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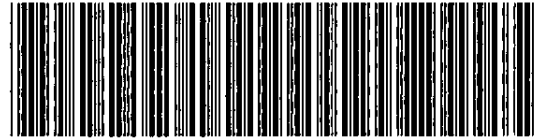
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SECRETARY OF STATE
HALLMARK BUILDING
INDIANAPOLIS, INDIANA

1/4

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Alliance for Public Schools Foundation, Inc.

Enclosed is an original and three (3) copies of the Articles of Incorporation and a check for :
\$96.25 for two certified copies and a certificate of status.

FROM:
Melissa Erickson
5810 Falconcreek Place
Lithia, FL 33547
813-785-3142

ARTICLES OF INCORPORATION

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

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article I - Name

The name of the corporation shall be: Alliance for Public Education Foundation, Inc.

Article II – Principal Office

Principal street address:
5810 Falconcreek Place
Lithia, FL 33547

Article III — Purpose

This corporation is organized exclusively for charitable, religious, educational, and scientific purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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. The purpose of this corporation is to support and conduct non-partisan research, education, and informational activities to increase public awareness on issues related to primary and secondary public school education.

Article IV — Membership/Board of Directors

This corporation shall have members. The eligibility, rights and obligations of the members will be determined by the organization's bylaws. The management of the affairs of the corporation shall be vested in a board of directors, as defined by the corporation's bylaws. No director shall have any right, title, or interest in or to any property of the corporation. The number of directors constituting the initial board of directors is three (3); their names and addresses are as follows:

Leslie Moreau, Chair
3004 Sable Road
Tampa, FL 33618

Kyle Gonzalez, Secretary
3203 Coe Avenue
Orlando, FL 32806

Patricia Hightower, Treasurer
6430 Dunlieth Place
Pensacola, FL 32504

Members of the initial board of directors shall serve until the first annual meeting, at which their successors will be duly elected and qualified, or removed as provided in the bylaws.

Article V – Exemption Requirements

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 VI – Duration/Dissolution

The duration of the corporate existence shall be perpetual until dissolution. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then 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.

Article VII — Personal Liability

No member, officer, or director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers, or directors be subject to the payment of the debts or obligations of this corporation.

Article VIII – Registered Agent

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

Name: Melissa Erickson

Address: 5810 Falconcreek Place

Lithia, FL 33547

Article IX - Incorporator

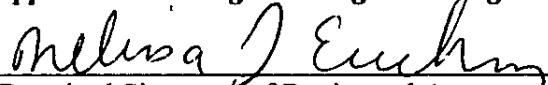
The **name and address** of the Incorporator is:

Name: Christine Bramuchi

Address: 810 Delaney Park Drive

Orlando, FL 32806

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


Required Signature of Registered Agent

6/11/12
Date

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STATE OF FLORIDA
CLERK OF THE CIRCUIT COURT

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.

C Bramuchi

Required Signature of Incorporator

6/9/12

Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA