

TRANSMITTAL LETTER

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

SUBJECT: King's Kids Academy, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

200003409732--7
-09/29/00--01054--019
*****87.50 *****87.50

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: Anthony Wyche, Sr.
(Name (Printed or typed))

1506 Ribault Scenic,
Address

Jax, FL, 32208
City, State & Zip

765-1428
Daytime Telephone number

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 SEP 29 PM 1:25

APPROVED
AND
FILED

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

ARTICLES OF INCORPORATION

OF

KING'S KIDS ACADEMY, INC.

We, the incorporators of KING'S KIDS ACADEMY, INC. the undersigned hereby associate ourselves together for the purpose of becoming a corporation not for profit under Chapter 617, Laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation not for profit.

ARTICLE I

Name of Corporation

The name of the corporation shall be KING'S KIDS ACADEMY, INC.

ARTICLE II

Corporate Nature

This is a nonprofit corporation, organized for the operation, of any and all lawful business.

ARTICLE III

Duration

The term of existence of the corporation is perpetual.

ARTICLE IV

Effective Date of Document

Pursuant to Florida Statutes Section 617.0203, the effective date of these Articles of Incorporations shall be within five business days prior to the date of the filing.

ARTICLE V

General and Specific Purposes

The specific and primary purposes for which this corporation is formed are:

- A. For charity, education, cultural pursuits, and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.
- B. To operate exclusively for charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under any corresponding provisions of any subsequent federal tax laws, tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

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C. The primary purpose for which this Corporation is formed is as follows:

- (a) Improve student learning.
- (b) Increase learning opportunities for all students, with special emphasis on expanded learning experiences for students who are identified as academically low achieving.
- (c) Encourage the use of different and innovative learning methods.
- (d) Increase choice of learning opportunities for students.
- (e) Establish a new form of accountability for schools.
- (f) Require the measurement of learning outcomes and create innovative measurement tools.
- (g) Make the school the unit for improvement.
- (h) Create new professional opportunities for teachers, including the opportunity to own the learning program at the school site.

ARTICLE VI

Incorporators

The names and addresses of the Incorporators of this Corporation are as follows:

Dr. Deborah W. Wyche

1506 Ribault Scenic Drive
Jacksonville, FL 32208

Anthony F. Wyche, Sr.

1506 Ribault Scenic Drive
Jacksonville, FL 32208

ARTICLE VII

Management of Corporate Affairs

- A. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than three (3) persons. The number of Directors of the corporation shall be no less than three (3) persons provided however, that such number may be increased by the By-Laws.

The Directors named herein as the initial Board of Directors shall hold office until the initial meeting of the Board of Directors at which time an election of Directors shall be held pursuant to Florida law.

The names and addresses of such initial members of the Board of Directors known at this time are as follows:

Louise Banks

3501 Golden Pond Blvd.
Orange Park, FL 32073

Patricia S. Cooper

2447 Townsquare Drive
Jacksonville, FL 32216

Dewitt Cooper

2447 Townsquare Drive
Jacksonville, FL 32216

Tollie Redmon	11412 Harts Road Jacksonville, FL 32218
Charles Powell	7402 John F. Kennedy Drive E Jacksonville, FL 32208
Hilda Jones	1540 Ribault Scenic Drive Jacksonville, FL 32208
Shirlyn D. Howard	9719 Ridge Boulevard Jacksonville, FL 32208
Von Easton	P. O. Box 43473 Jacksonville, FL 32203
Eugene Johnson	925 Turtle Creek Drive Jacksonville, FL 32218
Gary A. Merritt	8224 Kesey Court Jacksonville, FL 32244
Inez Williams	248 West 43rd Street Jacksonville, FL 32206

B. Corporate Officers. The Board of Directors shall elect the following officers: Chairman, Vice-Chairman, Secretary, Treasurer, and such other officers as the By-Laws of this corporation may authorize the Directors to elect from time to time. Until an appropriate election is held, the following persons shall serve as corporate officers:

