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DIVISION OF CORPORATION  
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## COVER LETTER

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

2009 APR 22 AM 8:20

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

**SUBJECT:** Community Leadership Academy, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(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: Peter Boulware  
Name (Printed or typed)

200 E. Main St., STE 1000  
Address

Fort Wayne, IN 46802  
City, State & Zip

(260) 426-1300  
Daytime Telephone number

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



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09 APR 22 PM 4:20

FLORIDA DEPARTMENT OF STATE  
Division of Corporations

April 16, 2009

PETER BOULWARE  
200 E. MAIN STREET  
SUITE 1000  
FORT WAYNE, IN 46802

SUBJECT: COMMUNITY LEADERSHIP ACADEMY, INC.  
Ref. Number: W09000017960

We have received your document for COMMUNITY LEADERSHIP ACADEMY, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.)

The registered agent must sign accepting the designation.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden  
Regulatory Specialist II  
New Filing Section

Letter Number: 609A00012868

2009 APR 22 AM 8:20  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

**ARTICLES OF INCORPORATION  
OF  
COMMUNITY LEADERSHIP ACADEMY, INC.**

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SECRETARY OF STATE  
DIVISION OF CORPORATION

2009 APR 22 AM 8:20

The undersigned incorporator, desiring to form a corporation (hereinafter referred to as the "Corporation") pursuant to the provisions of the Florida Not-for-Profit Corporation Act (hereinafter referred to as the "Act"), executes the following Articles of Incorporation.

**ARTICLE I**  
**NAME**

The name of the Corporation is Community Leadership Academy, Inc.

**ARTICLE II**  
**PURPOSES AND POWERS**

2.1. **Purposes.** The Corporation is organized and shall be operated exclusively for charitable purposes and to perform any purpose which nonprofit corporations are authorized under the Act which are consistent with charitable purposes.

2.2. **Powers.** The Corporation shall have all of the general rights, privileges, immunities, franchises and powers conferred upon corporations created by the Act, but shall be limited to the exercise of only such powers as are in furtherance of the purposes expressly provided for in Section 2.1 and as are in furtherance of activities permitted to be carried on by a corporation exempt from Federal Income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 and a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law).

2.3. **Limitation of Activities.** The Corporation shall not possess the power of engaging in any activities for the purpose of or resulting in the pecuniary remuneration to its Directors, Officers, and/or other private persons as such. This provision shall not prohibit fair and reasonable compensation to Directors, Officers, and/or other private persons for services actually rendered; nor shall it prohibit the Corporation from charging a fee for services rendered; nor shall it prohibit the Corporation from charging a fee for admission to any presentation it may make or other undertakings so long as any funds so raised do not inure to the profit of its Directors, Officers, and/or other private persons.

**ARTICLE III**  
**REGISTERED OFFICE AND REGISTERED AGENT;**  
**INITIAL PRINCIPAL OFFICE**

3.1. **Registered Office and Initial Principal Office.** The street address of the registered office of the Corporation is 3791 East Millers Bridge Road, Tallahassee, Florida, 32312.

3.2. **Registered Agent.** The name and street address of the Corporation's Registered Agent is Peter Boulware, 3791 East Millers Bridge Road, Tallahassee, Florida, 32312.

**ARTICLE IV**  
**MEMBERSHIP**

4.1. **Members.** The Corporation will not have members.

**ARTICLE V**

## INCORPORATOR

5.1. Name and Address: The name and address of the Incorporator of the Corporation is as follows:

Name

Address

Peter Boulware

3791 East Millers Road Bridge  
Tallahassee, FL 32312

## ARTICLE VI DIRECTORS

6.1. Number of Directors. The initial Board of Directors is composed of three (3) members. The control and management of the affairs of the Corporation shall be vested in a Board of not less than three (3) Directors nor more than nine (9) Directors. The exact number of Directors, within the above limits, shall be prescribed from time to time in the By-Laws of the Corporation.

6.2. Names and Addresses of Initial Directors: The names and addresses of the members of the initial Board of Directors are:

Name

Address

Peter Boulware

3791 East Millers Road Bridge  
Tallahassee, FL 32312

Kensy Boulware

3791 East Millers Road Bridge  
Tallahassee, FL 32312

Melva Boulware

305 Leaning Tree Road  
Columbia, SC 29223

6.3. Election of Directors. The members of the Board of Directors after the initial Board of Directors shall be elected pursuant to the provisions of the By-Laws.

6.4. Qualifications of Directors. Directors of the Corporation must have such qualifications as are set forth in the By-Laws.

6.5. Vacancies in the Board of Directors. Any vacancy occurring on the Board of Directors caused by a death, resignation or otherwise, shall be filled through a vote of a majority of the remaining members of the Board of Directors.

6.6. Loans to Directors and Officers. The Corporation shall make no advancement for services to be performed in the future nor shall it make any loan of money or property to any Director or Officer of the Corporation.

6.7. Removal of Directors. Members of the Board of Directors may be removed with or without cause by a vote of a majority of the Directors at a meeting of the Directors called expressly for that purpose.

6.8. Delegation of Authority. The Board of Directors may designate a person to exercise some or all of the powers that would otherwise be exercised by the Board of Directors.

**ARTICLE VII**  
**PROVISIONS FOR REGULATION AND**  
**CONDUCT OF THE AFFAIRS OF THE CORPORATION**

7.1. Prohibition of Distribution to Private Persons. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its Directors, 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 II hereof.

7.2. Prohibition of Legislative and Political Activity. 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.

7.3. Prohibition of Activities not Permitted by Exempt Organizations. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

7.4. Distribution of Property Upon the Voluntary or Involuntary Dissolution of the Corporation. Upon the voluntary or involuntary dissolution of the Corporation, the Board of Directors shall, after paying or making provision for payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.

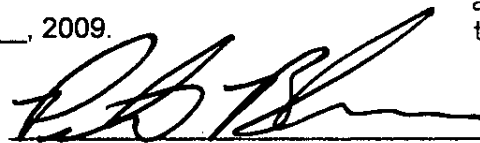
7.5. Code of By-Laws. The Board of Directors of the Corporation shall have the power to make, alter, amend or repeal a code of By-Laws providing for the internal regulation and conduct of the affairs of the Corporation.

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

I affirm, under the penalties for perjury, that the foregoing representations are true. agent and

Dated this 31 day of March, 2009.

agree to act in  
this capacity.

  
Peter Boulware