Corporation shall consist of President, Vice-President, Treasurer, and Secretary. Other officers may be provided for the Bylaws. Each officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws. The names of the persons who are to serve as officers of the corporation until the first election, to be held in July of each year, commencing in 1999, are as follows:

Office	Name
President	Cindy G. Oester
Vice President/Treasurer	Charles H. Oester
Secretary	Kathryn Harper

Article IX. Incorporators. The names and addresses of the incorporators of the corporation are:

Name	Address
Cindy G. Oester	2895 Hilltop Rd. #2 St. Aug., Fl.
Charles H. Oester	2895 Hilltop Rd. #2 St. Aug., Fl.

Article X. Geographical Area. The corporation is organized (and shall be operated) in the entire county of St. John's and in the major area thereof, and may operate separate classrooms in such area and in such locations as it may deem necessary or advisable under such rules and regulations as specified in the By-laws.

Article XI. By-laws. The Board of Directors, shall, at its first meeting and by a majority vote, make the By-laws of the corporation.

Article XII. Amendments.

Section 1. Amendments to these Articles of Incorporation may be proposed by any voting member of the corporation submitting the same in writing at any regular or special membership meeting.

Section 2. Amendments to these Articles of Incorporation may be adopted by a majority vote of the voting members present at any regular membership meeting after notice given at the preceding regular meeting, or at any special membership meeting called for that purpose, after proper notice.

Article XIII. Powers. This corporation shall exercise only those powers permitted corporations no for profit under Chapter 617, Florida Statutes, as are in furtherance of the purpose of the corporation.

Article XIV. Distributions of Assests Upon Dissolution. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of corporations in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational or religious purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the board pf Directors shall determind. Any such assets not so disposed of shall of by the 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 XV. Limitations.

Section 1. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, or other private 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 in Article III hereof.

Section 2. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of this corporation.

Article XVI. Nonstock Basis.

The Corporation is organized (and shall be operated on a nonstock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the bylaws.

The undersigned incorporators have executed these Articles of Incorporation this 21st day of July, 1999.

Signature of Incorporators

Cindy G. Oester  
Charles H. Oester

Cindy G. Oester

Charles H. Oester

STATE OF FLORIDA  
COUNTY OF ST. JOHNS

I HEREBY CERTIFY that on this day, before me, and officer duly authorized aforesaid to take acknowledgements personally appeared Cindy G. Oester, to me known to be one of the subscribing incorporators described in the foregoing Articles of Incorporation and acknowledged before me that she executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal this 22<sup>nd</sup> day of July, 1999.

[Signature]

Notary Public, State of Florida at Large  
My Commission expires:

Acceptance by Incorporator:

Cindy G. Oester  
Cindy G. Oester



Ronald R. Mearcy  
MY COMMISSION # CC501041 EXPIRES  
October 11, 1999  
BONDED THRU TROY FARM INSURANCE, INC.

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Cypress Creek Academy Private School, Inc.

(must include suffix)

2. The name and address of the registered agent and office is:

Cindy G. Oester

(NAME)

2895 Hilltop Rd. #2

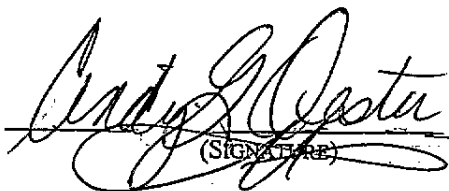
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

St. Augustine, Florida 32086

(CITY/STATE/ZIP)

FILED  
99 JUL 26 AM 11:05  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
(SIGNATURE)

7/21/99  
(DATE)