NAME AND ADDRESS

Louise Banks (Chairman)	3501 Golden Pond Blvd. Orange Park, FL 32073
Gary A. Merritt (Vice Chairman)	8224 Kesey Court Jacksonville, FL 32244
Inez Williams (Secretary)	248 West 43rd Street Jacksonville, FL 32206
Shirlyn D. Howard (Treasurer)	9719 Ridge Boulevard Jacksonville, FL 32208

ARTICLE VIII

Quorum of Board of Directors

At least five (5) Board of Directors or no less than one-third of the Board of Directors holding office, whichever is greater, shall constitute a quorum for the purpose of lawfully conducting business on behalf of

the Corporation. The act of the majority of the Board of Directors at a meeting at which a quorum is present shall be the act of the Board of Directors, except where otherwise provided by Florida law or by these by-laws.

ARTICLE IX

Earnings and Activities of Corporation

- A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, officers 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 IV hereof.
- B. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, and intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.
- C. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE X

Distribution of Assets

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, and to such organization or organizations organized and operated exclusively for charitable, education, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes and to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

Pursuant to Section 228.056 F.S. subsection 10 paragraph (e) when a charter is not renewed or is terminated, the school shall be dissolved under the provisions of law, under which the school was organized, and any or unencumbered funds from the charter school shall revert to the District School Board. In the event a charter school is dissolved or is otherwise terminated, all District School Board property and improvements, furnishings, and equipment purchased with public funds shall automatically revert to full ownership by the District School Board.

ARTICLE XI

Amendment of By-Laws

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporation's Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the Board of Directors of the corporation, By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefore in the By-Laws.

ARTICLE XII

Dedication of Assets

The property of this corporation is irrevocably dedicated to education, charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director or officer thereof, or to the benefit of any private individual.

ARTICLE XIII

Amendment of Articles

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum for their vote in the manner set forth in the By-Laws of this corporation.

ARTICLE XIV

Indemnification

This corporation shall indemnify an Officer or Board of Director, to the full extent permitted by law.

ARTICLE XV

Principal Place of Business

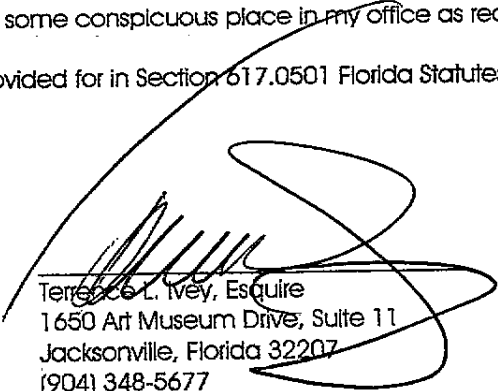
The principal place of business is King's Kids Academy, Inc., 1506 Ribault Scenic Drive, Jacksonville, Florida 32208.

ARTICLE XVI

Initial Registered Agent and Office

The name and address of the corporation's registered officer is Terrence L. Ivey, Esquire, 1650 Art Museum Drive, Suite 11, Jacksonville, Florida 32207.

I agree as Resident Agent to accept Service of Process; to keep my office open during prescribed hours; to post my name and address (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in my office as required by law. I am familiar with, and accept, the obligations provided for in Section 617.0501 Florida Statutes.


Terrence L. Ivey, Esquire
1650 Art Museum Drive, Suite 11
Jacksonville, Florida 32207
(904) 348-5677
Florida Bar Number: 983160

I, the undersigned, being the Incorporator of this corporation, for the purpose of forming this non-profit corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this 28

day of SEPTEMBER 2000.

SIGNATURE OF INCORPORATORS:

Anthony F. Wyche, Sr.
Anthony F. Wyche, Sr., Incorporator

Dr. Deborah W. Wyche
Dr. Deborah W. Wyche, Incorporator

SECRETARY OF STATE
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