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TRANSMITTAL LETTER

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

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*****87.50 *****87.50

SUBJECT: The Alliance of Educational Leaders, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

FILED
02 JUL 12 AM 8:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Enclosed is an original and one ^{2 copies} (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: Wendy Morris, General Counsel
Name (Printed or typed)

10501 FGCU Boulevard South
Address

Fort Myers, Florida 33965-6565
City, State & Zip

239-590-1105
Daytime Telephone number

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

g7/15

FILED

02 JUL 12 AM 8:40

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
THE ALLIANCE OF EDUCATIONAL LEADERS, INC.
A FLORIDA NOT FOR PROFIT CORPORATION**

We, the undersigned, with other persons being desirous of forming a corporation not for profit, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I. NAME AND ADDRESS

The name of this corporation is THE ALLIANCE OF EDUCATIONAL LEADERS, INC. (the "Alliance"). The principal place of business and mailing address of the corporation is 10501 FGCU Boulevard South, Fort Myers, Florida 33965-6565.

ARTICLE II. PURPOSES

The general nature of the objects and purposes of this corporation are educational, specifically:

1. To ensure the educational process is a seamless web from the pre-kindergarten through university graduate level.
2. To produce a national model of cooperation between regional educational organizations which focuses on enhancing the quality of education, increasing opportunity for students, promoting higher graduation rates, and increasing the level of job placements for graduates within Southwest Florida.
3. To emphasize school readiness for students at all levels of the educational system.
4. To emphasize teacher education programs which produce graduates who are qualified to provide excellent teaching and administration.

5. To network with business and governmental entities to develop educational programs which produce a workforce geared to meet and increase the region's economic prosperity.
6. To solicit support of governmental leaders, business, industry and community organizations to advance the mission of the Alliance.
7. To do any and all things necessary and appropriate in connection with the foregoing purposes and incidental thereto.
8. The corporation's purposes are hereby limited in such a manner as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended ("Code") or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Code, including private foundations and private operating foundations.

ARTICLE III. QUALIFICATIONS OF MEMBERS

Membership eligibility in the Alliance shall consist of the superintendents of the public school systems of Charlotte, Collier, Glades, Hendry and Lee Counties, and the chief executive officer of any public or independent college or university that meets all of the following criteria: (1) regionally accredited; (2) licensed in the State of Florida, and (3) operating in Southwest Florida. Additional members may be approved by a majority vote of the existing Alliance members.

Provisional membership eligibility in the Alliance shall consist of the chief executive officer of any public or independent college or university that meets all of the following criteria: (1) is recognized by a regional accrediting agency as a candidate for regional accreditation, and is pursuing such accreditation; (2) licensed in the State of Florida, and (3) operating in Southwest

Florida. Provisional membership provides for the chief executive officer to hold a non-voting seat on the Alliance Board of Directors. Formal notice of regional accreditation shall automatically convert a Provisional member to regular Membership that has voting and all other rights of membership.

ARTICLE IV. TERM OF EXISTENCE

This corporation shall commence upon the filing of these Articles and shall exist perpetually thereafter.

ARTICLE V. INCORPORATORS

The names and addresses of the incorporators of these Articles are:

<u>NAME</u>	<u>ADDRESS</u>
WILLIAM C. MERWIN	c/o Florida Gulf Coast University 10501 FGCU Boulevard South Fort Myers, Florida 33965-6565
KENNETH P. WALKER	c/o Edison Community College 8099 College Parkway, SW Fort Myers, Florida 33919

ARTICLE VI. BOARD OF DIRECTORS

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have ten (10) Directors initially. The number of Directors may be increased or decreased from time to time, by the Bylaws but shall never be less than three (3).

Section 2. The Board of Directors shall be members of the corporation.

Section 3. Members of the Board of Directors shall be elected and hold office in accordance with the Bylaws.

Section 4. The names and addresses of the persons who are to serve as Directors for the ensuing year, or until the first annual meeting of the Alliance, are:

<u>NAME</u>	<u>ADDRESS</u>
WILLIAM C. MERWIN	c/o Florida Gulf Coast University 10501 FGCU Boulevard South Fort Myers, Florida 33965-6565
KENNETH P. WALKER	c/o Edison Community College 8099 College Parkway, SW Fort Myers, Florida 33919
TERRY McMAHAN	c/o International College 8695 College Parkway Fort Myers, Florida 33919
MAX L. SCHMIDT	c/o Charlotte County Schools 1445 Education Way Port Charlotte, Florida 33948
WAYNE ALDRICH	c/o Glades County Schools Avenue L & 10th Street Moore Haven, Florida 33471
JEANNE O'LAUGHLIN	c/o Barry University 11300 N.E. Second Avenue Miami Shores, Florida 33161-6695
JOHN SANDERS	c/o Lee County Schools 2055 Central Avenue Fort Myers, Florida 33901
DAN W. WHITE	c/o Collier County Schools 3710 Estey Avenue Naples, Florida 34104
TOM CONNER	c/o Hendry County Schools 25 E. Hickpochee Avenue Labelle, Florida 33935

CHARLES E. YOUNG

c/o University of Florida
Post Office Box 113150
Gainesville, Florida 32611

ARTICLE VII. DESIGNATION OF REGISTERED AGENT

The registered agent of this corporation for the purpose of accepting service of process within this State shall be:

<u>NAME</u>	<u>ADDRESS</u>
THOMAS C. HEALY	c/o The Alliance of Educational Leaders, Inc. 10501 FGCU Boulevard South Fort Myers, Florida 33965-6565

ARTICLE VIII. MISCELLANEOUS

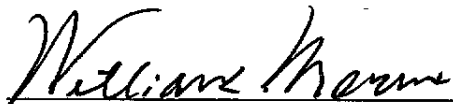
Section 1. No part of the net earnings or assets of the corporation shall inure to the benefit of any individual, member, director, or officer.

Section 2. The corporation shall not carry on propaganda, or otherwise act to influence legislation.

Section 3. No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this corporation and upon dissolution of this organization all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed exclusively to organizations with educational purposes which have qualified for exemption under Code Section 501(c)(3), and none of the assets will be distributed to any member, officer, director or trustee of this corporation.

Section 4. These Articles of Incorporation may be amended at any meeting of the Board of Directors by majority vote of the directors then in office.

IN WITNESS WHEREOF, we the undersigned incorporators, have hereunto set our hands and seals, this 14th day of November, 2001, for the purpose of forming this corporation not for profit under laws of the State of Florida.


WILLIAM C. MERWIN, Incorporator

KENNETH P. WALKER, Incorporator

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named to accept service of process for this corporation, at the place designated in these Articles of Incorporation, I hereby accept the appointment, understand my duties as registered agent, and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


THOMAS C. HEALY, Registered Agent

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