

PRO000059647

TRANSMITTAL LETTER

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

800003295488-7  
-06/19/00-01091-022  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

SUBJECT: BAILEY ACADEMY INSTITUTE OF LEARNING, INC.  
Proposed corporate name - must include suffix)

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 of Status

ADDITIONAL COPY REQUIRED

FROM:

CAROLYN BAILEY

Name (Printed or typed)

3117 PERSHING STREET

Address

KISSIMMEE, FLORIDA 34741

City, State & Zip

(407) 518-0030

Daytime Telephone number

FILED  
00 JUN 19 PM 12:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

6-20  
WC

The State of Florida  
Osceola County

Filed in the Office of the Sec. of State

March 18, 2000

FILED  
JUN 19 PM 12:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
BAILEY ACADEMY INSTITUTE OF LEARNING, INC.**

We, being natural citizens of the United States of America and being age twenty (20) and above, in compliance with Florida State law, place the following articles on paper. As residents of Florida, acting as a *Corporation* under the Florida For a Profit Articles, do hereby adopt the following Articles of Incorporation.

**ARTICLE I**

The name of the *Corporation* shall be *Bailey Academy Institute of Learning, Inc.* also called The Learning Center or Bailey Academy. Founded in 1998, *Bailey Academy Institute of Learning, Inc. (BAIL)* is, a Christian private school, set up for students from Pre-K3 to 12<sup>th</sup> grade. It is designed to give low income, at-risk families an affordable alternative to public school. The principal customer will be the working class family and those on subsidize assistance for childcare. However, we are here to serve all children regardless of ethnic origin, economic or social background. Educational deficits can be found in every part of our society, it is generally the poor or working poor whose children are at risk of not becoming productive members of our Society. These parents also want (contrary to popular ideas) the best for their children and will strive to achieve this. Because of 4C, United Way, Headstart, The Readiness Coalition, BAIL and other resources, their goals for their children may be realize. The common denominator between these customers and resources are their concern for reliability and professionalism coupled with the latest teaching techniques; giving these children the opportunity to excel and achieve goals they will one day set for themselves. This now becomes an alternative to their children refusing to go to school and /or dropping out.

**BAIL** is registered with the State of Florida Board of Education, under the listing of private schools as a Boarding School, which is one of our many goals. In the event that the family can't be helped as a whole, We do not and will not lose hope for the ones that can be helped. Placing any child in a **BAIL** learning environment through the week can help break the cycle.

This is an environment, where mom and dad are seen and involved, in learning activities with their child regularly. Because of personal addictions and or lack of personal empowerment, the family may feel the child will have a chance to succeed, if taken out of the negative surroundings and placed in a nurturing and learning environment. This neutral ground may possibly, eradicate the need for Foster Care or the child becoming a ward of the State, by becoming a place where a dysfunctional family, even for a short time, can be work at becoming a functioning family.

**BAIL** serves clients regardless of ethnicity or economic status. Prevention, as well as treatment, of acute learning and developmental deficits in education forms the core of our services. **BAIL** service philosophy is based upon an Eco-structural family treatment approach including family, individual and group verbal therapies, task and skills training and social therapy groups. **BAIL** and associate clinicians, social workers and family living skills counselors provide task and skill training and refer psychosocial services needed to help families make creative adjustments to living in their communities and to enable them to learn life management skills to function outside of a hotel and shelter system.

Bailey Academy Institute of Learning, Inc. offers innovative techniques designed for effective early childhood education. Administrators and Educators from **BAIL** are experienced in maintaining a quality model program in pre-kindergarten education and will work closely with professional staff of local resources to provide a nurturing educational environment for students.

Bailey Academy Institute of Learning, Inc's. Objectives are to:

- evaluate the nature and extent of cognitive development deficits common among pre-schoolers born into low-income and families with little self empowerment;
- enhance each child's capacity to participate in pre-school up to first grade curriculum, through intervention by a team consisting of educators, psychologists, and other clinicians;

- **support the child through social and clinical services designed to:**
  - **Foster each parent's interest and involvement in their child's education;**
  - **Assist when possible, with stabilizing families to create the orderly, structured environment crucial to the development of a young child during his or her formative years.**
  - **Encourage the use of lending libraries and manipulatives**
- **promote BAIL's "Hands on Training Program" which encourages parent and child bonding the classroom; both participating in and learning instructive play together.**
- **teach children between the ages of 3 and 18 years through a balance curriculum of academics and structured constructive play, English, Math, Science, various art forms (sight and hands on), Social Studies (base on different cultural differences and ethnicity), and a foreign Language (English or Spanish) depending on the child's natural heritage. Spanish was chosen because we have a large Spanish speaking population in our area.**
  - **Create a non-profit corporation for early intervention for pre-schoolers as part of our school readiness plan**
    - **Assist parents to find subsidizing agencies when qualified**
    - **Develope a sliding scale or payment plan for parents who don't qualify for subsidize childcare.**
- **Enhance the childrens self esteem, while encouraging them to be self-motivated and learn how to be self-directed. In concept this teaches children to work independently and to have a positive image about themselves as well as not being afraid of new challenges;**
- **Promote trust and positive re-enforcement at an early age. Therefore these children will be less likely to make negative choices or succumb to peer pressure; the positive attributes will be a part of them thereby enabling them to make positive judgement calls based on their own needs and self reflections;**
- **continue BAIL's positive personal growth standards which will be evaluated and monitored closely, to ensure our clients and students reach the goals set for themselves within a reasonable time frame without any stress factors.**

- **create and maintain a safe family learning environment that will provide an atmosphere of caring, conducive to the teaching staff, parents and young students. This professional educational support team will be the key ingredient to our success.**
- **promote a genuine sense of security for parents, that they can be assured their children are receiving the best care possible**

## **ARTICLE II**

**This *Corporation* is a For profit Corporation. The principal place of business and mailing address of the corporation is: 3117 Pershing St. Kissimmee, Fl. 34741.**

## **ARTICLE III**

**This *Corporation* will continue to exist in perpetuity until legal dissolution. Its legal existence is not dependent on the continued participation of individual members or Directors. Bailey Academy Institute of Learning, Inc. shall be governed by a uniform, though flexible, set of rules under state law, those involved in this corporation and those we do business with shall know how they should operate and what will be expected of them. The *Corporation* shall have the right to admen it articles and by-laws as it grows and the needs of the corporation changes, to make sure it stays in line with currents laws and expectations of this corporations. We will have the right to create and add various business entities to the corporation that it remains a viable business. These articles and the by-laws can only be changed or amended by vote of the Permanent Board Members (PBM). If a PBM can't attend he/she may vote by proxy, signed with a notarized witness signature.**

**The *Corporation* shall have the authority to issue a million shares of stock. These stocks may be (a) one or more classes of shares that together have unlimited voting rights, and (b) one or more classes of shares (which may be the same class or classes as those with voting rights) that together are entitled to receive the net assets of the *Corporation* upon dissolution. and all that is in accordance to Florida Corporation Statues 607.0601 through 621.14, respectively.**

#### **ARTICLE IV**

**The registered agent of the *Corporation* is Bailey Academy Learning Center, Inc. and the registered street address is: 3117 Pershing Street, Kissimmee, Florida 34741.**

**C/O Anissa Guiang-Amaro**

#### **ARTICLE V**

**The initial Board of Directors shall have 4 Member(s) whose name(s) and address(es)is/are as follows:**

<b>Carolyn Bailey</b>	<b>3117 Pershing St.</b>	<b>Kissimmee, Fl. 34741</b>
<b>Steven Bailey</b>	<b>3117 Pershing St.</b>	<b>Kissimmee, Fl. 34741</b>
<b>Anissa Guiang</b>	<b>76 Salem Court</b>	<b>Altamonte Springs, Fl. 32701</b>
<b>Rosalind Mitchell</b>	<b>10205 Sierra Dr.</b>	<b>Houston, Texas 77051</b>

**Within the Board of Directors there shall be a distinction between Permanent Board Members and Board Members. The above directors or initial directors are permanent Board members and shall not be removed. All Permanent Board Members are bloodline family members of founder and owner, Carolyn Bailey and are functioning board members. This is and was created as a family business and shall remain so. The Permanent Board Members are the governing body of this corporation and shall always be family members.**

**All children legally adopted by blood family members or any children that have been raised under legal guardianship are and will always be considered blood relatives Permanent Board Directors are appointed by Carolyn Bailey, owner in her demise, Senior Family member shall appoint another family member to the Permanent Board.( Senior does not mean age but length of time on the board). Whereas, Senior Permanent Board member can appoint other permanent board members he/she does not necessary have controlling shares in the corporations. Additional Board Members not of Mrs. Bailey's lineage will be voted into their position by a 2/3 majority of the Permanent Board Members. Selection process is address in the by-laws. All decisions regarding this corporation, will be voted upon, by all board members, with a 2/3 majority for acceptance whether in private session or open forum. In a dispute, the final decision will be decided by the permanent board members. In private if requested by one permanent board member.**

If still unresolved, Carolyn Bailey, owner alone will decide the solution, in Mrs. C. Bailey's absent or demise Senior Family Board member will decide. The final decision will be brought back to the other directors, prior to action unless emergency then other directors will be notified by mail as soon as possible.

The number of Directors maybe raised or lowered by amendment of the by-laws of the *Corporation* but shall in no case be less that one. It is hereby known that the Officers and Directors, of the *Corporation*, are conducting business on the behalf of Bailey Academy Institute of Learning, Inc. (BAIL) ( also known as "The Learning Center"). BAIL shall make a reasonable effort to secure sufficient funds for the *Corporation* to meet its obligations. With the help of a professional accountant and necessary staff, BAIL will make sure that the *Corporation's* funds are kept separate from the funds of individuals, Board of Directors, Board members and *Corporation* Officers. The Board will hold regular meeting to review and conduct corporate business.

#### ARTICLE VI

The Incorporator of this Corporation is Steven Bailey whose street address is:  
3117 Pershing St., Kissimmee, FL 34741.

Dated 06 / 09 / 00

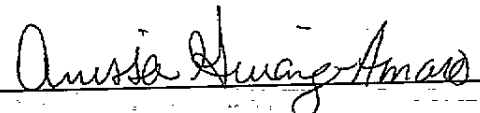
  
Incorporator

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity.

I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

Dated 06/09/00

Registered Agent



EFFECTIVE DATE 6/9/00