

N98000006233

TRANSMITTAL LETTER

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

700002677627--1

SUBJECT: INSTITUTE OF ALTERNATIVE LEARNING INTERNATIONAL, INC. ^{11/02/98--01030--007}
(Proposed corporate name - must include suffix) *****87.50 *****87.50

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: FAYBELLE F. EADY
Name (Printed or typed)

4024 WATCH HILL RD.
Address

ORLANDO, FL 32808
City, State & Zip

(407) 298-8701
Daytime Telephone Number

98 NOV -2 AM 11:41
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~11/10/98 2:46:20~~
Dmc
10/30/98
Called

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

INSTITUTE OF ALTERNATIVE LEARNING INTERNATIONAL, INC.

To: The Secretary Of State, State of Florida

The undersigned hereby set forth this document for the purpose of becoming incorporated under the laws of the State of Florida, applicable to corporations not for profit, under the following proposed charter.

Article I – Name

The name of the corporation shall be: Institute of Alternative Learning International, Inc. The principal place of business of this corporation shall be 750 Thompson Road, Maitland, FL 32751.

Article II – Term

The corporation shall be perpetual in duration commencing with filing with the Secretary of State.

Article III – Purpose

The purpose of the corporation (Institute of Alternative Learning International, Inc.) is to provide an avenue by which to expand educational expertise, to train in a highly intensified environment, to provide consultation, facilitation and direction in educational pursuits and job mentoring. The purpose of the corporation shall also encompass any such other institutions that are of a charitable and benevolent character where by Education is emphasized and carried out from class room to administration.

The purpose of the corporation shall be to accomodate educational goals for clients both domestically and internationally.

Article IV – Objective

1. To train Certified Educational Personnel in the latest nuances as stipulated in Legislature.
2. To increase student learning and achievement.
3. Enhance and elucidate the trends, strategies, and skills necessary for effective delivery and administration of educational programs.
4. Define goals and standards for educational purposes and programs pursuant to local, state, national and international mandates.
5. Insure learning and achievement possibilities for all clients, regardless of economic or ethnic status.
6. Encourage educational, academic, social and aesthetic excellence.
7. To promote accessibility for multi-cultural, multi-racial, disabled, low income and all such encumbrances as may be applicable.
8. Maximize educational potential in terms of growth through consistent training, tutoring, mentoring and follow-up.
9. To be accountable and responsive to all clients.

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Article V – Membership

This corporation will have no members, only clients and personnel.

Article VI – Incorporator

<u>Name</u>	<u>Street Address</u>	<u>City and State</u>
Amy Jones Filmore	750 Thompson Road	Maitland, FL 32751

Article VII – Board of Directors

The number constituting the initial Board of Directors of this corporation is three and the names and addresses of the persons who are to serve initially are:

President	Amy Jones Filmore	750 Thompson Road	Maitland, FL 32751
Vice Pres./Treas.	Leroy Filmore, Sr.	750 Thompson Road	Maitland, FL 32751
Secretary	Leroy Filmore, Jr.	750 Thompson Road	Maitland, FL 32751

Article VIII – Stock

This corporation is organized under a non-stock basis.

Article IX – Dissolution

In the event of dissolution, the residual assets of the organization will be turned over to one or more organization which themselves are exempt as an organization described in section 501 (C)(3) and 170 (C)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future laws, or to the Federal, State or Local Government for exclusive public purposes.

Article X – Officers

The Officers of this Corporation shall be managed by the Board of Directors. Such management shall be as outlined in the corporation's standard operating procedures. The term of membership for Directors shall be for life or for such other length of time, not less than one year, or as stipulated in the standard operating procedures of this corporation. The said General Board of Directors shall appoint from it's own membership a Vice-President, Secretary, and Treasurer. The Incorporator shall serve as President of the Board.

All legal documents and instruments of this corporation shall be signed by said president, sealed with the corporation seal and attested to by said secretary; or in such other manner as may be authorized by law.

Increase in the numbers of Directors shall be done only at the approval of the Board. The need for increase shall be by amendment. All increases shall produce an odd number or in such other manner as may be authorized by law. Unscheduled replacements shall be due to death or illness.

All elections to Board membership shall be by a two-third majority vote of the Directors of the General Board present at any annual business meeting of said corporation.

Article XI – By-Laws

The By Laws of the corporation are to be made, altered, amended or rescinded by a two-thirds vote of the members present at any annual meeting.

Article XII – Amendments

Any proposed amendment to the Charter of this corporation may be made at any annual meeting upon a two-thirds vote of the members present.

Article XIII – Indebtedness

This corporation shall subject itself to any amount of indebtedness or liability as authorized by the General Board of Directors and approved by a two-thirds vote of the members present at any business meeting of said corporation, duly called and announced to its membership.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles

Of Incorporation this 24TH day of OCTOBER 19 98 .

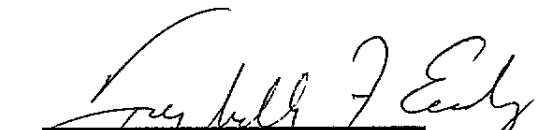
Signature of Incorporator


Amy Jones Filmore

STATE OF FLORIDA
COUNTY OF ORANGE

THE FORGOING Instrument was acknowledged and sworn to before me this 24TH
day of OCTOBER , 19 98 , by AMY JONES FILMORE

of Institute of Alternative Learning International, Inc.


Faybelle F. Eady



FAYBELLE F. EADY
COMMISSION # CC 697974
EXPIRES DEC 1, 2001
BONDED THRU
ATLANTIC BONDING CO., INC.

My Commission Expires:

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED
98 NOV -2 AM 11:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursant to the provision of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement designating the registered office/registered agent, in the State of Florida.

The name of the corporation is: INSTITUTE OF ALTERNATIVE LEARNING
INTERNATIONAL, INC.


The name and address of the registered agent and office is:
FAYBELLE F. EADY 4024 WATCH HILL RD.
(P. O. BOX NOT ACCEPTABLE)
ORLANDO, FL 32808
(CITY/STATE/ZIP)

SIGNATURE 
(corporate officer)

TITLE President

DATE OCTOBER 24, 1998

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THE CAPACITY, AND I FURTHER AGREE TO COMPLY WITH PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATION OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE 
DATE OCTOBER 24, 1998

REGISTERED AGENT FILING FEE: \$35.00