

UNITED TEACHERS OF DADE

LAW DEPARTMENT

LESLIE A. MEEK
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February 2, 2001

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

Re: United Teachers of Dade Charter Schools of Florida, Inc.

Dear Sir or Madam:

Enclosed please find the original and one (1) copy of the articles of incorporation and a check in the amount of \$87.50 which will cover filing costs for the articles and the certificate and the cost of a certified copy.

If you have any questions regarding this matter, you may contact the undersigned at the address above.

Sincerely,

Leslie A. Meek
Leslie A. Meek

FILED
01 FEB -7 PM 3:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF**

**UNITED TEACHERS OF DADE CHARTER SCHOOLS OF FLORIDA, INCORPORATED
(A Florida Not-For-Profit Corporation)**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE I
NAME**

The name of this corporation shall be United Teachers of Dade Charter Schools of Florida, Incorporated (hereinafter called the "Corporation").

**ARTICLE II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office and mailing address of the Corporation shall be 2929 Southwest 3rd Avenue, Miami, Florida 33129.

**ARTICLE III
PURPOSE**

This Corporation is a not-for-profit Corporation organized exclusively for educational purposes, including the following specific purposes:

A. To manage, operate, guide, direct and promote the Charter Schools of the United Teachers of Dade.

B. To conduct any and all lawful affairs and business permissible to corporations which are organized and operated under the Florida Not For Profit Corporation Act and are exempt under Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States revenue law (the "Code"), consistent with the provisions of this Article III.

**ARTICLE IV
TERM OF EXISTENCE**

The Corporation shall commence its existence with the filing of these Articles of Incorporation. The Corporation shall exist perpetually, unless dissolved according to law.

ARTICLE V
MEMBERS

The corporation will have no members. Any action which would otherwise by law require approval by a majority of all members or approval by the members shall require only approval of the Board. All rights which would otherwise by law vest in the members shall vest in the Board of Directors.

ARTICLE VI
NONSTOCK BASIS

The Corporation is organized on a nonstock basis.

ARTICLE VII
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 2929 Southwest 3rd Avenue, Miami, Florida, 33129. The name of the Corporation's initial registered agent at that address is Leslie A. Meek.

ARTICLE VIII
BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors. The number and the manner of election of directors shall be set forth in the Bylaws.

ARTICLE IX
INCORPORATOR

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

Mr. Pat L. Tornillo
2929 Southwest 3rd Avenue
Miami, Florida, 33129

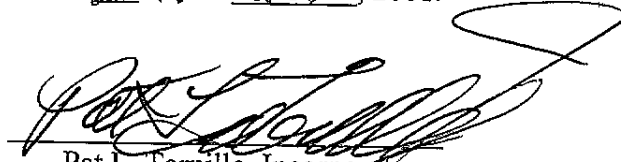
ARTICLE X
AMENDMENTS

These Articles of Incorporation may be amended only by the Board of Directors of the Corporation.

ARTICLE XI
BYLAWS

Bylaws for the Corporation may be adopted and may be amended only by the Board of Directors of the Corporation.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 2nd day of Feb, 2001.

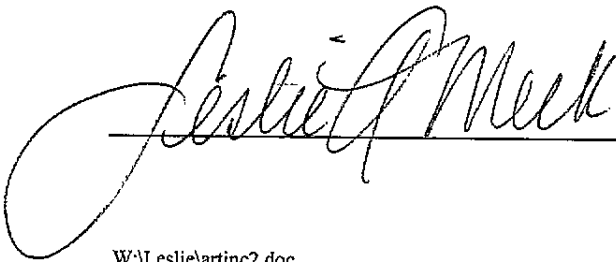

Pat L. Fornillo, Incorporator

CERTIFICATE

Leslie A. Meek at 2929 Southwest 3rd Avenue, Miami, Florida, 33129, has been named by United Teachers of Dade Charter Schools of Florida, Incorporated, as its agent to accept service of process within the State of Florida.

Having been named to accept service of process for United Teachers of Dade, at the place designated in this certificate, I hereby agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 617.0501, Florida Statutes.

Dated this 2nd day of Feb, 2001.



Name LESLIE MEEK
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA