

BYLAWS
OF
LAKE WALES CHARTER SCHOOLS, INC.

ARTICLE I
DEFINITIONS

When used in these Bylaws the terms set forth in this Article shall have the following meaning:

1. "Corporation" shall mean LAKE WALES CHARTER SCHOOLS, INC., a Florida corporation not for profit.
2. "Board" shall mean the Board of Trustees of the Corporation.
3. "System" shall consist of the public charter schools known as Lake Wales High School, Dale R. Fair Babson Park Elementary, Hillcrest Elementary, Janie Howard Wilson Elementary, and Polk Avenue Elementary, as governed by the Board of Trustees of the Lake Wales Charter Schools.
4. "Chair" shall mean the Chairperson of the Board of Trustees.
5. "Charters" shall mean the five school charters agreed to between the Polk County School District and the System on behalf of each of the schools within the System.

ARTICLE II
CORPORATION

Section A. Purpose

1. The Florida not-for-profit corporation known as Lake Wales Charter Schools, Inc. will be the operating entity for the System of five public charter schools. The corporation is eligible for 501(c)(3) status under the U.S. Internal Revenue Code.
2. The purpose of the Corporation is to provide the governance for the System of public charter schools located in the greater Lake Wales, Florida area. The System is designed to improve student learning and academic achievement with the use of innovative learning methods in compliance with Section 1002.33, Fla. Stat. (2002), providing for the establishment of charter schools in Florida.
3. The System will seek to design an innovative program establishing a seamless academic educational system that fosters an integrated continuum of pre-Kindergarten through community college for the benefit of the students enrolled in the System.

4. The System will admit students without regard to sex, race, color, creed, religion, or ethnic and national origin.

Section B. Membership in the Corporation

1. Membership in the Corporation shall consist of the public charter schools within the System. The City of Lake Wales shall also be a member in the corporation.
2. Election of any person to the Board at any regular or special meeting of the Board shall automatically qualify such person to membership in the Corporation.
3. Termination of membership on the Board either through resignation or by action of the Board will terminate membership in the Corporation.

Section C. Rights and Responsibilities of Membership

1. The School Advisory Committees and the Parent Teacher Organizations from each member school shall be responsible for nominating persons to the Nominating Commission for Seats on the Board of Trustees pursuant to the procedures set forth in Article III of these Bylaws. The City of Lake Wales shall also be responsible for selecting a member for a Seat on the Board of Trustees pursuant to the procedures set forth in Article III of these Bylaws.
2. Each member designated as a voting member will be entitled to one vote on all matters brought before any annual meeting or other meeting of the members of the Corporation. Such votes may be given in person only.
3. The members shall have full access to all information in the custody of the Corporation, save that information that is privileged or confidential by law. The members shall have no control over the operation of the Corporation save the nomination of Board members as set forth in Article III of these Bylaws.

Section D. Annual Meeting

1. The annual meeting of the Corporation shall be conducted by the Board of Trustees between May 15 and June 1, or such other date as may be fixed by the majority of the Board.
2. The agenda for that meeting must include the receipt of the names advanced by the Nominating Commission for selection on the Board of Trustees. The Board of Trustees must make its selections pursuant to the procedures set forth in Article III of these Bylaws.
3. In addition to new and old business, the agenda of the annual meeting shall include:
 - a. The annual report of the Chair and Treasurer.

- b. The election of Members of the Board.
4. The quorum necessary for the transaction of business at any annual meeting of the Corporation shall be a majority of the duly constituted voting members.

