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N98000002404

Requestor's Name
315 SOUTH CALHOUN STREET
Address
Tallahassee, Florida 32301
City/State/Zip Phone #
224-7000

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Leadership Learning Academy of Polk County, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

Walk in

Mail out

Pick up time 4:00

Will wait

Photocopy

Certified Copy

Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

200002500832-5
-04/27/98-01029-004
****122.50 ****122.50

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

K. Rolfe APR 27 1998

FILED
98 APR 27 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Examiner's Initials

FILED
98 APR 27 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF

LEADERSHIP LEARNING ACADEMY OF POLK COUNTY, INC.

The undersigned, acting as the incorporator of Leadership Learning Academy of Polk County, Inc., adopts the following Articles of Incorporation for such corporation pursuant to chapter 617, Florida Statutes.

ARTICLE I

Name

The name of the corporation is Leadership Learning Academy of Polk County, Inc. (the "Corporation").

ARTICLE II

Address

The initial street address of the corporation's principal office is 904 South Missouri Avenue, Lakeland, Florida 33803.

ARTICLE III

Duration and Commencement

The Corporation will exist perpetually, commencing with the filing of these Articles of Incorporation with the Florida Secretary of State.

ARTICLE IV

Purposes

The Corporation is a not for profit entity, organized exclusively for charitable, religious, educational, literary or scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or the corresponding provision of any future United States Internal Revenue Law. Within the scope of the foregoing, the purposes of the Corporation shall include, but are not limited to:

(a) the development, management and operation of a center for the development, training and education of employees of Polk County Public Schools and of other persons working in the field of education as staff, teachers or administrators; the promotion of the transformation of Polk County Public Schools so that they become continually improving student focused organizations; the provision to those who lead Polk County Public Schools of a source of the highest quality training, technical assistance, consultation and opportunities for professional development; the promotion of reforms and major improvements needed to make Polk County Public Schools leaders in providing educational services for all of their students;

(b) receiving contributions and grants from any and all sources for the purposes identified in this Article IV, making distributions for such purposes, and any other purposes consistent with the foregoing which are lawful purposes of a nonprofit corporation under Chapter 617 of the Florida Statutes (as it now exists and as it may be amended) to the extent that such purposes are permitted of an organization described in Section 501(c)(3) of the Code and to the extent that such purposes are not inconsistent with the provisions of the following paragraph and Article XI below; and

(c) exercising all the corporate powers now or hereafter provided by the laws of the State of Florida applicable to corporations not for profit, and specifically including the powers specified in Section 617.0302, Florida Statutes, and all amendments thereto, pertaining to corporations not for profit in the State of Florida, except where the same would cause the Corporation to violate any of the provisions contained in the last paragraph of this Article IV.

In carrying out the foregoing purposes and within the scope thereof, the Corporation is specifically organized and empowered:

To promote in that manner the educational and social welfare of the citizens of Polk County, Florida, and the citizens of the State of Florida;

To accept, hold, administer, invest and disburse for such purposes or for other scientific, educational, literary, charitable or religious purposes, such funds as may from time to time be given to it by any person, persons or corporations; and receive gifts from, and make financial and other types of contributions and assistance to, scientific, educational, literary, charitable and religious organizations; and

To engage in such other activities as are necessary, appropriate, or convenient to the furtherance of the foregoing stated purposes and permitted under the laws of Florida and of the United States.

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, unless such member, trustee, officer or other private person is itself an organization qualifying for exemption from federal income tax as an organization described by Section 501(c)(3) of the Code or the corresponding section of any future United States Internal Revenue Law and except as reasonable compensation for services rendered or to make payments and distributions in furtherance of the purposes set forth in this Article IV. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except to the extent permitted pursuant to an election made under Section 501(h) of the Code), 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 activities not permitted to be carried on (a) by a corporation qualifying for exemption from federal income tax as an organization described in Section 501(c)(3) of the Code, or the corresponding section of any future United States Internal Revenue Law, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code, or the corresponding section of any future United States Internal Revenue Law.

ARTICLE V

Members

The Corporation may have one or more classes of members as provided in the Bylaws of the Corporation. The only members of the Corporation entitled to vote shall be those members designated as Voting Members in the Bylaws of the Corporation. The number of classes of members, the qualifications and rights of each class of members, and the manner and selection of the members shall all be provided in the Bylaws of the Corporation. The Corporation shall not issue capital stock.

ARTICLE VI

Trustees

The affairs of the Corporation shall be managed by its Board of Trustees, which shall consist of such number of persons as shall be fixed by the Bylaws from time to time, but shall not be less than three. The qualifications to serve as a trustee, the rights and powers of the trustees, and the manner and election of the trustees shall be as specified in the Bylaws of the Corporation.

ARTICLE VII

Initial Trustees

The number of trustees constituting the initial Board of Trustees is three. The names and street addresses of the persons who are to serve as the initial trustees until the first annual meeting or until their successors are elected and qualify are:

<u>Name</u>	<u>Address</u>
Phillip G. Dunne	1839 Pinnacle Drive Lakeland, Florida 33813
Edward Crenshaw	1429 Oaklawn Place Lakeland, Florida 33803
M. Hunt Berryman	3328 Bridgefield Drive Lakeland, Florida 33803

ARTICLE VIII

Incorporator

The name and address of the person signing these Articles of Incorporation as the incorporator is:

Richard B. Stephens, Jr.
92 Lake Wire Drive
Lakeland, Florida 33815

ARTICLE IX

Initial Registered Office and Agent

The name of the initial registered agent of the Corporation is Intrastate Registered Agent Corporation and the street address of the initial registered office of the Corporation is 701 Brickell Avenue, Suite 3000, Miami, Florida 33131.

ARTICLE X

Amendments

The Corporation reserves the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner prescribed by law.

ARTICLE XI

Dissolution

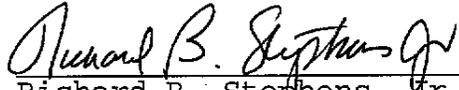
Upon the dissolution of the Corporation, the Board of Trustees shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation to Polk Businesses for World Class Education, Inc. if it then qualifies for exemption from federal income tax as an organization described in Section 501(c)(3) of the Code or the corresponding section of any future United States Internal Revenue Law. If Polk Businesses for World Class Education, Inc. is then not so exempt, all of such assets will be distributed to one or more organizations that do then qualify for exemption from federal income tax as organizations described in Section 501(c)(3) of the Code or the corresponding section of any future United States Internal Revenue Law having purposes substantially similar to The Polk County Business for World Class Education, Inc. as the Board of Trustees shall determine. 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 XII

Bylaws

The power to adopt, alter, amend or repeal Bylaw provisions pertaining to the election of trustees shall be reserved to the Voting Members. The power to adopt, alter, amend, or repeal all other provisions of the bylaws shall be vested in the board of trustees; provided that notice of the proposed action relating to the bylaws is included in the notice of the meeting or is waived in writing by a majority of the trustees.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation this 24th day of April, 1998.


Richard B. Stephens, Jr.

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENTS UPON WHOM PROCESS MAY BE SERVED**

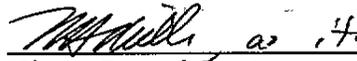
Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That Leadership Learning Academy of Polk County, Inc., desiring to organize under the laws of the State of Florida with its initial registered office at 701 Brickell Avenue, Suite 3000, Miami, Florida 33131, as indicated in the Articles of Incorporation, has named Intrastate Registered Agent Corporation as its agent to accept service of process within this state.

ACKNOWLEDGEMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, the undersigned agrees to act in that capacity and to comply with the provisions of the Florida Business Corporation Act and Chapter 617, Florida Statutes, relative to keeping open the registered office.

INTRASTATE REGISTERED AGENT
CORPORATION



Vice President

FILED
98 APR 27 PM 12:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA