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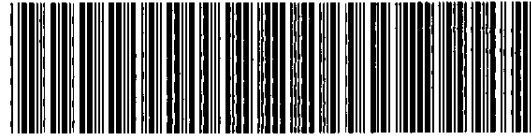
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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 JUN 29 PM 12:08

Amended/cus
Restated
@ 6/30/11

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: New Beginnings High School, Inc.

DOCUMENT NUMBER: N10000007217

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Ashlee Wright

(Name of Contact Person)

New Beginnings High School, Inc.

(Firm/ Company)

3425 Lake Alfred Road

(Address)

Winter Haven, FL 33881

(City/ State and Zip Code)

ashlee.wright@polk-fl.net

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Ashlee Wright

(Name of Contact Person)

at (863) 860-6122

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$35 Filing Fee

☒ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
NEW BEGINNINGS HIGH SCHOOL, INC.**

Doc #: N10000007217

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
11 JUN 29 PM 12:08

These Amended and Restated Articles of Incorporation of New Beginnings High School, Inc, a Florida not for profit corporation (the "Corporation"), dated as of June 15, 2011, are being duly executed and filed, to amend and restate the Corporation's articles of incorporation, which were filed effective as of June 15, 2011. These Amended and Restated Articles of Incorporation were duly executed and are being filed in accordance with Section 617.1007 of the Florida Not For Profit Corporation Act.

ARTICLE I
Name, Street Address and Mailing Address

The name of the corporation is: New Beginnings High School , Inc.

The street address of the principal office of the Corporation is: 3425 Lake Alfred Road, Winter Haven, FL 33881. The mailing address of the Corporation is: 3425 Lake Alfred Road, Winter Haven, FL 33881.

ARTICLE II
Term of Existence

The corporation shall have perpetual existence.

ARTICLE III
Purpose

The Corporation's purpose shall be to be organized and to operate exclusively for charitable and education purposes within the meaning of Section 501(c)(3) of the United States Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law (the "Code"), including, but not limited to the following:

(1) To establish, provide, promote, supervise, own, and conduct a school (the "School") for the education of persons in high school, on a non-profit basis, without regard to race, gender or denomination;

(2) To set and maintain standards for the School conforming to the minimum standards prescribed by the Florida State Board of Education, and to establish hours and terms of attendance;

(3) To receive and administer funds for the benefit of the Corporation, or its successors, and to that end, to accept, receive, take and hold by bequest, devise, gift, grant, purchase, exchange, lease, transfer, judicial order or decree, or otherwise, for any of its objects or purposes any real or personal property, or both, of whatever kind, nature, or description and wherever situated, and subject to the restrictions and limitations hereafter set forth, to use and apply the whole or part of the income there from and the principal thereof exclusively for

educational purposes, either directly, or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code;

(4) To own, use, buy, sell, exchange, convey, mortgage, lease, transfer, invest, hold in trust, or otherwise dispose of, any such property, real or personal, or both, subject to the restrictions and limitations hereafter set forth, and as otherwise prescribed by law;

(5) To borrow money, and from time to time, to make, accept, endorse, execute, and issue bonds, debentures, promissory notes, bills of exchange, and other obligations of the Corporation for moneys borrowed or in payment for property acquired or for any of the other purposes of the Corporation, and to secure the payment of any such obligations by mortgage, pledge, deed, indenture, agreement, or other instrument of trust, or by other lien upon, assignment of, or agreement in regard to all or any part of the property, rights or privileges of the Corporation wherever situation, whether now owned or hereafter to be acquired;

(6) To operate exclusively for educational purposes within the meaning of Section 501(c)(3) of the Code, in the course of which operation:

a. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to, its members, trustees, officers, or other 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 herein;

b. 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 publishing or distribution statements) any political campaign on behalf of any candidate for public office except as authorized under the Internal Revenue Code;

c. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

(7) To fulfill these purposes in a manner and in accordance with a policy that the School shall not discriminate against students on the basis of race, color, gender, national origin or ethnicity;

(8) To engage in any activity in which a non profit corporation may engage under the laws of the State of Florida, and Sections 170(b) and (c) and 501(c)(3) of the Code.

The Corporation shall have all powers now or hereafter granted by law, and in addition thereto shall have all powers lawfully necessary or required to carry out its purposes and objects. All of the assets or earnings shall be used exclusively for the purposes hereinabove set out, including payment of expenses incidental thereto.

ARTICLE IV
Members

The Corporation shall not have any members.

ARTICLE V
Registered Office and Agent

The street address of the registered office of the corporation is 3425 Lake Alfred Road, Winter Haven, FL 33881, and the name of its registered agent at such address is Ashlee Wright.

ARTICLE VI
Directors

The board of directors shall be elected according to the bylaws of the Corporation.

ARTICLE VII
Indemnification

(1) The Corporation shall indemnify any officer or director who is at any time a party to any proceeding (other than an action by, or in the right of, the Corporation), by reason of the fact that he or she is or was an officer or director of the Corporation against liability incurred in connection with such proceeding, including any appeal thereof, if he or she acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation and, with respect to any criminal action or proceeding, had no reasonable cause to believe his or her conduct was unlawful. The termination of any proceeding by judgment, order, settlement, or conviction or upon a plea of nolo contendere or its equivalent shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation or, with respect to any criminal action or proceeding, had reasonable cause to believe that his or her conduct was unlawful.

(2) The Corporation shall indemnify any officer or director who was or is a party to any proceeding by or in the right of the Corporation to procure a judgment in its favor by reason of the fact that the person is or was an officer or director of the Corporation against expenses and amounts paid in settlement not exceeding, in the judgment of the board of directors, the estimated expense of litigating the proceeding to conclusion, actually and reasonably incurred in connection with the defense or settlement of such proceeding, including any appeal thereof. Such indemnification shall be authorized if such person acted in good faith and in a manner he or she reasonably believed to be in, or not opposed to, the best interests of the Corporation, except that no indemnification shall be made under this subsection in respect of any claim, issue, or matter as to which such person shall have been adjudged to be liable unless, and only to the extent that, the court in which such proceeding was brought, or any other court of competent jurisdiction, shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnity for such expenses which such court shall deem proper.

(3) To the extent that an officer or director of the Corporation has been successful on the merits or otherwise in defense of any proceeding referred to in subsection (1) or subsection (2) above, or in defense of any claim, issue, or matter therein, he or she shall be indemnified against expenses actually and reasonably incurred by him or her in connection therewith.

(4) Any indemnification under subsection (1) or subsection (2) above, unless pursuant to a determination by a court, shall be made by the Corporation only as authorized in the specific case upon a determination that indemnification of the officer or director is proper in the circumstances because he or she has met the applicable standard of conduct set forth in subsection (1) or subsection (2) above. Such determination shall be made:

a. By the board of directors by a majority vote of a quorum consisting of directors who were not parties to such proceeding;

b. If such a quorum is not obtainable or, even if obtainable, by majority vote of a committee duly designated by the board of directors (in which directors who are parties may participate) consisting solely of two or more directors not at the time parties to the proceeding; or

c. By independent legal counsel:

1. Selected by the board of directors prescribed in paragraph (a) or the committee prescribed in paragraph (b); or

2. If a quorum of the directors cannot be obtained for paragraph (a) and the committee cannot be designated under paragraph (b), selected by majority vote of the full board of directors (in which directors who are parties may participate).

(5) Evaluation of the reasonableness of expenses and authorization of indemnification shall be made in the same manner as the determination that indemnification is permissible. However, if the determination of permissibility is made by independent legal counsel, persons specified by paragraph (4)(c) above shall evaluate the reasonableness of expenses and may authorize indemnification.

(6) Expenses incurred by an officer or director in defending a civil or criminal proceeding shall be paid by the Corporation in advance of the final disposition of such proceeding upon receipt of an undertaking by or on behalf of such officer or director to repay such amount if he or she is ultimately found not to be entitled to indemnification by the Corporation pursuant to this Article.

(7) Indemnification and advancement of expenses as provided in this section shall continue as, unless otherwise provided when authorized or ratified, to a person who has ceased to be an officer or director, and shall inure to the benefit of the heirs, executors, and administrators of such a person.

ARTICLE VIII
Dissolution

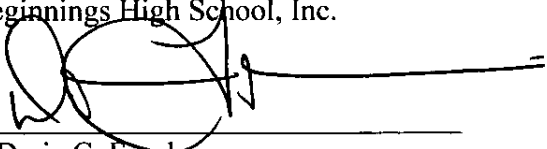
Upon the dissolution of the Corporation, the board of directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code of the Internal Revenue of the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the court of competent jurisdiction in the county in which the principal office of the Corporation is 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.

CERTIFICATE

Pursuant to Section 617.1007 of the Florida Statutes, the undersigned certifies that these Amended and Restated Articles of Incorporation of New Beginnings High School, Inc. (1) contain amendments that do not require member approval, (2) were approved by the directors on June 15, 2011 and (3) the number of votes cast by the directors for such amendments was sufficient for approval.

Dated this 15th day of June 2011.

New Beginnings High School, Inc.

By: 

Name: Deric C. Feacher

Title: President

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above Corporation at the place designated in these Articles, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

June 27, 2011

Name: Ashlee Wright
Ashlee Wright

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:
(Attach additional sheet, if necessary)

Title	Name	Address	Type of Action
DIR	BONNIE PARKER	595 Cypress Gardens Blvd Winter Haven, FL 33880	✓ ADD
DIR	SERETHA TINSLEY	PO BOX 469 Winter Haven, FL 33882	ADD
DIR	THOMAS J. LUNSFORD	3733 Paul Court Lakeland, FL 33812	ADD
DIR	VALERIE DOLLISON	2010 Buckeye Road Winter Haven, FL 33881	ADD
DIR	JAMIE BECKETT	809 Foxboro SW Winter Haven, FL 33880	ADD
DIR	SAMUEL KILLEBREW	PO BOX 6258 Lakeland, FL 33807	✓ ADD
PRIN	ASHLEE WRIGHT	2222 Blackwood Drive Mulberry, FL 33860	✓ ADD
DIR	DONNA DUNSON	295 East Stuart Avenue Lake Wales, FL 33853	REMOVE

The date of each amendment(s) adoption: June 15, 2011

(date of adoption is required)

Effective date if applicable: June 15, 2011

(no more than 90 days after amendment file date)

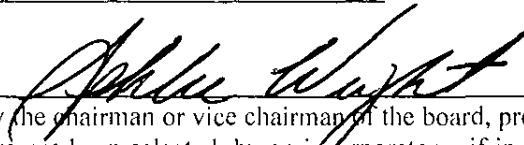
Adoption of Amendment(s) **(CHECK ONE)**

☒ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.

☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated June 15, 2011

Signature



(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Ashlee Wright

(Typed or printed name of person signing)

Principal

(Title of person signing)