

CP 6/28/11

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314
SUBJECT: Inspired Learning Center, Inc.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for: \$78.75
Filing Fee & Certified Copy

ADDITIONAL COPY REQUIRED

FROM: Gregory Harper
8490 Gleneagle Way
Naples, FL 34120
239-777-4558
gregmaryh@comcast.net

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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2011 JUN 27 PM 4:09

ARTICLES OF INCORPORATION

In compliance with Chapter 617, F.S., (Not for Profit)

2011 JUN 27 PM 4: 09

ARTICLE I ----- NAME

The name of the corporation shall be: Inspired Learning Center, Inc. ("Corporation")

ARTICLE II ----- PRINCIPAL OFFICE

Principal street and mailing address is: 8490 Gleneagle Way, Naples, FL 34120

ARTICLE III ----- PURPOSE

Said Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Third hereof. 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. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a Corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code

ARTICLE IV ----- CORPORATION DIRECTORS, OFFICERS & MEMBERS

Section 4.1 ----- Number of Directors

The number of Directors constituting the Board of Directors shall not be less than three. The Board of Directors may expand the number of Directors to sit on the Board, but at no time shall that number be less than three. The initial Board of Directors shall be made up of three Directors, whose names and address are listed below in Article V.

Section 4.2 ----- Election of Directors

Starting in calendar year 2013, the Annual Election of Directors meeting (Election) shall take place as soon as practical following the first day of the calendar year. Members shall nominate candidates by submitting the names of nominees in writing to the Corporation's Secretary by

December 31st of the year preceding the Election. Directors shall be elected by the Members of record on the date the vote is taken. The nominees that receive the most Member votes, first, second and third highest vote totals will fill the three Director positions.

Section 4.3 ----- Appointment of Officers

Initially the Directors shall serve as Officers of the Corporation in the capacity indicated in Article V below. Prior to 2013, the Directors, by agreement, may appoint new Officers to take up the responsibilities of those offices. Thereafter Officers will be replaced or their terms extended within 30-days of the annual Election the first of which will occur in 2013.

Section 4.4 ----- Number of Officers

The Corporation shall initially have four officers, president, vice president, treasurer and secretary. At the discretion of the Directors, Officers may be appointed to hold more than one office, but no more than two. The Directors may by resolution, add additional officers as it deems appropriate and appoint persons to those offices as necessary. The term of office for such appointees shall be consistent with the terms of the original Officer positions.

Section 4.5 ----- Governance

Corporation actions, initiatives, special elections and/or appointments shall require that a majority of the Directors are in agreement.

Section 4.6 ----- Members

Individuals and/or corporations that wish to become Members of the Corporation must submit a written application to the Corporation. The Directors will review the application in a timely manner and inform the applicant of its determination in writing. The names of new Members will be added to a Master Member list maintained by the Secretary. Members may resign their membership by submitting a resignation letter to the Secretary at any time. By majority vote the Directors may revoke a Member's membership in the Corporation at its discretion.

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: Gregory Harper, President & Director
Address: 8490 Gleneagle Way, Naples, FL 34120

Name and Title: Mary Harper, Secretary, Treasurer & Director
Address: 8490 Gleneagle Way, Naples, FL 34120

Name and Title: Jerry Rutherford, Vice President & Director
Address: 2023 Harbor Lane, Naples, FL 34104

ARTICLE VI ----- REGISTERED AGENT

The name and Florida street address of the registered agent is:

Name: Gregory Harper

Address: 8490 Gleneagle Way, Naples, FL 34120

ARTICLE VII ----- INCORPORATOR

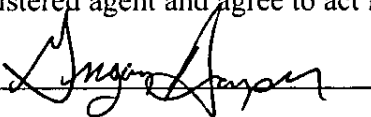
The name and address of the Incorporator is:

Name: Gregory Harper

Address: 8490 Gleneagle Way, Naples, FL 34120

ACKNOWLEDGEMENTS

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

Registered Agent:  Date: June 24, 2011

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s 817.155, F.S.

Incorporator:  Date: June 24, 2011

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