ARTICLE III BOARD OF TRUSTEES

Section A. Composition and Selection

1. Board of Trustees. The governing board of the Corporation shall be known as the Board of Trustees. The Board shall consist of seven (7) members who will serve without compensation. The method for selecting members of the Board is designed to promote checks and balances by having three seats emanate from the member schools through a nominating process, one seat selected by the City of Lake Wales because of its support and involvement in the school system, and three seats selected by the existing Board for the purpose of continuity and stability.
2. Qualifications. The Board members should have the credibility and respect of the community, reflect the diversity present in the community, and be qualified in terms of training, education, and experience. Specifically, at least one of the board members shall have education, training and experience in the field of finance, one board member in the field of law, one board member in the field of business, and one board member shall be an active schoolteacher employed at a Lake Wales area school. At least two members of the Board shall have earned an advanced degree at the master's level or higher. At least two additional members shall have earned degrees at the bachelor's level or higher. By limiting the number that are required to have a post-secondary education, the Board can have good balance with positions available for members coming from vocations and skilled trades consistent with the career path curriculum. All members of the Board must reside within the attendance zones for Lake Wales area schools.
3. Terms of Office. All terms of office shall begin on June 1. The teacher member shall serve a term of one year. The other members shall serve terms of three years. The three-year terms shall be staggered so that two terms will expire each year. A new teacher member will be selected each year. The other members may serve two successive three-year terms. At the end of a second successive three-year term, the member must leave the Board for at least one year.
4. Staggered Terms. The selection process for the first year was altered in order to properly initiate the requirement for staggered terms of the Board. Initially, Seats 1, 2 and 3 will expire on May 31, 2005; Seats 4 and 5 will expire on May 31, 2006; and Seats 6 and 7 will expire on May 31, 2007.
5. Nominating Commission Established. On or before April 15 of each year, the Board shall name a seven-person Nominating Commission to perform the duties set forth below.

6. Nominations from Schools. Each year, the School Advisory Committees (SAC) and Parent Teacher Organizations (PTO) from each member school, may, on or before May 1, nominate one or more teachers employed at a school in the Lake Wales area to fill Seat 1 on the Board. Similarly, the SACs and PTOs from each member school, pursuant to the requirements for the qualifications of Trustees as set forth above, may, on or before May 1, nominate one or more individuals to become a Trustee for Seats 4 and 6 in the years that the terms for those seats expire. The nominations shall be forwarded to the Nominating Commission on or before May 1.
7. Selection of Seat 2 by City of Lake Wales. The City of Lake Wales will select the member of the Board of Trustees for Seat 2 and forward the name of the person selected to the Board of Trustees on or before May 15.
8. Nominating Commission Advances Names. The Nominating Commission shall select three teachers from those nominated by the SACs and PTOs for Seat 1 and advance those three names to the Board of Trustees. In the years that the terms for Seats 4 and 6 expire, the Nominating Commission shall also select three individuals from those nominated by the SACs and PTOs and advance those names to the Board of Trustees for selection. If the Nominating Commission deems it helpful, the Commission may conduct personal interviews of some or all of the nominees. The names of the nominees selected by the Commission shall be advanced to the Board of Trustees on or before May 15.
9. Selection by Board of Trustees. For those seats emanating through the School Nominating Process, the Board of Trustees must restrict its selection to the names advanced from the Nominating Commission. Each year, for the purpose of continuity, the Board of Trustees will select a member for either Seats 3, 5 or 7. The Board of Trustees may, but is not required to, select from those that were previously nominated by the SACs and PTOs but not selected through the nominating process.

Section B. Election of Officers

The Board of Trustees shall meet on or before June 15 and elect a Chair, Vice-Chair, Secretary, and Treasurer, each of whom shall hold office until the election of a successor unless earlier removed by death, resignation, or for cause. The Chair and Vice-Chair only need be members of the Board.

Section C. Attendance.

Attendance at meetings of the Board of Trustees is extremely important for the success of Lake Wales Charter Schools, Inc. While understanding that emergencies and job responsibilities may interfere with attendance, each Trustee should evaluate his or her commitment to the responsibilities as a Member of the Board of Trustees. With this in mind, the Board may vote to replace any Board member who misses three consecutive meetings or is absent for more than 30% of the scheduled meetings during a calendar year. The procedure for replacing a board member under this provision will follow the vacancy policy.

Section D. Vacancies

Whenever a vacancy occurs in the Board of Trustees other than from the expiration of a term of office, the remaining Trustees shall appoint a member to fill the vacancy until the nominating and selection process occurs in conjunction with the annual meeting.

Section E. Board Meetings

Regular meetings of the Board of Trustees shall be held at least quarterly, and at such times and places as the Board may determine.

Section F. Special Meetings

A special meeting of the Board of Trustees may be held whenever called by the Chair or by a majority of the Trustees, and any and all business may be transacted at a special meeting. Each call for a special meeting shall be in writing or by actual notice, with certification of the notice to be entered by the corporate secretary into the minutes of the special meeting.

Section G. Executive Committee

The Executive Committee shall consist of the Chair, Vice-Chair, and the Superintendent. The Executive Committee shall be empowered to act within the interval between meetings of the Board, but only upon those issues that are necessary for action between such meetings and with regard to those issues where a special meeting of the board would be impractical. The Secretary will take minutes of the meetings of the Executive Committee and provide the full Board with copies of such minutes. In all events, any action by the Executive Committee must come before the next regularly scheduled or special meeting of the Board for review and ratification by the Board.

Section H. Notice of Board Meetings

Notice of all meetings of the Trustees shall occur in compliance with Florida's Sunshine Law.

Section I. Quorum

A majority of the Board of Trustees shall constitute a quorum at any meeting of the Board.

ARTICLE IV MANAGEMENT

Section A. Management

The Board shall operate, regulate, control, and be fully responsible for the management of the Charter School System and shall have the power and authority to perform all acts and functions not inconsistent with the Corporation's Articles of Incorporation, the Charters from the Polk County School District, and these Bylaws. The management philosophy of the System is set forth in a Policy Statement adopted by the System and incorporated herein by reference. The Policy envisions a small and efficient central staff with an effort to place as much responsibility and decision making as possible with the principals and teachers at the school level. The effort at decentralization does not diminish the fact that ultimately the Board of Trustees is responsible for the conduct of the System.

Section B. Employment of Superintendent

The Board shall have power to employ a Superintendent and such other System employees as may be deemed necessary, and to fix their compensation. No Trustee shall serve as Superintendent or in any salaried position with the System.

Section C. Bonds and Insurance

The Board shall require the Superintendent and all other officers, agents, and employees responsible for the custody of any funds or property to give adequate bonds. Such bonds shall be furnished by a responsible bonding company and approved by the Board, and the cost thereof shall be paid by the System. The Board shall provide liability insurance for the System and its employees in at least the types and amounts as required by the Charters.

Section D. Fiscal Year

The fiscal year shall end the 30th day of June in each year.

Section E. Audits

The System will conduct audits pursuant to the terms of the Charters and as further directed by the Board.

Section F. Depository

The Board shall have the power to select one or more banks to act as depository of the funds of the System and to determine the manner of receiving, depositing, and disbursing the funds of the System in the form of checks. The Chief Financial Officer and one other designated officer or employee of the System's central staff shall sign each check.

ARTICLE V
DUTIES OF OFFICERS

Section A. Duties of Chair

The Chair shall preside over all meetings of the Board, may call special meetings of the Board, shall perform all acts and duties usually performed by a presiding officer, and should confer with the Superintendent on a regular basis concerning the operation, management, and control of the affairs of the System. The Chair shall perform such duties as may be prescribed by the Board.

Section B. Duties of Vice-Chair

The Vice-Chair shall perform such duties as directed by the Chair. In the absence or disability of the Chair, the Vice-Chair shall perform the duties of the Chair, provided, however, that in case of death, resignation, or disability of the Chair, the Board may declare the office vacant and elect a successor to the Chair.

Section C. Duties of the Secretary

The corporate secretary shall keep a complete record of all meetings of the Trustees and shall have general charge and supervision of the books and records of the System. The Secretary shall serve all notices required by the Sunshine Law. The Secretary shall be the keeper of the corporate seal and make all reports required by law for assuring that the corporation is operating in good standing with the State of Florida.

Section D. Duties of the Treasurer

The Treasurer shall perform such duties with respect to the finances of the System as may be prescribed by the Board and as are required by the Charters and the laws of Florida.

ARTICLE VI
DUTIES OF SUPERINTENDENT

Section A. In General

The Superintendent will be the Chief Executive Officer for the System and serve at the pleasure of the Board. The Superintendent will be ultimately responsible for all operations at the System level. These operations include: finance, budgets, arranging for Board meetings, innovative educational thinking, vision, strategic planning, grant writing and fundraising, reports, compliance with the Charters, compliance with law and policy, records, facilities, inventories, data base, school calendar, transportation, food service, insurance, health benefits, staff development, and duties as assigned by the Board. The Superintendent will confer with the Chair on a regular basis concerning the operation, management, and control of the affairs of the

System, and will represent and be the spokesperson for the System to governments and to the public at large.

Section B. Primary Responsibility

The Superintendent will hire and replace principals with the approval of the Board. The principals will be the Chief Executive Officers for their schools. The principals will recruit, hire, and replace teachers and school staff. The Superintendent's primary responsibility will be to hire and retain principals who will be successful in their ability to attract and retain outstanding teachers. The whole purpose of the System is to put the most inspirational, motivational, and effective teacher in the classroom. The Superintendent, through the principals, is ultimately responsible for that achievement.

Section C. Accountability

The Superintendent shall manage the central staff so that records and accounts showing the true and correct condition of the System may be ascertained by the Board at any time. The Superintendent shall provide periodic statements and reports in the form and in the manner prescribed by the Board and the Charters; and shall see to it that all books, documents, correspondence, and records of whatever kind pertaining to the System are carefully preserved.

Section D. System Staff

The Superintendent shall have control over and may employ and dismiss all agents and employees of the central staff that are not specifically employed by the Board.

ARTICLE VII
MISCELLANEOUS PROVISIONS

ARTICLE VIII
AMENDMENTS

These bylaws may be altered or amended at any regular or special meeting of the Board by the affirmative vote of 5 members present.

ADOPTED by action of the Board of Trustees of the Lake Wales Charter Schools at its regular meeting on June _____, 2004.

June Ullman, Interim Corporate Secretary

Robin Gibson, Chair



LAKE WALES CHARTER SCHOOLS

LWCharterSchools@gvalawyers.com

November 26, 2003

212 East Stuart Ave.
Lake Wales, FL 33853
PHONE 863.734.0000
FAX 863.676.0548

STEERING COMMITTEE

Robin Gibson
Chair
Clinton Horne
Vice-Chair
Laura Hunt
Treasurer
Violeta B. Salud
Jerome Mack
Marvin Pavy
Alex Wheeler

OFFICE MANAGER

Dolores Vogel

SUBCOMMITTEE CHAIRS

CURRICULUM
Rob Quam and
Sharon Kurschner

FINANCE
/TECHNOLOGY
David Ullman

PERSONNEL
Albert Hawkins

GOVERNANCE
Jack P. Brandon

OPERATIONS
Susan Welborn

FACILITIES
/ATHLETICS
Mark Parlier

TRANSPORTATION
Cecil Gibson

FOOD SERVICE
Keith Thompson

ARTS
Robert Sullivan

MARKETING
Donna Franz

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Amendment to Articles of Incorporation

Ladies and Gentlemen:

Enclosed for filing is Articles of Amendment to Articles of Incorporation of Lake Wales Collegiate School System, Inc., a Florida not-for-profit corporation. As stated on the form, the name of the corporation should be changed to: "Lake Wales Charter Schools, Inc."

Enclosed is our check for \$43.75, representing the filing fee of \$35 and \$8.75 for a certified copy of the amendment. Please return the copy to the address shown on this letterhead.

If you have any questions please call me. Thank you for your assistance.

Sincerely yours,

Deborah K. Cross
For Lake Wales Charter Schools, Inc.

/dc
Enclosures

Innovation • Choice • Achievement

LAKE WALES
HIGH SCHOOL

DALE R. FAIR
BABSON PARK ELEMENTARY

HILLCREST
ELEMENTARY

JANIE HOWARD WILSON
ELEMENTARY

POLK AVENUE
ELEMENTARY

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

Lake Wales Collegiate School System, Inc.
(present name)

NO2000009463

(Document Number of Corporation (If known))

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER (S) BEING AMENDED, ADDED OR DELETED.)

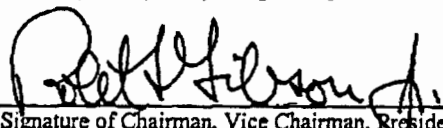
Article I of the Articles of Incorporation is amended to read as follows:

The name of the Corporation shall be Lake Wales Charter Schools, Inc.

FILED
03 DEC - 1 AM 9:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: The date of adoption of the amendment(s) was: November 18, 2003
THIRD: Adoption of Amendment (CHECK ONE)

- The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.



Signature of Chairman, Vice Chairman, President or other officer

Robert L. Gibson, Jr.

Typed or printed name

Chair

Title

11/26/03

Date

ND2000009463

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

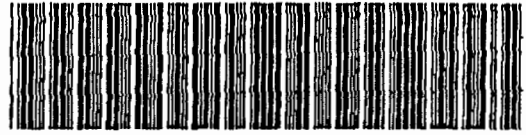
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TALLAHASSEE, FLORIDA

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LAKE WALES CHARTER SCHOOLS

LWCharterSchools.com

212 East Stuart Ave.
Lake Wales, FL 33853
PHONE 863.734.0000
FAX 863.676.0548

May 27, 2004

STEERING COMMITTEE

Robin Gibson
Chair
Clinton Horne
Vice-Chair
Laura Hunt
Treasurer
Violeta B. Salud
Jerome Mack
Marvin Pavy
Alex Wheeler

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Lake Wales Charter Schools, Inc.
Document Number N02000009463

Dear Amendment Section:

OFFICE
MANAGER
Beverly Howell

Enclosed are Articles of Amendment to Articles of Incorporation for the above-referenced corporation. Also enclosed is our check for \$52.50 for the filing fee of \$35, and for TWO certified copies of the Articles of Amendment at 8.75 each (Total \$52.50).

SUBCOMMITTEE CHAIRS

CURRICULUM
Rob Quam and
Sharon Kutschner

Please send the two certified copies to the above address to my attention. Please call me if you have any questions. Thank you for your assistance.

FINANCE/
TECHNOLOGY
David Ullman

Kind regards,

PERSONNEL
Albert Hawkins

Deborah K. Cross
For Lake Wales Charter Schools

GOVERNANCE
Jack P. Brandon

OPERATIONS
Susan Wellborn

/dc
Enclosures

FACILITIES/
ATHLETICS
Mark Parlier

TRANSPORTATION
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Innovation • Choice • Achievement

LAKE WALES
HIGH SCHOOL

DALE R. FAIR
BABSON PARK ELEMENTARY

HILLCREST
ELEMENTARY

JANIE HOWARD WILSON
ELEMENTARY

FOLK AVENUE
ELEMENTARY

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

Lake Wales Charter Schools, Inc.
Present Name

N02000009463
Document Number of Corporation

FILED
04 JUN - 1 11 AM '13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

Article III of the Articles of Incorporation is amended to read as follows:

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, within the meaning of Section 501(c)(3), 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 corresponding section of any future federal tax code.

The educational purpose of the corporation is to govern a system of charter schools designed to provide an innovative education for students in the greater Lake Wales area without regard to race, sex, color, creed, religion, or ethnic or national origin.

The Corporation has not been formed for profit or financial gain, and no part of the assets, income, or profits of the Corporation are distributable to, or inures to the benefit of, its directors or officers; provided however, reasonable compensation as set by the Foundation Board of Trustees may be paid for services rendered to or for the Corporation. 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 any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of this certificate, the Corporation shall not carry on any other 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 the corresponding provision of any future United States Internal Revenue Law) or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

Article VIII is added to read as follows:

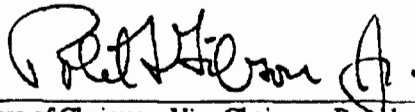
**ARTICLE VIII
DISSOLUTION**

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 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 disposed of shall be disposed of by the appropriate court 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 the court shall determine, which are organized and operated exclusively for such purposes.

SECOND: The date of adoption of the amendment(s) was: May 27, 2004.

THIRD: Adoption of Amendment (CHECK ONE):

- The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.



Signature of Chairman, Vice Chairman, President or other officer

Robert L. Gibson, Jr.
Typed or printed name

Chair, Steering Committee
Title

May 27, 2004
Date

**ARTICLES OF INCORPORATION
LAKE WALES COLLEGIATE SCHOOL SYSTEM, INC.**

ORIGINAL

We, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated under Chapter 617 of the laws of the State of Florida, applicable to corporations not for profit, under the following proposed charter:

02 DEC - 6 AM 9: 48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

**ARTICLE I
NAME**

The name of the Corporation shall be Lake Wales Collegiate School System, Inc.

**ARTICLE II
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall initially be located at 212 E. Stuart Avenue, Lake Wales, Florida, 33853.

**ARTICLE III
PURPOSE**

This Corporation is organized and is to operate exclusively for the purpose of governing a system of charter schools designed to provide an innovative education to students in Lake Wales, Florida and the surrounding area. The purpose of the Corporation shall be carried out without regard to race, sex, color, creed, religion, or ethnic or national origin.

The Corporation has not been formed for profit or financial gain, and no part of the assets, income, or profits of the Corporation are distributable to, or inures to the benefit of, its directors or officers; provided however, reasonable compensation as set by the Foundation Board of Trustees may be paid for services rendered to or for the Corporation. 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 any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of this certificate, the Corporation shall not carry on any other 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 the corresponding provision of any future United States Internal Revenue Law) or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IV MANNER OF ELECTION

The affairs of this Corporation shall be managed by a Chairman, Vice Chairman, Secretary, Treasurer, and a Board of not less than three (3) voting Trustees and no more than nine (9) voting Trustees and by such other officers of the Corporation as the Corporation may hereafter see fit to name and designate. The number of Trustees may be changed from time to time by the Bylaws of the Corporation, but shall never be less than three (3) voting members or more than nine (9) voting members.

(a) Board of Trustees. The Board of Trustees shall initially consist of three (3) voting Trustees hereinafter named:

ROBERT L. GIBSON, JR.
212 E. Stuart Avenue
Lake Wales, FL 33853

CLINTON HORNE
507 E. Polk Avenue
Lake Wales, FL 33853

LAURA HUNT
803 N. Lakeshore Blvd.
Lake Wales, FL 33853

The Trustees named herein as the first Board of Trustees shall hold office until the first meeting of members at which time an election of Trustees shall be held in the manner set forth in the Corporation's Bylaws.

**ARTICLE V
INITIAL DIRECTORS/OFFICERS**

The names, addresses, and titles of the initial officers of the Corporation are:

Chairman: ROBERT L. GIBSON, JR.
 212 E. Stuart Avenue
 Lake Wales, FL 33853

Vice Chairman: CLINTON HORNE
 507 E. Polk Avenue
 Lake Wales, FL 33853

Secretary: ROBERT L. GIBSON, JR.
 212 E. Stuart Avenue
 Lake Wales, FL 33853

Treasurer: LAURA HUNT
 803 N. Lakeshore Blvd.
 Lake Wales, FL 33853

**ARTICLE VI
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and street address of the registered agent is Robert L. Gibson, Jr., 212 E. Stuart Avenue, Lake Wales, Florida, 33853.

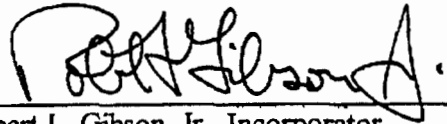
**ARTICLE VII
INCORPORATORS**

The names and addresses of the incorporators are as follows:

ROBERT L. GIBSON, JR.
212 E. Stuart Avenue
Lake Wales, FL 33853

CLINTON HORNE
507 E. Polk Avenue
Lake Wales, FL 33853

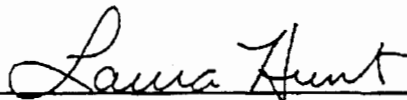
LAURA HUNT
803 N. Lakeshore Blvd.
Lake Wales, FL 33853



Robert L. Gibson, Jr., Incorporator

Dec 4, 2002

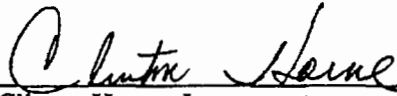
Date



Laura Hunt, Incorporator

Dec 4, 2002

Date

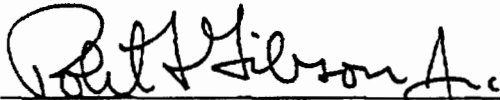


Clinton Horne, Incorporator

December 4, 2002

Date

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.



Robert L. Gibson, Jr., Registered Agent

Dec 4, 2002

Date

02 DEC -6 AM 9:48
SECRETARY OF STATE
LAHASSEE, FLORIDA

FILED

N102000009463

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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02 DEC - 6 AM 9:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

nc 12110

TRANSMITTAL LETTER

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

SUBJECT: LAKE WALES COLLEGIATE SCHOOL SYSTEM, 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

ADDITIONAL COPY REQUIRED

FROM: Robert L. Gibson, Jr.
Name (Printed or typed)

212 E. Stuart Avenue
Address

Lake Wales, FL 33853
City, State & Zip

863-676-8584
Daytime Telephone number

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