

N11000000/1025

Patricia Peterson  
ION Education Academy, Inc.  
6130 Westgate Drive, Suite 201  
Orlando, FL 32835

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

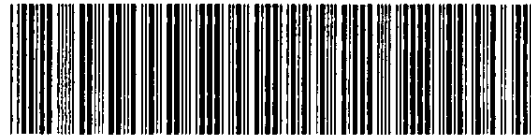
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Amend/cc  
@ 9/14/11



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

August 2, 2011

PATRICIA PETERSON 2ND MAILING  
ION EDUCATION ACADEMY, INC.  
5905 SIR HENRY ROAD  
ORLANDO, FL 32808

SUBJECT: ION EDUCATION ACADEMY, INC.  
Ref. Number: N11000001625

We have received your document for ION EDUCATION ACADEMY, INC. and your check(s) totaling \$79.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

① If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

Please return 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) 245-6964.

Irene Albritton  
Regulatory Specialist II

Letter Number: 811A00016158

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TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

July 6, 2011

PATRICIA PETERSON  
ION EDUCATION ACADEMY, INC.  
6130 WESTGATE DRIVE - SUITE 201  
ORLANDO, FL 32835

SUBJECT: ION EDUCATION ACADEMY, INC.  
Ref. Number: N11000001625

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Irene Albritton  
Regulatory Specialist II

Letter Number: 811A00016158

**AMENDED ARTICLES OF INCORPORATION  
OF  
ION EDUCATION ACADEMY, INC.  
A Florida "Not for Profit" Corporation**

The undersigned, acting as incorporator of a corporation under Chapter 617 of Florida Statutes, adopts the following Amended Articles of Incorporation. Each member of the board is entitled to one vote each with respect to amending the articles. The members voted unanimously to adopt this amendment on June 1, 2011.

**Article I**

**NAME OF CORPORATION:** The name of the corporation is ION EDUCATION ACADEMY, INC.

**Article II**

**PRINCIPAL OFFICE:** The principal office of the corporation is located at 6130 Westgate Drive, #201, Orlando, FL 34761.

**MAILING ADDRESS:** The mailing address of the corporation is 6130 Westgate Drive, #201, Orlando, FL 34761.

**Article III**

**CORPORATE PURPOSES**

- A. The purpose of this Corporation is to form a nonprofit charter school to benefit the children of the local community. This charter school will be nonsectarian in its policies, practices and operations, not charge tuition or fees and be accountable to sponsor for its academic and financial performance. The charter school will depend on public support grants for its funding.
- B. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purpose, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies.

**Article IV**

**DURATION/MEMBERSHIP:** The period of duration is perpetual. The qualification for members, if any and the manner of their admission shall be regulated by the bylaws.

**BOARD OF DIRECTORS:** The method of selection of the Board of Directors and number of directors shall be stated in the bylaws. The initial Board of Directors is:

Linda Morris  
6130 Westgate Drive, #201  
Orlando, FL 32835

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Patricia Peterson  
5905 Sir Henry Road  
Orlando, FL 32808

Karlene Strachan  
2184 Laurel Blossom Circle  
Ocoee, FL 34761

#### Article V

**REGISTERED AGENT:** The name of the registered agent of the corporation is Karlene Strachan. The address of the registered agent is 2184 Laurel Blossom Circle, Ocoee, FL 34761.

**INCORPORATOR:** The name and address of the incorporator is: Karlene Strachan, 2184 Laurel Blossom Circle, Ocoee, FL 34761.

#### Article VI

##### 501(c)(3) LIMITATIONS

- A. **CORPORATE PURPOSE:** Notwithstanding any other provision of these articles, this organization shall not carry on activities that are not permitted to be carried on by an organization exempt from Federal and state income tax under section 501 (c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code.
- B. **NO PRIVATE INUREMENT:** The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual.
- C. **LOBBYING AND POLITICAL CAMPAIGNS:** No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.
- D. **DISSOLUTION:** Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

## Article VII

The ION Education Academy, Inc. admits students of any race, color, national and ethnic origin to all the rights, privileges, programs, and activities generally accorded or made available to students at the school. It does not discriminate on the basis of race, color, national and ethnic origin in administration of its educational policies, admissions policies, scholarship and loan programs, and athletic and other school-administered programs.

### INDEMNIFICATION

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

### EXECUTION

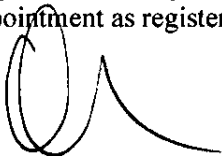
These Articles of Incorporation are hereby executed by the incorporator on this 1<sup>st</sup> day of June, 2011.



Karlene Strachan

### REGISTERED AGENT'S ACCEPTANCE OF APPOINTMENT

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.



Karlene Strachan

Date: 9-11-11