

No 700009269

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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
 FLORIDA HIGH SCHOOL FOR ACCELERATED LEARNING NORTH
 LEE COUNTY CAMPUS, INC.**

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2-18-11

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February 18, 2011

FLORIDA DEPARTMENT OF STATE

Division of Corporations

FLORIDA HIGH SCHOOL FOR ACCELERATED LEARNING NORTH LEE
C/O BILL NAYLOR
428 SW PINE ISLAND RD.
CAPE CORAL, FL 33991

SUBJECT: FLORIDA HIGH SCHOOL FOR ACCELERATED LEARNING NORTH LEE COUNTY
CAMPUS, INC.
REF: N07000009269

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Sylvia Gilbert
Regulatory Specialist II

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**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF
FLORIDA HIGH SCHOOL FOR ACCELERATED
LEARNING NORTH LEE COUNTY CAMPUS, INC.**

THE UNDERSIGNED, Daphnie Ricobene, Chairman of FLORIDA HIGH SCHOOL
FOR ACCELERATED LEARNING NORTH LEE COUNTY CAMPUS, INC., a Florida not-
for-profit corporation (the "Corporation"), for and on behalf of the Corporation, hereby executes
these Articles of Amendment to the Articles of Incorporation of the Corporation:

ARTICLE FIRST: The name of the Corporation is FLORIDA HIGH SCHOOL
FOR ACCELERATED LEARNING NORTH LEE COUNTY CAMPUS, INC.

ARTICLE SECOND: ARTICLE II - PURPOSES of the current Articles of
Incorporation is hereby deleted in its entirety and restated as follows:

"ARTICLE II - PURPOSES

The purposes for which the Corporation is organized are:

In particular, to: establish and operate a charter school as defined
in the laws of the State of Florida within the borders of Lee
County, Florida and as defined in the laws of the State of Texas
within the State of Texas. The charter school shall be organized so
that it presents a system of formal instruction of its curriculum to a
regularly enrolled student body through its faculty for the benefit
of the general public. In particular, the Corporation will establish
programs to aid and assist low-performing, over-age, grade
repeating, credit deficient, 9th, 10th, 11th and 12th graders
graduate from Florida public high school and from Texas public
high school.

In general, to do any and all acts and things, and to exercise any
and all powers which now or hereafter are lawful for the
Corporation to do or exercise under and pursuant to the laws of the
State of Florida and/or the laws of the State of Texas for the
purpose of accomplishing any of the purposes of the Corporation.

The purposes for which this Corporation is organized shall be
limited to those which are strictly charitable and educational. In no
event shall this Corporation engage in any activity which would be
contrary to the purposes and activities: (1) permitted to be engaged
in by any organization the activities of which are exempt from
federal income tax under Section 501(c)(3) of the Internal Revenue
Code of 1986; or (2) of a Corporation, contributions to which are
deductible under Section 170(c)(2) of the Internal Revenue Code

of 1986, as hereafter amended, and the applicable rules and regulations thereunder.

The Corporation shall not engage, nor shall any of its funds, property, or income be used, in carrying on propaganda or otherwise attempting to influence legislation, nor shall the Corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office, nor shall the Corporation engage in subversive activities.

The Corporation shall not be operated for the primary purpose of carrying on an unrelated trade or business as defined in Section 513 of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder.

No compensation shall be paid to any officer, director, trustee, creator or organizer of the Corporation or substantial contributor to it except as a reasonable allowance for services actually rendered to or for the Corporation.

The Corporation is organized to serve public interests. Accordingly, it shall not be operated for the benefit of private interests."

ARTICLE THIRD: ARTICLE X - DISSOLUTION of the current Articles of Incorporation is hereby deleted in its entirety and restated as follows:

"ARTICLE X - DISSOLUTION

Upon the liquidation or dissolution of the Corporation, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the Corporation (including, but not limited to any liability or obligation to the School Board of Lee County, Florida, as to any charter school in Lee County, Florida; or a School District in the State of Texas, as to any charter school in the State of Texas; or other government entity, as described in the Corporation's Bylaws), shall be distributed to, and only to, any one or more organizations qualified as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder. No part of the assets or the net earnings, current or accumulated, of the Corporation shall inure to the benefit of a private individual."

ARTICLE FOURTH: ARTICLE VII – FIRST BOARD OF DIRECTORS of the current Articles of Incorporation is hereby deleted in its entirety and restated as follows:

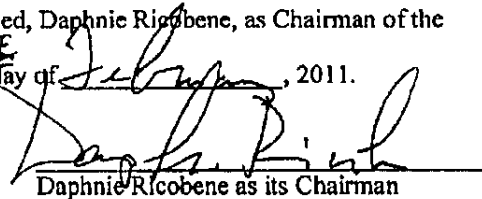
"ARTICLE VII - BOARD OF DIRECTORS"

The affairs of the Corporation shall be managed by the Board of Directors consisting of not less than three (3) persons and no more than nine (9) persons. The number of directors shall be fixed in the Bylaws of the Corporation. Directors shall be elected and serve such terms as provided in the Bylaws of the Corporation."

ARTICLE FIFTH: The amendments to the Articles of Incorporation of the Corporation reflected above were duly adopted by the Board of Directors of the Corporation by majority vote at a meeting of the Board of Directors on the 17th day of February, 2011, in accordance with Section 617.1002 of the Florida Not-for-Profit Corporation Act. This Corporation currently has no Members.

ARTICLE SIXTH: The effective date of these Articles of Amendment shall be upon the filing thereof with the Florida Department of State.

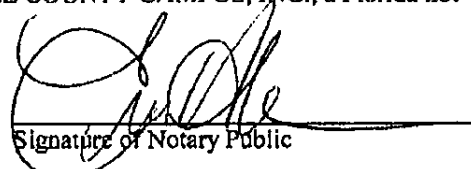
IN WITNESS WHEREOF, the undersigned, Daphnie Ricobene, as Chairman of the Corporation, has hereunto set her hand this 10th day of February, 2011.


Daphnie Ricobene as its Chairman

STATE OF FLORIDA
COUNTY OF Collier

The foregoing instrument was acknowledged before me this 10th day of February, 2011, by Daphnie Ricobene, as Chairman of FLORIDA HIGH SCHOOL FOR ACCELERATED LEARNING NORTH LEE COUNTY CAMPUS, INC., a Florida not-for-profit corporation.

NOTARY PUBLIC-STATE OF FLORIDA
Erika Howard
Commission # DD761310
Expires: MAY 24, 2012
BONDED THRU ATLANTIC BONDING CO., INC.


Signature of Notary Public

ERIKA HOWARD
(Print Notary Name)
My Commission Expires: _____
Commission No.: _____
____ Personally known, or
____ Produced Identification
Type of Identification Produced

AFFIX NOTARY STAMP