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

SUBJECT: Academie Da Vinci Charter School Foundation, Inc.

Enclosed is an original and two copies of the articles of incorporation and a check for :

\$87.50
Filing Fee
Certified Copy
Certificate

FROM:

Reina Mora-Blackwelder
1380 Pinchurst Rd
Dunedin, FL 34698-5407

727-298-2778

Sincerely yours,


Reina Mora-Blackwelder, Principal

**ARTICLES OF INCORPORATION
OF**

Academie Da Vinci Charter School Foundation, Inc.

(a Corporation Not For Profit)

I, the undersigned incorporator, a citizen of the United States, hereby make, acknowledge, and file with the Secretary of State of the State of Florida these Articles of Incorporation for the purpose of forming a corporation not for profit in accordance with the laws of the State of Florida.

**ARTICLE I
NAME**

The name of the corporation is:

Academie Da Vinci Charter School Foundation, Inc.

**ARTICLE II
BUSINESS ADDRESS**

The principal office of the corporation shall be located in Pinellas County, Florida.

The principal office of this corporation shall be and is located at:

**1380 Pinehurst Rd
Dunedin, FL 34698-5407**

The mailing address of the principal office is:

**1380 Pinehurst Rd
Dunedin, FL 34698-5407**

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TALLAHASSEE, FLORIDA

ARTICLE III PURPOSE OF CORPORATION

1. Exclusively for Educational and Charitable Purposes: This corporation is organized exclusively for the educational and charitable purposes of:

a. Receiving contributions and paying them over to the Academie Da Vinci Charter School, Inc. which is an organization that qualifies as exempt under section 501(c)(3) of the Internal Revenue Code; and

b. Receiving, holding, investing, and administering property for the Academie Da Vinci Charter School, Inc. which is an organization that qualifies as exempt under section 501(c)(3) of the Internal Revenue Code.

2. Assets Dedicated to Exempt Purposes Only: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 III, paragraph 1. 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, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. 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, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

3. Distributions Only for Exempt Purposes Upon Dissolution: Upon the dissolution of the corporation, assets shall be distributed to the Academie Da Vinci Charter School, Inc. if the Academie Da Vinci Charter School, Inc. is exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code; or if the Academie Da Vinci Charter School, Inc. is no longer in existence or no longer is exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, the assets shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

4. No Discriminatory Purposes:

a. Services. No one will be denied rights, privileges, programs, activities, or services of the corporation on the basis of race, color, religion, sex, disability, or national origin.

b. Employment. Equal employment opportunities to all persons shall be provided regardless of race, color, religion, sex, age, disability, or national origin.

5. Not for Private Interests: This corporation shall not be organized or operated for the benefit of private interests.

ARTICLE IV DIRECTORS AND OFFICERS

1. Manner of Selection: The directors shall be elected as stated in the bylaws. The terms of all appointed directors shall be staggered as

described in the bylaws.

2. Number: Subject to the number of directors required by chapter 617, Florida Statutes, the number of directors shall be specified in or fixed in accordance with the bylaws.

3. Initial Directors and Officers: The initial directors and officers of president, vice-president, and secretary are:

M. Barry Cannell — Officer - President
1497 Main Street #131
Dunedin, FL 34698

Terri Davis — Officer - Vice President
Huntington Learning Center
33223 US Hwy. 19, North
Palm Harbor, FL 34684

Cathie Folan-Johnson — Officer - Secretary
1655 Countrywood Street
Tarpon Springs, FL 34689

Christopher Heye
2602 Jarvis Circle
Palm Harbor, FL 34683

Syd Entel
1634 Santa Barbara Drive
Dunedin, FL 34698

Christine Varkas
1961 East Lake Road
Palm Harbor, FL 34685

4. Initial Treasurer: The initial treasurer is:

Reina Mora-Blackwelder — Officer – Treasurer
1380 Pinehurst Rd
Dunedin, FL 34698-5407

ARTICLE V MEMBERS

The corporation may have such members as may be provided in the bylaws. If the bylaws provide for members, the bylaws shall also provide for rights and privileges of members.

ARTICLE VI TERM OF EXISTENCE

The term for which this corporation is to exist shall be perpetual, unless sooner dissolved pursuant to law.

ARTICLE VII OFFICERS

The Corporation shall have such officers as provided by the bylaws.

ARTICLE VIII BYLAWS

The bylaws shall be made, altered, or rescinded from time to time by the directors.

ARTICLE IX AMENDMENTS TO ARTICLES OF INCORPORATION

Amendments to the articles of incorporation may be adopted at a meeting of the board of directors by a majority vote of the directors then in office.

**ARTICLE X
REGISTERED OFFICE**

The street address of the corporation's initial registered office and the name of its initial registered agent at that address are:

Address:

**201 E. Kennedy Blvd., Ste. 400
Tampa, Florida 33602-5896**

Name of
registered agent:

John W. Bakas, Jr.


**ARTICLE XI
INCORPORATOR**

The name and address of the Incorporator are:

**Reina Mora-Blackwelder
1380 Pinehurst Rd
Dunedin, FL 34698-5407**

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 5th day of November 2003.

Reina Mora-Blackwelder


As Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

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These articles of incorporation of the Academie Da Vinci Charter School Foundation, Inc. were sworn to, acknowledged, and subscribed before me this 5th day of November, 2003, by **Reina Mora-Blackwelder**, who is personally known to me, or has produced Florida Driver's License (type of I.D.) as identification and has taken an oath. # M614-720-55-963-0 Exp. 2008

Detree Allister

Signature of Notary Public — State of
Florida

Detree Allister

Print Name of Notary Public

My commission number and its expiration date are shown in the stamp or seal placed on this page.




Detree Allister
MY COMMISSION # DD107473 EXPIRES
June 5, 2006
BONDED THRU TROY FAIN INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above-stated Corporation, at the place designated in the Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of law relative to keeping open said office. I accept appointment as registered agent in compliance with sections 617.0501 and 617.0502, Florida Statutes, and accept the obligations in section 617.0503, Florida Statutes.

John W. Bakas, Jr.


As Registered Agent
November 5, 2003
Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA