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# WOODWARD, PIRES & LOMBARDO, P.A.

ATTORNEYS AT LAW

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Board Certified: Real Estate

MARK J. WOODWARD

ANTHONY P. PIRES, JR.  
Board Certified: City, County,  
and Local Government

J. CHRISTOPHER LOMBARDO  
Board Certified: Marital  
and Family Law

STEVEN V. BLOUNT

CARLIE E. LADEMAN

CARLO F. ZAMPOGNA

JENNIFER L. DEVRIES

JENNIFER M. TENNEY

July 25, 2011

Division of Corporations  
New Corporate Filing  
2661 Executive Center Circle  
Tallahassee, Florida 32301

Re: New Corporate Filing/Florida High School For Accelerated  
Learning – Collier County, Inc.

Dear Ladies and Gentlemen:

Enclosed for filing please find the Articles of Incorporation of Florida High School For Accelerated Learning – Collier County, Inc., and check #3066 in the amount of \$70.00 for filing fee. Also enclosed please find the "Consent and Authorization To Creation And Formation Of The Not For Profit Corporation named Florida High School For Accelerated Learning – Collier County, Inc."

Should you have further questions, please do not hesitate to contact me.

Sincerely,

Anthony P. Pires, Jr., Esq.

REPLY TO:

3200 TAMiami TRAIL N.  
SUITE 200  
NAPLES, FL 34103  
239-649-6555  
239-649-7342 FAX

APP/lg

606 BALD EAGLE DRIVE  
SUITE 500  
P.O. BOX ONE  
MARCO ISLAND, FL 34146  
239-394-5161  
239-642-6402 FAX

WWW.WPL-LEGAL.COM

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ARTICLES OF INCORPORATION  
OF  
FLORIDA HIGH SCHOOL FOR ACCELERATED LEARNING – COLLIER COUNTY, INC.

The undersigned, acting as Incorporator of a Florida corporation under the Florida Business Not For Profit Corporation Act, Chapter 617 of the Florida Statutes, hereby causes to be delivered the following Articles of Incorporation:

ARTICLE I  
NAME

The name of the Corporation shall be FLORIDA HIGH SCHOOL FOR ACCELERATED LEARNING – COLLIER COUNTY, INC.. (hereinafter the "Corporation").

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 Collier County, Florida. The charter school shall be organized so that it presents a system of formal instruction of its curriculum to 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 9<sup>th</sup>, 10<sup>th</sup>, 11<sup>th</sup> and 12<sup>th</sup> graders to graduate from a 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 the Corporation is organized shall be limited to those which are strictly charitable and educational. In no event shall the Corporation engage in any activity which would be contrary to the purposes and activities: (i) 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, as amended; or (2) of a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, 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.

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 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 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 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

The Corporation shall have no Members.

### ARTICLE V TERM OF EXISTENCE

The Corporation shall have a 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 the term of two (2) years and the Vice Chairman and the Secretary/Treasurer shall serve for a term of one (1) year, beginning the 1<sup>st</sup> 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  
FIRST BOARD OF DIRECTORS

The number of persons constituting the first Board of Directors of the Corporation shall be four (4) but shall never be more than seven (7), and the names and addresses of the persons who are to serve as the initial Directors until the first election under these Articles of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
Lorna Y. Washington	12010 Rock Brook Run #1701 Ft. Myers, FL 33913
Helen Parrilla	3315 9th Street West Lehigh Acres, FL 33971
Donnovon Outten	14054 Bentley Cir. Fort Myers, FL 33912
John (Jack) Hennebery	7514 Key Deer Ct. Fort Myers, FL 33966

At the first election of Directors to be held no later than the date the Charter between the School Board of Collier 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.

The number of Directors shall be fixed in the Bylaws of the Corporation. Directors shall be elected and serve such terms as provided in the Bylaws of the Corporation.

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 OT THE ARTICLES OF INCORPORATION

These 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, 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 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  
INITIAL REGISTERED AGENT

The name and address of the Corporation's initial registered agent is Anthony P. Pires, Jr., 3200 North Tamiami Trail, Naples, Florida, 34103.

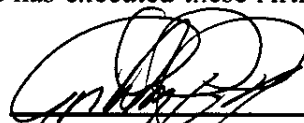
ARTICLE XII  
PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal office and the mailing address of the Corporation is 3200 North Tamiami Trail, Naples, Florida, 34103.

ARTICLE XIII  
INCORPORATOR

The name and address of the Incorporator of the Corporation is Anthony P. Pires, Jr., 3200 North Tamiami Trail, Naples, Florida, 34103.

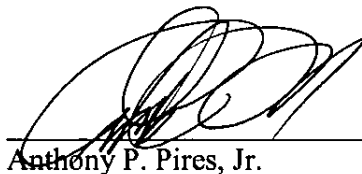
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation as of the 25th day of July, 2011.

  
\_\_\_\_\_  
Anthony P. Pires, Jr., Incorporator

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## ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for Florida High School For Accelerated Learning – Collier County, Inc. at the place designated in Article XI of the Articles of Incorporation, the undersigned hereby accepts the appointment as registered agent and agrees to act in such capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of such duties, and is familiar with and accepts the obligations of such position as registered agent as provided for in Chapter 617, F.S.



Anthony P. Pires, Jr.

Dated: \_\_\_\_\_

July 25, 2011

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**CONSENT AND AUTHORIZATION  
TO CREATION AND FORMATION OF THE  
Florida Not For Profit Corporation named  
FLORIDA HIGH SCHOOL FOR ACCELERATED LEARNING – COLLIER  
COUNTY, INC.**

The undersigned Anthony P. Pires, Jr., the sole incorporator of that certain Florida Not For Profit Corporation named FLORIDA HIGH SCHOOL FOR ACCELERATED LEARNING – COLLIER COUNTY CAMPUS, INC., hereby agrees to and consents to the creation and formation of that certain Florida Not For Profit Corporation named **FLORIDA HIGH SCHOOL FOR ACCELERATED LEARNING – COLLIER COUNTY, INC.** and in addition waives any objection to the name being close to or similar to the corporation formed by the undersigned.

Florida High School for Accelerated Learning –  
Collier County Campus, Inc.

DATED: 7/25/2011

By   
ANTHONY P. PIRES, JR.  
Sole incorporator