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SECRETARY OF STATE
TALLAHASSEE FLORIDA

Summit Charter School Central Campus, Inc.
P O Box 948203-8203
Maitland, Florida 32794-8203

Registration Section
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32309

Re: Filing for Corporation.


Attached, please find a check in the amount of \$160.00. As indicated in the Articles of Corporation, the Corporation will named Summit Charter School Central Campus, Inc.

The corresponding address will be P.O.Box 948203
Maitland, FL 32794-8203

The contact name will be Steven T. Palmer, C.O.O., Phone number 321-229-0450

If you should have further questions please contact Yashmin Moledina (Accountant)
at 321-231-3474.

Thank you in advance.


Steven T. Palmer
Principal

**ARTICLES OF INCORPORATION
OF
SUMMIT CHARTER SCHOOL CENTRAL CAMPUS, INC.**

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TALLAHASSEE FLORIDA
SECRETARY OF STATE

The undersigned, for the purpose of forming a nonprofit corporation under the Florida Not for Profit Corporation Act, Florida Statutes Chapter 617, does hereby make and adopt the following Articles of Incorporation.

ARTICLE I – NAME OF CORPORATION

The name of the Corporation is: Summit Charter School Central Campus, Inc.

ARTICLE II – PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the Corporation and the current mailing address of the Corporation are: 1250 N. Maitland Avenue, Maitland, Florida, 32751.

ARTICLE III – TERM AND COMMENCEMENT

Corporate existence shall commence upon filing of these Articles, and the term of the Corporation shall be perpetual.

ARTICLE IV – GENERAL PURPOSE AND BUSINESS

The purposes for which the Corporation is organized are as follows:

A. To receive and administer funds and to operate exclusively for religious, charitable, scientific, literary or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue code of 1986, or comparable versions of subsequent legislation, as amended (the "Code"). Principal among those purposes is: to operate one or more "Charter Schools" within various counties in the State of Florida pursuant to Chapter 96-186, Laws of Florida (eff. July 1, 1996) (the "Charter School Legislation"). The Charter Schools operated by the Corporation shall be public schools and will receive some portion of funds for operation for public monies allocated to the respective County School Board for operation of the public school systems, all pursuant to and as provided in said Charter School Legislation.

B. The mission of the Charter Schools will be to significantly remediate learning disabilities in elementary school children through use of an integrated instructional program, combining the kinesthetic, sensory and cognitive aspects of learning, and to permanently close the "academic gap" with mainstream students during such children's elementary school years. The Charter Schools may also support, sponsor and conduct cognitive and neurocognitive intervention studies and research related to primary and secondary learning and language disabilities, developmental and acquired reading and writing disabilities, perceptual and neurocognitive impairments and socio-economic-cultural learning disabilities.

C. To acquire, own, purchase, lease, dispose of and deal with real and personal property and interests, either absolutely or in trust therein, for the purposes of operating or conducting

Charter Schools therefrom, and further to apply gifts, grants, bequests, and devises and the proceeds thereof in furtherance of the foregoing Purposes.

D. To engage in and transact any other lawful activity, solely in furtherance of the foregoing Purposes, for which nonprofit corporations may be incorporated under the Florida Not For Profit Corporation Act, as amended, and to do all other things as are incidental or necessary to the exercise of the powers of the Corporation to accomplish the foregoing Purposes.

ARTICLE V – NO MEMBERS

The Corporation shall not have Members and shall not issue membership certificates.

ARTICLE VI – INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent is General Counsel Advisors, P.A. and the initial registered office is 1416 Holly Glen Run, Apopka, Florida, 32703.

ARTICLE VII – NOT FOR PROFIT

The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of the Directors or Officers, except to the extent permissible under these Articles, under law and under Section 501(c)(3) of the Code. If the Corporation ever has members, no member shall have any vested right, interest or privilege in or to the assets, income or property of the Corporation and no part of the income or assets of the Corporation shall be distributable to or for the benefit of its members, except to the extent permissible under these Articles, under law and under Section 501(c)(3) of the Code.

