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FLORIDA NON-PROFIT CORPORATION
LEARNING EXCELLENCE FOUNDATION OF BRANDON, INC.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

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ARTICLES OF INCORPORATION
of
LEARNING EXCELLENCE FOUNDATION OF BRANDON, INC.
(A Florida Not-For-Profit Corporation)

Article I.

NAME

The name of this corporation shall be, **LEARNING EXCELLENCE FOUNDATION OF BRANDON, INC.** (hereinafter called the "Corporation").

Article II.

PRINCIPAL OFFICE AND/OR MAILING ADDRESS

The address of the principal office and/or the mailing address of the Corporation is c/o Harry J. Friedman, 1221 Brickell Avenue, Miami, Florida 33131.

Article III.

PURPOSE

This Corporation is a not-for-profit corporation, organized for charitable and educational purposes, including owning and operating charter schools, and doing all things related thereto.

Article IV.

MEMBERSHIP

The Board of Directors may, in its discretion, establish requirements for membership in the Corporation.

Article V.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 103 N. Meridian Street, Lower Level, Tallahassee, Florida 32301; and the name of the Corporation's initial registered agent at that address is CorpDirect Agent.

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Article VI.
BOARD OF DIRECTORS

The affairs of this Corporation shall be managed by a Board of Directors consisting of no less than three (3) directors. The number of directors may be increased or decreased from time to time, in accordance with the Bylaws of the Corporation, but shall never be less than three. The manner of election of directors shall be regulated by the Bylaws. The initial directors shall be:

Karl Kramer
Virginia Braddock
Charles F. Dodge

Article VII.
INCORPORATOR


The name and address of the person signing these Articles of Incorporation are:

Harry J. Friedman
1221 Brickell Avenue
Miami, Florida 33131

Article VIII.
LIMITATIONS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers, members 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 any of its purposes.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 26th day of September, 2000.


Harry J. Friedman
Incorporator

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**CERTIFICATE DESIGNATING REGISTERED OFFICE
AND REGISTERED AGENT WITHIN FLORIDA
UPON WHOM PROCESS MAY BE SERVED**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

First, that, desiring to organize or qualify under the laws of the State of Florida has named **CorpDirect Agents** as registered agent, located at the registered office of the Corporation at 103 N. Meridian Street, Lower Level, Tallahassee, FL 32301, as its agent to accept service of process within Florida.

I having been named to accept service of process for the above-stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Sam Wolfe 9/26/00

Date

Agent for CorpDirect Agents,
Registered Agent

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