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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
FLORIDA HIGH SCHOOL FOR ACCELERATED LEARNING -
METRO TAMPA, INC.**

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EXAMINER

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H11000019318 3

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
FLORIDA HIGH SCHOOL FOR ACCELERATED
LEARNING – METRO TAMPA, INC.**

The undersigned Chairman of FLORIDA HIGH SCHOOL FOR ACCELERATED LEARNING - METRO TAMPA, INC., a Florida not for profit corporation (the "Corporation"), for and on behalf of the Corporation, hereby executes these Amended and Restated Articles of Incorporation of the Corporation:

ARTICLE FIRST: The name of the Corporation is FLORIDA HIGH SCHOOL FOR ACCELERATED LEARNING - METRO TAMPA, INC.

ARTICLE SECOND: The amendment and restatement of the Articles of Incorporation of the Corporation reflected herein was duly adopted by the board of directors of the Corporation by Resolution dated January 14, 2011, in accordance with section 617.1007 of the Florida Not For Profit Corporation Act. The Corporation has no members.

ARTICLE THIRD: The effective date of these Amended and Restated Articles of Incorporation shall be upon the filing thereof with the Florida Department of State.

ARTICLE FOURTH: Pursuant to the provisions of section 617.1007 of the Florida Not For Profit Corporation Act, the Amended and Restated Articles of Incorporation of the Corporation shall provide as follows:

ARTICLE I - NAME

The name of the Corporation shall be: FLORIDA HIGH SCHOOL FOR ACCELERATED LEARNING - METRO TAMPA, INC.

ARTICLE II - PURPOSES

The purposes for which the Corporation is organized are:

In particular, to: establish and operate a charter school as defined in the laws of the State of Florida within the borders of Hillsborough County, Florida. The charter school shall be organized so that it presents a system of formal instruction of its

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H11000019318 3

curriculum to a regularly enrolled student body through its faculty for the benefit of the general public. In particular, the Corporation will establish programs to aid and assist low-performing, over-age, grade repeating, credit deficient, 9th, 10th, 11th and 12th graders graduate from Florida public high school.

In general, to do any and all acts and things, and to exercise any and all powers which now or hereafter are lawful for the Corporation to do or exercise under and pursuant to the laws of the State of Florida for the purpose of accomplishing any of the purposes of the Corporation.

The purposes for which this Corporation is organized shall be limited to those which are strictly charitable and educational. In no event shall this Corporation engage in any activity which would be contrary to the purposes and activities: (1) permitted to be engaged in by any organization the activities of which are exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986; or (2) of a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder.

The Corporation shall not engage, nor shall any of its funds, property, or income be used, in carrying on propaganda or otherwise attempting to influence legislation, nor shall the Corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office, nor shall the Corporation engage in subversive activities.

H11000019318 3

H11000019318 3

The Corporation shall not be operated for the primary purpose of carrying on an unrelated trade or business as defined in Section 513 of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder.

No compensation shall be paid to any officer, director, trustee, creator or organizer of the Corporation or substantial contributor to it except as a reasonable allowance for services actually rendered to or for the Corporation.

The Corporation is organized to serve public interests. Accordingly, it shall not be operated for the benefit of private interests.

ARTICLE III - POWERS

The Corporation shall have all the powers granted to not for profit corporations under the laws of the State of Florida which are necessary or convenient to effect any and all purposes for which the Corporation is organized. In no event, however, shall the Corporation have or exercise any power which would cause it not to qualify as a tax-exempt organization under Section 501(c)(3) or Section 170 of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder; nor shall the Corporation engage directly or indirectly in any activity which would cause the loss of such qualification. No part of the assets or the net earnings, current or accumulated, of the Corporation shall inure to the benefit of any private individual.

ARTICLE IV - MEMBERS

This Corporation shall have no Members.

H11000019318 3

H11000019318 3

ARTICLE V - TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE VI - OFFICERS

The affairs of the Corporation in operating the charter school shall be managed on a day-to-day basis by the principal of the school. The Board of Directors shall set policy for the Corporation including but not limited to, the academic, financial and operation policies of the charter school, with the principal charged to implement these policies pursuant to the Bylaws. The Chairman of the Board of Directors shall serve for a term of two (2) years and the Vice Chairman, Secretary and Treasurer shall serve for a term of one (1) year, beginning the 1st day of the month immediately following his or her election by a majority of the Board of Directors at the annual meeting of the Board of Directors. Officers may be re-elected to serve subsequent terms. In the event of a vacancy in any office for any reason, the Board of Directors shall fill such vacancy for the unexpired term. An officer does not have to be a member of the Board of Directors and a member of the Board of Directors does not have to be an officer.

ARTICLE VII - BOARD OF DIRECTORS

The number of persons constituting the Board of Directors shall be seven (7) but shall never be more than nine (9), and the names and addresses of the persons who are to serve as Directors until the first election under these Amended and Restated Articles of Incorporation are as follows:

H11000019318 3

H11000019318 3

<u>Name</u>	<u>Address</u>
James Simmons	208 Excalibur Court Brandon, FL 33511
Stacy Snow Feiler	2106 Haydon Court Brandon, FL 33511
Jess Johnson	4122 W. Barcelona Street Tampa, FL 33629
Jacqueline Davis	7206 Yardley Way Tampa, FL 33647
Dave Middleton	P.O. Box 1123 Riverview, FL 33569
Sylvia Cantrell Albritton	4633 W. Longfellow Avenue Tampa, FL 33629
Thomas J. Gaitens	7709 Bristol Park Drive Apollo Beach, FL 33572

At the first election of Directors to be held no later than the date the Charter between the School Board of Hillsborough County and the Corporation is executed no fewer than five (5) individuals shall be selected (which may include the members of the first Board of Directors as set forth herein) to serve as Directors.

Within the limitations set forth in this Article VII, the number of Directors shall be fixed in the Bylaws of this Corporation. Directors shall be elected and serve such terms as provided in the Bylaws of this Corporation.

H11000019318 3

H11000019318 3

ARTICLE VIII - BYLAWS

The Bylaws of the Corporation shall be initially approved by a majority vote of the Board of Directors, and thereafter may be altered or rescinded by a majority vote of the Directors at the annual meeting of the Directors or at a duly called meeting of the Directors in accordance with the Bylaws.

ARTICLE IX - AMENDMENTS TO THE ARTICLES OF INCORPORATION

The Articles of Incorporation may be amended in the manner provided by law.

ARTICLE X - DISSOLUTION

Upon the liquidation or dissolution of the Corporation, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the Corporation (including, but not limited to any liability or obligation to the School Board of Hillsborough County, Florida or other government entity, as described in the Corporation's Bylaws), shall be distributed to, and only to, any one or more organizations qualified as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder. No part of the assets or the net earnings, current or accumulated, of the Corporation shall inure to the benefit of a private individual.

ARTICLE XI - REGISTERED OFFICE AND AGENT

The street address of the registered office of this Corporation shall be:

500 Lithia Pinecrest Road
Brandon, Florida 33511

H11000019318 3

H11000019318 3

The name of the registered agent of this Corporation shall be:

O. Reginald Osenton

**ARTICLE XII - CORPORATION'S PRINCIPAL OFFICE
AND MAILING ADDRESSES**

The principal office and mailing address of this Corporation shall be:

c/o O. Reginald Osenton
500 Lithia Pinecrest Road
Brandon, Florida 33511

IN WITNESS WHEREOF, I have set my hand and seal this 14 day of

January, 2011.

James Simmons
James Simmons, Chairman
FOL EX-1024/13

STATE OF FLORIDA
COUNTY OF Hillsborough

The foregoing instrument was acknowledged before me this 14 day of
January, 2011, by James Simmons, as Chairman of the Corporation.



Charlotte W. Saunders
Signature of Notary Public
Charlotte W. Saunders
(Print Notary Name)
My Commission Expires: 4-28-12
Commission No.: D0770886
☐ Personally known, or
☒ Produced Identification
Type of Identification Produced:
FOL

H11000019318 3

H11000019318 3

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Having been named as the Registered Agent in the Amended and Restated Articles of Incorporation of FLORIDA HIGH SCHOOL FOR ACCELERATED LEARNING - METRO TAMPA, INC., I hereby accept and agree to act in this capacity.

Dated: 4/17/2011, 2011.

O. Reginald Osenton
O. Reginald Osenton

H11000019318 3