ARTICLE VIII – POWERS

The Corporation shall have all of the common law and statutory powers of a corporation not for profit pursuant to the laws of the State of Florida that are not in conflict with the terms of these Articles; provided, however, that notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax pursuant to Section 501(c)(3) of the Code or any corresponding provision of any future United States Revenue law.

ARTICLE IX – LIMITATIONS

The Corporation shall be operated exclusively for educational, charitable, or scientific purposes as a nonprofit corporation. No individual director or member of the corporation shall have any title to or interest in the corporation property or earnings in his or her individual or private capacity. No part of the net earnings of the Corporation shall inure directly or indirectly to the benefit of or be distributable to its Directors or Officers, (or members if the corporation has any), 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 IV hereof.

ARTICLE X – BOARD OF DIRECTORS

There shall be a Board of Directors as the governing body of the Corporation consisting of at least three (3) and not more than nine (9) individuals. The initial Directors shall be elected by the

Incorporator. Thereafter, each Director shall be elected by majority vote of the Board of Directors in the manner and at the time set forth in the By-Laws, and may be removed as set forth in the By-Laws.

The number of directors may be increased or decreased by amendment to the By-Laws but shall in no case be less than three (3) or more than nine (9).

ARTICLE XI – OFFICERS

The Officers of the Corporation may consist of a President, one or more Vice Presidents, a Secretary, a Treasurer, an Executive Director, Director of Administration, Director of Finance, and Director of Public Relations. Other officers may be provided for in the By-Laws or by resolution of the Board of Directors. Each Officer shall be elected by majority vote of the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the By-Laws.

ARTICLE XII – INCORPORATOR

The name and address of the Incorporator of this corporation is:

<u>Name</u>	<u>Address</u>
Steven T. Palmer	12 ⁵ 40 N. Maitland Ave. Maitland, FL 32751

ARTICLE XIII – BY-LAWS

The By-Laws 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 XIV – AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them.

ARTICLE XV – NON STOCK BASIS

The Corporation is organized (and shall be operated) on a non-stock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the By-Laws.

ARTICLE XVI – TAX EXEMPT STATUS

It is intended that the Corporation shall have and continue to have the status of a corporation that is exempt from federal income taxation under Section 501(a) of the Code as an organization described in Section 501(c)(3) of the Code and which is other than a private foundation as defined in Section 509 of the Code. These Articles shall be construed accordingly, and all powers and activities of the Corporation shall be limited accordingly. The Corporation shall not carry on propaganda or otherwise attempt to influence legislation or to engage in political activity on behalf

of or in opposition to candidates for public office, to such extent as would result in the loss of exemption under Section 501 (c)(3) of the Code.


ARTICLE XVII – DISSOLUTION

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation exclusively for charitable, scientific or educational purposes in such manner and to such qualified organization or organizations as the board of Directors shall determine. Any of such assets not so distributed shall be distributed in accordance with the direction of any court having jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for the aforesaid Purposes of the Corporation or to such qualified organization(s) as said court shall determine. For purposes of this Article, an organization is a “qualified organization” only if, at the time of receiving such assets, it is operated exclusively for the purposes described in Section 170(c)(1) or 170(c)(2)(B) of the Code and is described in Section 509(a)(1), (2) or (3) of said Code.

ARTICLE XVIII – INDEMNIFICATION AND CIVIL LIABILITY IMMUNITY

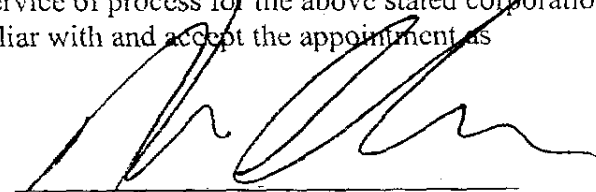
The Corporation shall indemnify each Director and Officer, including former Directors and Officers, to the fullest extent allowed by law, including but not limited to Florida Statutes Chapter 617, subject to the Charter School Legislation. It is intended that the Corporation be an organization the Officers and Directors of which are immune from civil liability to the extent provided under Florida Statutes Chapter 617.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this ____ day of _____, 2003.



Steven T. Palmer, Incorporator

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



General Counsel Advisors, P.A.
By: Kenneth S. Gluckman
Its: President and CEO

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