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TRANSMITTAL LETTER

FILED

99 NOV 15 PM 4:47

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

200003044402--8  
-11/15/99--01115--020  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SUBJECT: SEBASTIAN CHARTER JUNIOR HIGH, Inc.  
(Proposed corporate name - must include suffix)

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: KEN MOSKOWITZ  
Name (Printed or typed)

805 CR. 512 SUITE 3  
Address

SEBASTIAN, FL 32958  
City, State & Zip

561-589-2299  
Daytime Telephone number

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

D. BROWN NOV 18 1999

**ARTICLES OF INCORPORATION  
OF  
SEBASTIAN CHARTER JUNIOR HIGH**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned does hereby execute, acknowledge and file the following Articles of Incorporation for the purpose of creating a not for profit corporation under the laws of the State of Florida.

**ARTICLE I**

The name of this not for profit corporation shall be:  
**SEBASTIAN CHARTER JUNIOR HIGH, INC.**

**ARTICLE II**

This not for Profit Corporation shall commence its perpetual existence on the date these Articles are filed with the Secretary of State.

**ARTICLE III**

The general purpose for which this not for profit corporation is organized is to establish and operate a not for profit charter school(s). For these purposes this corporation may engage in any activity and exercise any power or authority that may be

engaged in by a non-profit corporation organized under Chapter 617, Florida Statutes, as amended.

#### **ARTICLE IV**

This corporation shall issue no stock. No part of the net earnings of this corporation shall inure to the benefit of or shall be distributed to its members, directors or other private persons except that this 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 for in this article. Notwithstanding any other provision of these articles, this corporation shall not carry on any activities deemed impermissible for corporations exempt from federal income tax under Section 501 © (3) of the Internal Revenue Code of 1986 of the corresponding provision of any future United States internal revenue law or by a corporation, contributions to which are deductive under section 170 ( c) (2) or the corresponding provisions of any future United States internal revenue law. On the dissolution of this corporation, all equipment and property purchased with public funds shall revert to ownership of the district school board as per Florida statute 281.0561 (3). In regard to any other assets, the board of directors shall dispose of said assets of this corporation in the manor of to organizations that are organized and operated exclusively as exempt organizations under Section(s) 501 ( c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States internal revenue law, or after paying or making provisions for the liabilities of this corporation. Any assets not so

disposed of shall be disposed of by a court of competent jurisdiction in the county where the principal office of this corporation is then located. Such court of competent jurisdiction shall dispose of the assets of this corporation to organizations that are organized and operate exclusively for charitable, educational or scientific purposes.

#### **ARTICLE V**

The street address of the initial registered office of this corporation and its initial registered agent, as well as the mailing address of the corporation, are as follows:

Kim Poole  
c/o Sebastian Charter Junior High  
8146 98<sup>th</sup> Court  
Vero Beach, Florida 32976

#### **ARTICLE VI**

The names and address of the directors of this corporation are:

Ken Moskowitz , President  
103 Tracy Drive  
Sebastian, FL, 32958

TBD , Vice President

Kim Poole , Secretary  
8146 98<sup>th</sup> Court  
Vero Beach, Florida 32976

Robert Dunwoody , Treasurer  
2640 Riverview Court  
Vero Beach, FL 32963

directors shall be elected or appointed in accordance with the  
bylaws of this not for profit corporation.

#### ARTICLE VII

The name and address of the Incorporator is:

Kenneth L. Moskowitz  
805 CR 512 Suite 3  
Sebastian, FL 32958

#### ARTICLE VIII

By duly adopted and action of the Board of Directors, this corporation may indemnify  
and/or insure any and all of its directors or officers or former directors or officers, to the extent  
permitted by law, now existing or hereinafter enacted, including without limitation, the expenses

actually and necessarily incurred by them in connection with the defense of any action, suit or proceeding, in which they or any of them are made parties or a party by reason of being or having been directors or officers, or former director or officer or person, shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in the performance of his/her duty. Such indemnification shall not be deemed exclusive of any other rights or which those indemnified may be entitled under the By-laws of this corporation or pursuant to Chapter(s) 607 & 617, Florida Statutes, or otherwise.

*IN WITNESS WHEREOF*, the undersigned, the Incorporator of the above name corporation, for the purpose of forming a corporation to do business both within and without the State of Florida, under the laws of Florida, does make and file these Articles hereby declaring and certifying that the facts herein stated are true, and executes these Article of Incorporation this 28<sup>th</sup> day of October, 1999.



Kenneth L. Moskowitz

President

Date 10/28/99

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 and 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.

Kimberly M. Poole

Kimberly M. Poole / Registered Agent

Date 10/28/99

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