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ATTORNEYS AND COUNSELORS AT LAW

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September 16, 2000

Secretary of State  
Division of Corporations  
409 Gaines Street  
Tallahassee, Florida 32399  
Telephone: (850) 487-6052

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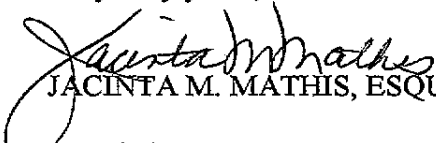
RE: ARTICLES OF INCORPORATION FOR:  
L.E.A.P. - LEARNING EXCELLENCE AND PRIDE  
ALTERNATIVE EDUCATION PROGRAM, INC.

Dear Sir or Madam:

I have enclosed the original executed Articles of Incorporation for the above referenced Corporation, and a copy, together with \$35.00 to cover the filing fees and \$35.00 to cover the Registered Agent Designation, for a total of \$70.00 in Firm Check Number 8140. Please file the enclosed original Articles of Incorporation and stamp the copy with the filed date stamp. Please return the filed date stamped copy to my office in the return self-addressed stamped envelope that is enclosed for your convenience.

Thank you in advance for your immediate attention to this matter. If you have any questions or need further information please do not hesitate to contact me or Malcia Leonard at (407) 244-1187.

Very truly yours,

  
JACINTA M. MATHIS, ESQUIRE  
JMM/ml

Enclosures

FILED  
00 SEP 25 PM 1:31  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

T BROWN SEP 28 2000

**ARTICLES OF INCORPORATION**  
**OF**  
**L.E.A.P. - LEARNING EXCELLENCE AND PRIDE**  
**ALTERNATIVE EDUCATION PROGRAM, INC.**

(A Florida Not for Profit Corporation)

**FILED**  
00 SEP 25 PM 1:31  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a nonprofit corporation under the Florida Statutes Chapter 617, does hereby make and adopt the following Articles of Incorporation:

**ARTICLE ONE**  
**NAME**

The name of this Florida Not for Profit is L.E.A.P. - LEARNING EXCELLENCE AND PRIDE ALTERNATIVE EDUCATION PROGRAM, INC., (Corporation").

**ARTICLE TWO**  
**NOT FOR PROFIT**

The Corporation is a nonprofit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit.

**ARTICLE THREE**  
**DURATION**

The duration of the Corporation shall be perpetual.

**ARTICLE FOUR**  
**PURPOSES**

The Corporation is organized exclusively for charitable, religious, educational and scientific purposes, including making distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

**ARTICLE FIVE  
PRINCIPAL OFFICE**

The principal office and mailing address of the Corporation is:

6699 Hawksmoor Drive  
Orlando, FL 32818

**ARTICLE SIX  
INITIAL REGISTERED AGENT**

The initial registered agent shall be Lillie Leonard and the street address of the initial registered office of this Corporation is 2740 West Washington Street, Orlando, FL 32805.

**ARTICLE SEVEN  
MEMBERSHIP**

The qualifications for Members and the manner of their admission shall be regulated by the Bylaws of the Corporation. The method for the election of Directors shall be regulated by the Bylaws of the Corporation.

**ARTICLE EIGHT  
INITIAL BOARD OF DIRECTORS**

The initial Board of Directors of this Corporation shall be comprised of three (3) persons whose names and addresses are as follows:

Bishop Josh Leonard, Jr.  
6699 Hawksmoor Drive  
Orlando, FL 32818

Lillie Leonard  
6699 Hawksmoor Drive  
Orlando, FL 32818

Toni Marie Lee  
6699 Hawksmoor Drive  
Orlando, FL 32818

## **ARTICLE NINE INCORPORATORS**

The name and address of the initial incorporator is:

Bishop Josh Leonard, Jr.,  
2740 West Washington Street  
Orlando, FL 32805

## **ARTICLE TEN OFFICERS**

The Officers of the Corporation shall consist of a President, Vice-President and Secretary and such other Officers and Assistant Officers as may be provided in 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 will be prescribed by the Bylaws.

## **ARTICLE ELEVEN MEMBERS QUORUM AND VOTING**

A majority of the Voting Members shall constitute a quorum at a meeting of Members. If a quorum is present, the affirmative vote of a majority of Members represented at the meeting and entitled to vote on the subject matter shall be the act of the Members.

## **ARTICLE TWELVE INFORMAL ACTION OF DIRECTORS**

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the Corporation, and the writing evidencing their consent is filed with the Secretary of the Corporation, the action shall be as valid as though it had been authorized at a meeting of the Board of Directors.

## **ARTICLE THIRTEEN THE BYLAWS**

The Bylaws of the Corporation are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors.

## **ARTICLE FOURTEEN AMENDMENT OF ARTICLES**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Directors and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation.

## **ARTICLE FIFTEEN LIMITATION OF ACTIONS**

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or 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 asset not disposed, shall be disposed of by the Circuit Court in and for Orange County, Florida or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

Notwithstanding any other provision of these Articles of Incorporation this Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any future United States Internal Revenue laws.

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 for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Four.

## **ARTICLE SIXTEEN NONSTOCK BASIS**

This Corporation is organized on a nonstock basis. This Corporation shall not issue shares of stock.

## **ARTICLE SEVENTEEN HEADING AND CAPTIONS**

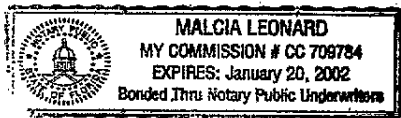
The Heading and Captions of these Articles of Incorporation are inserted for convenience and none of them shall have any force or effect, and the interpretation of the various Articles shall not be influenced by any of the Headings or Captions.

IN WITNESS WHEREOF, the undersigned Incorporator have executed these Articles of Incorporation in a manner and form sufficient to bind them this 20<sup>th</sup> day of September, 2000.

Bishop Josh Leonard Jr.  
BISHOP JOSH LEONARD, JR.

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 20<sup>th</sup> day of September, 2000, by BISHOP JOSH LEONARD, JR., who is personally known to me and who did (did not) take an oath.



M Leonard  
MALCIA LEONARD, Notary Public  
My commission Expires 1/20/02

**ACCEPTANCE BY REGISTERED AGENT**

The undersigned hereby accepts the appointment as Registered Agent of L.E.A.P. - LEARNING EXCELLENCE AND PRIDE ALTERNATIVE EDUCATION PROGRAM, INC., which is contained in the foregoing Articles of Incorporation.

Dated this 20<sup>th</sup> day of September, 2000.

Lillie Leonard  
LILLIE LEONARD  
REGISTERED AGENT

**FILED**  
00 SEP 25 PM 1:32  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA