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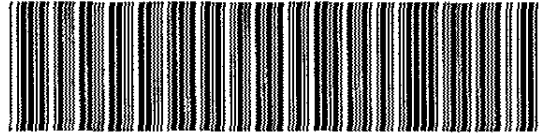
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TALLAHASSEE, FLORIDA

8/29/06

# **Global Leaf Schools**

Building a better world...one student at a time.

14286-19 Beach Boulevard  
Box 268  
Jacksonville, FL 32250

August 25, 2006

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

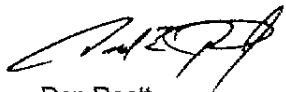
**SUBJECT:** Global Leaf Schools, Inc. , Articles of Incorporation

Enclosed is an original and two (2) copies of the Articles of Incorporation and a check for:

☒ \$87.50  
Filing Fee, Certified Copy & Certificate

From: Donald E. Reott, Jr.  
13882 Softwind Trail North  
Jacksonville, FL 32224  
904-651-2278

Sincerely,



Don Reott

Co-founder, Global Leaf Schools

**GLOBAL LEAF SCHOOLS, INC.  
ARTICLES OF INCORPORATION**

FILED  
06 AUG 29 PM 1:56  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

**Article I – Name**

The name of the corporation shall be Global Leaf Schools, Inc.

**Article II – Principal Office**

The principal place of business and mailing address of this corporation shall be

Global Leaf Schools, Inc.  
14206-19 Beach Blvd  
Box 268  
Jacksonville, FL 32250

**Article III – Purpose**

Global Leaf Schools, Inc. is organized exclusively for educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code (or the corresponding provisions of any future federal tax code). The corporation shall receive and disburse funds, property, and gifts of any kind exclusively in the operation of schools to benefit the students of the Duval County School District.

**Article IV – Administration and Manner of Election**

The three co-founders (Incorporators) are Deborah A. Hodge, Dean J. Fusto, and Donald E. Reott, Jr. These three individuals will serve in an ex-officio, advisory (non-voting) capacity on the Board for the purpose of ensuring continuity between the founders' vision and that of the Board of Directors. Each member of the initial Board of Directors, named in Article V, was selected based on an expressed shared vision for Global Leaf Schools. New board members, each sharing the common vision, will be added to the Board of Directors as needed based on a two-thirds majority vote of the existing Board.

**Article V – Board of Directors**

The initial Board of Directors shall consist of the nine persons whose names and titles are listed below:

Ms. Mary Brown – Retired. Former Regional Superintendent, Duval County Public Schools and Principal, James Weldon Johnson Middle School

Ms. DeAnn Collins – Executive Director of the Northeast Florida Community Hospice Foundation

Dr. David Fenner – Dean, Graduate School of Arts and Sciences, University of North Florida

Ms. Sondie Frus – Director, International Visitors Corps of Jacksonville

Ms. Kim Fusto – Co-Founder, I-Travel Agent

Dr. Jace Hargis – Director, Office of Faculty Enhancement, University of North Florida

Ms. JoAnne Kazmierski - Director, Jaxport Community Outreach and Environmental Advocacy

Mr. George Kinghorn – Director, Jacksonville Museum of Modern Art

Ms. Carol MacKoul – Retired. Former Head of St. Marks Episcopal School and Park Maitland School

#### **Article VI – Initial Registered Agent and Street Address**

Registered Agent      Donald E. Reott, Jr.

Address                      13882 Softwind Trail North  
                                    Jacksonville, FL 32224

#### **Article VII – Incorporators**

Name	Deborah A. Hodge	Dean J. Fusto	Donald E. Reott, Jr.
Address	282 Round Lake Road Palatka, FL 32177	3636 San Jose Blvd Jacksonville, FL 32207	13882 Softwind Trail North Jacksonville, FL 32224

#### **Article VIII – Dissolution**

In the event of the dissolution of the corporation, the Board of Directors shall cause the assets of the corporation to be distributed as follows:

- a. All liabilities of the corporation shall be paid or adequate provision shall be made for payment;
- b. Assets held by the corporation upon a condition which occurs by reason of the dissolution shall be returned or conveyed in accordance with such requirements; and

c. All of the remaining assets of the corporation shall be distributed to Duval County Public Schools or its successor for exclusively public purposes, provided that the Duval County Public Schools or its successor is then a governmental unit as described in Section 170 of the Internal Revenue Code (or corresponding section of any future federal tax code). If Duval County Public Schools or its successor shall not so qualify, the remaining assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or 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 the District Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

#### **Article IX – Liability**

A Director of the corporation shall not be personally liable to the corporation for monetary damages for an act or omission in the Director's capacity as a Director, except to the extent that any applicable law may prevent such Director from being relieved of such personal liability. Any repeal or modification of this article shall be prospective only and shall not adversely affect any limitation of the personal liability of a Director of the corporation existing at the time of such repeal or modification.

#### **Article X – Indemnification**

The corporation shall indemnify and provide for the defense of any person who was or is a party, or is threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative or investigative (other than an action by or in the right of the corporation) by reason of the fact that he or she is or was a Director, officer, employee or agent of the corporation, to the full extent permitted under Florida state law, as is in effect from time to time.

#### **Article XI – Amendments**

The corporation reserves the right to amend the Articles of Incorporation from time to time in accordance with the provisions of Chapter 617 of the Florida Statutes. An amendment to these Articles will require a two-thirds vote of the Directors existing at the time of such amendment.

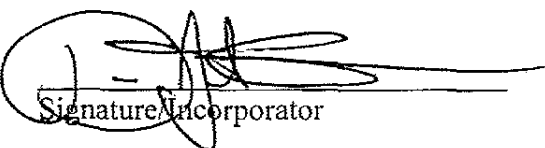
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
\_\_\_\_\_  
Signature/Registered Agent

08/25/06  
Date

  
\_\_\_\_\_  
Signature/Incorporator

August 25, 2006  
Date

  
\_\_\_\_\_  
Signature/Incorporator

August 25, 2006  
Date

  
\_\_\_\_\_  
Signature/Incorporator

08/25/06  
Date

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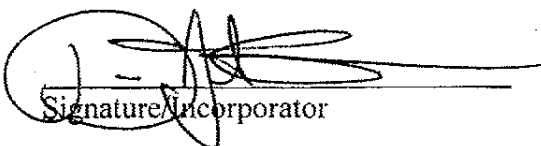
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\_\_\_\_\_  
Signature/Registered Agent

08/25/06  
Date

  
\_\_\_\_\_  
Signature/Incorporator

August 25, 2006  
Date

  
\_\_\_\_\_  
Signature/Incorporator

August 25, 2006  
Date

  
\_\_\_\_\_  
Signature/Incorporator

08/25/06  
Date

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA