

14960000003194

George S. Leomis

Attorney at Law

801 East Government Street  
Pensacola, Florida 32501

1-904-432-7713

May 29, 1996

Florida Division of Corporations  
ATTN: New Filings  
P. O. Box 6327  
Tallahassee, FL 32314

FILED  
JUL 1 1996  
TALLAHASSEE, FL  
\*\*\*\*\*122.50 \*\*\*\*\*122.50

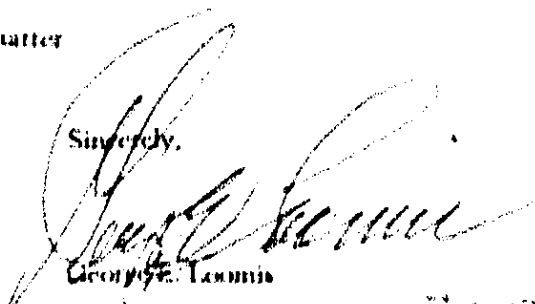
Re: Pensacola Instructional and Career Academy, Inc.

Dear Sir or Madam:

Enclosed for filing please find articles of incorporation for the above referenced corporation and a copy of the same articles for stamping "filed" and returning to me with the certificate of incorporation. Also enclosed is my check in the amount of \$122.50 (filing fee = \$35.00; certified copy = \$52.50; and registered agent designation = \$35.00). Once filed, please return the copy of the articles stamped "filed" and the certificate of incorporation to me.

Thank you for your attention to this matter

Sincerely,

  
George S. Leomis

GEL/gj

Enclosures

cc: Mr. James W. Boggs

FILED  
JUL 1 1996  
TALLAHASSEE, FL

496-11898  
JUL 1 1996  
JWB



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

June 5, 1996

GEORGE E. LOOMIS, ESQUIRE  
201 EAST GOVERNMENT STREET  
PENSACOLA, FL 32501

SUBJECT: PENSACOLA INSTRUCTIONAL AND CAREER ACADEMY, INC.  
Ref. Number: W06000011898

We have received your document for PENSACOLA INSTRUCTIONAL AND CAREER ACADEMY, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name you are requesting is unavailable, since it has been reserved by another individual. In order to use the name you must obtain their release. When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular corporate name, please call (904) 488-9000.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

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 (904) 487-6933.

Dana Farmer  
Document Specialist

Letter Number: 796A00028071

*George E. Loomis*

*Attorney at Law*

*201 Sand, Government Plaza  
Tallahassee, Florida 32301*

*1-904-632-7723*

June 10, 1996

Florida Division of Corporations  
ATTN: New Filings  
P. O. Box 6327  
Tallahassee, FL 32314

Re: Pensacola Instructional and Career Academy, Inc.

Dear Sir or Madam:

Enclosed are the documents necessary for you to file these articles as previously requested. Once filed, please return the copy of the articles stamped "filed" and the certificate of incorporation to me.

Thank you for your attention to this matter.

Sincerely,

*George E. Loomis*  
George E. Loomis

CEL/gi  
Enclosures

*Roy, Kievit & Kelly*

ROY, KIEVIT & KELLY  
ATTORNEYS AT LAW  
CORPORATE & COMMERCIAL  
CREDITORS' RIGHTS  
SECURITIES & INVESTMENTS  
BANKRUPTCY RESTRUCTURING

ATTORNEYS AT LAW  
CORPORATE & COMMERCIAL  
CREDITORS' RIGHTS  
SECURITIES & INVESTMENTS  
BANKRUPTCY RESTRUCTURING

TELEPHONE (904) 434-3927  
FAX (904) 434-6100

June 10, 1996

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

RE: Pensacola Instructional & Career Academy, Inc.  
Reservation No. R96000001512

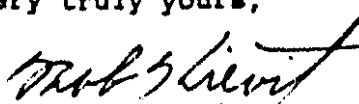
Ladies & Gentlemen:

Enclosed is a copy of the verification letter from your office dated March 25, 1996, confirming that I had reserved the above-referenced name.

The purpose of this letter is to advise that the proposed corporation will be represented by George E. Loomis, Esq., and that Mr. Loomis is authorized to use the corporate name, Pensacola Instructional & Career Academy, Inc.

Thank you for your assistance.

Very truly yours,

  
Robert W. Kievit

RWK:skh

rwk:let/fds.610

## ARTICLES OF INCORPORATION

### FOR

## PENSACOLA INSTRUCTIONAL AND CAREER ACADEMY, INC.

The undersigned, acting as incorporator of a not for profit corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

### ARTICLE I - NAME

The name of the corporation shall be **Pensacola Instructional and Career Academy, Inc.**

### ARTICLE II - DURATION

The corporation shall have perpetual duration.

### ARTICLE III - PURPOSE

The corporation is a not for profit corporation organized and existing exclusively for educational and charitable purposes including, but not limited to the purpose of the operation of charter schools in the state of Florida. Further, the general purposes for which this corporation is formed are to operate exclusively for such educational and charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or any corresponding provisions of any subsequent federal tax laws.

### ARTICLE IV - LIMITATION OF POWERS

1. No Private Inurement: No part of the net earnings of this corporation shall inure to the benefit of, or be distributed to, members, trustees, officers, directors or 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 these Articles.

2. No Political Activity: No substantial part of the activities of this 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.

3. No Unpermitted Activities: Notwithstanding any other provision of these Articles, this corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or

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TALLAHASSEE, FLORIDA

any corresponding section of any future federal tax code or by a corporation contributions to which are deductible under Section 170(e)(2) of the Internal Revenue Code of 1986 or any corresponding section of any future federal tax code.

4. Distribution of Assets Upon Dissolution: Upon the dissolution of this corporation, the last board of directors shall distribute the assets of the corporation for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or any corresponding section of any future federal tax code, to such organizations organized and operated exclusively for such purposes. Assets not so distributed shall be disposed of by the Circuit Court of Escambia County, Florida, exclusively for such purposes or to such organizations, as that Court shall determine, which are organized and operated exclusively for such purposes.

#### **ARTICLE V - PRINCIPAL OFFICE/MAILING ADDRESS**

The principal place of business and the mailing address of the corporation is 2819B Miller Street, Pensacola, Florida 32503.

#### **ARTICLE VI - DIRECTORS/OFFICERS**

The corporation is organized on a non-stock basis and shall have no members. The powers of this corporation shall be exercised, its property controlled, and its affairs under the direction of and conducted by a board of directors. The number of directors shall be three or more provided the number of directors may be changed by the board as long as there are never less than three. The initial board of directors shall be chosen by the incorporator. Unless otherwise specified in the bylaws, directors shall serve for a term of one year until the next annual meeting of the corporation at which time directors shall be appointed by the outgoing directors.

Unless otherwise provided in by-laws, the corporation shall have as officers as president, vice-president, a secretary, and a treasurer which shall be chosen by the board of directors and the officers shall serve at the pleasure of the board of directors. A person may serve as one or more officers.

Annual meetings of the corporation may be held in or out of the State of Florida.

#### **ARTICLE VII - INCORPORATORS**

The name and address of each incorporator is:

James W. Boggs

2819B Miller Street  
Pensacola, Florida 32503

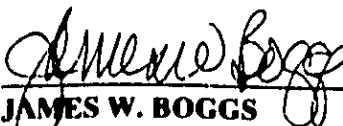
#### ARTICLE VIII - INITIAL REGISTERED OFFICE/AGENT

The street address of the initial registered office of this corporation is 201 East Government Street, Pensacola, Florida 32501, and the registered agent at this address is George E. Loomis whose written acceptance as such follows these Articles.

#### ARTICLE IX - AMENDMENT

Amendments to these Articles of Incorporation may be made by the board of directors by resolution adopted by two-thirds vote of a quorum of directors.

I, the undersigned, being the incorporator of this corporation, for the purpose of forming this not for profit charitable corporation under the Laws of Florida, have executed these Articles of Incorporation on this 29th day of May, 1996.

  
JAMES W. BOGGS

#### ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept the service of process for the above stated corporation at the place designated in the Articles of Incorporation, the undersigned hereby accepts to act in this capacity and agrees to comply with the provisions of law relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

By: 

GEORGE E. LOOMIS

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

N96000003194

GEORGE E. LOOMIS

ATTORNEY AT LAW

200 EAST GOVERNMENT STREET  
PENSACOLA, FLORIDA 32504

904-431-7713

August 8, 1996

Florida Division of Corporations  
Bureau of Corporate Records  
Amendments Section  
P. O. Box 6327  
Tallahassee, FL 32314

000001926550  
-08/20/96--01100--004  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: Pensacola Instructional Academy, Inc.  
(formerly Pensacola Instruction and Career Academy, Inc.)  
Document No. N96000003194

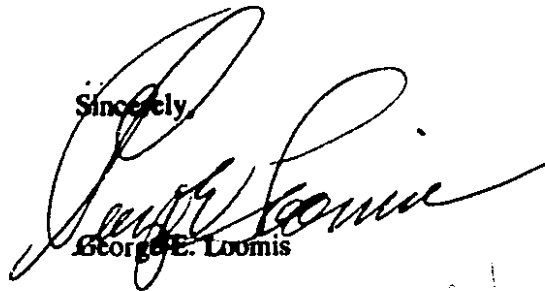
Dear Records Custodian:

Enclosed for filing are the original and a copy of the Certificate reflecting the amendment to the Articles of Incorporation changing the corporation's name to Pensacola Instructional Academy, Inc.

Enclosed is my check in the amount of \$35.00 for the filing of the document.

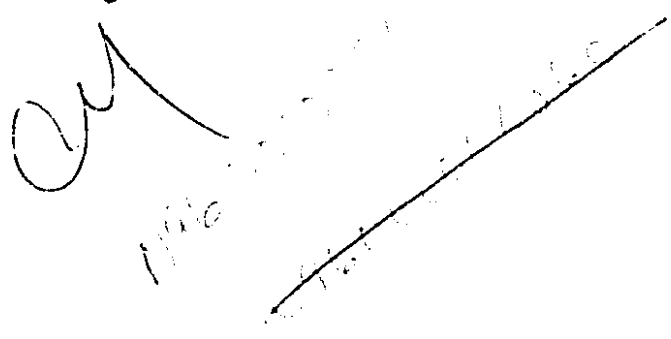
Please stamp the copy with the Division's "filed" stamp indicating the date and time of filing with the Division. Then return the "filed" stamped copy to me. Thank you for your attention to this matter.

Sincerely,

  
George E. Loomis

GEL/gl  
Enclosures  
cc: Mr. James W. Boggs

APPROVED  
AND  
FILED  
SEP - 6 7 1996  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA







FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

August 26, 1996

GEORGE E. LOOMIS  
201 EAST GOVERNMENT SERVICE  
PENSACOLA, FL 32501

SUBJECT: PENSACOLA INSTRUCTIONAL AND CAREER ACADEMY, INC.  
Ref. Number: N96000003194

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

If there are **NO 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 (904) 487-6916.

Carol Mustain  
Corporate Specialist

Letter Number: 796A00040362

**GEORGE E. LOOMIS**

ATTORNEY AT LAW

201 EAST GOVERNMENT STREET  
PENSACOLA, FLORIDA 32504

904-432-7723

August 29, 1996

Florida Division of Corporations  
Bureau of Corporate Records  
Amendments Section  
Attn: Ms. Carol Mustain  
P. O. Box 6327  
Tallahassee, FL 32314

Re: Pensacola Instructional Academy, Inc.  
(formerly Pensacola Instruction and Career Academy, Inc.)  
Document No. N96000003194

Dear Ms. Mustain:

Pursuant to your letter of August 26, 1996 (a copy is enclosed for your reference), I am returning the Certificate revised as you have requested for filing. I had previously sent the \$35.00 filing fee.

I apologize for any confusion on my part. I have assumed that the first sentence of Article VI of the Articles of Incorporation were sufficient to indicate the corporation had no members. The last sentence of the Certificate does state the date the Directors approved the amendment and that the votes FOR were sufficient for approval. I hope this meets the Department's requirements.

Once filed, please stamp the copy with the Division's "filed" stamp indicating the date and time of filing with the Division. Then return the "filed" stamped copy to me. Thank you again for your attention to this matter.

Sincerely,

  
George E. Loomis

GEL/gl

Enclosures

cc: Mr. James W. Boggs

*Handwritten notes:*  
11/16/96  
Sent to [unclear]

Amendment

**FOR**

**PENSACOLA INSTRUCTIONAL AND CAREER ACADEMY, INC.**  
(Document Number N96000003194)

In accordance with Section 617.1007, Florida Statutes, it is hereby certified that:

The Directors adopted by Resolution the amendment to the Articles appearing in this Certificate which resolution was duly approved by the Directors in accordance with Sections 617.1002 and 617.1006, Florida Statutes, and the Articles then in effect, and the information required by Section 617.1006, Florida Statutes, is set forth as follows:

- I. ARTICLE I. NAME is amended to read:

**ARTICLE I - NAME**

The name of the corporation shall be **Pensacola Instructional Academy, Inc.**

There are no members of this corporation.

The Directors entitled to vote on these amendments did so on the 25<sup>th</sup> day of July, 1996, and the number of votes cast **FOR** the amendments was sufficient for approval.

Dated this 25<sup>th</sup> day of July, 1996.

**PENSACOLA INSTRUCTIONAL AND CAREER ACADEMY, INC.**

BY:

  
James W. Boggs  
Its: President

96 SEP - 6 PM 9:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED

**N96000003194**

**George E. Loomis**

**Old City Professional Building  
301 East Government Street  
Panama, Florida 32301**

**Attorney at Law**

**TEL: 904-433-7723  
FAX: 904-433-6229**

**March 3, 1997**

**Florida Division of Corporations  
Bureau of Corporate Records  
Amendments Section  
P. O. Box 8327  
Tallahassee, FL 32314**

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-03/05/97--01046--02U  
\*\*\*\*\*35.00 \*\*\*\*\*35.00**

**RE: Articles of Amendment**

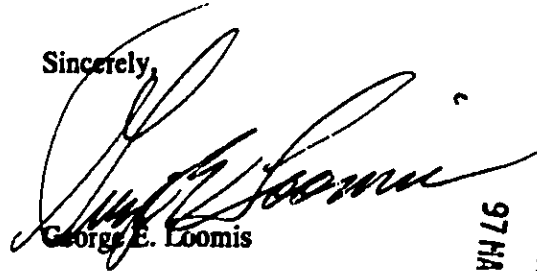
**Dear DOR:**

Enclosed for filing are the original and a copy of the Articles of Amendment changing the corporation's name to Escambia Charter School, Inc.

Enclosed is my check in the amount of \$35.00 for the filing of the document.

Please stamp the copy with the Division's "filed" stamp indicating the date and time of filing with the Division. Then return the "filed" stamped copy to me. Thank you for your attention to this matter.

**Sincerely,**

  
**George E. Loomis**

**GEL/gl**

**Enclosures**

**cc: Mr. James W. Boggs**

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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**TLL MAR 6 1997**

**ARTICLES OF AMENDMENT  
to  
THE ARTICLES OF INCORPORATION  
of**

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS

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**PENSACOLA INSTRUCTIONAL ACADEMY, INC.**

(Document Number: N 96000003194)

Pursuant to the provisions of §617.1006, Florida Statutes, the Board of Directors of this Florida nonprofit corporation adopts the following Articles of Amendment to its Articles of Incorporation.

1. **ARTICLE I. NAME is amended to read:**

**ARTICLE I - NAME**

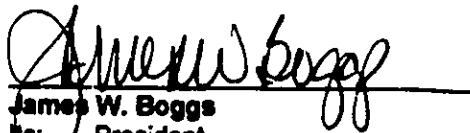
The name of the corporation shall be **Escambia Charter School, Inc.**

There are no members of this corporation and, consequently, no members entitled to vote on the amendment. The Directors entitled to vote on this amendment did so on the 27th day of February, 1997, and the number of votes cast FOR the amendments was unanimous and therefore sufficient for approval.

Dated this 3<sup>rd</sup> day of March, 1997.

**PENSACOLA INSTRUCTIONAL ACADEMY, INC.**

BY:

  
**James W. Boggs**  
Its: President