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March 23, 2000

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Secretary of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

RE: The Love of Learning, Inc.

Dear Sir/Madam:

I am enclosing herewith an original copy of Articles of Incorporation for the above-named corporation along with a check in the sum of \$78.75 for costs of filing and a certified copy.

Please file the original of the enclosed Articles of Incorporation and send confirmation to the undersigned.

Your prompt attention to this matter would be appreciated.

Very truly yours,

*George G. Pappas / ya*

George G. Pappas

GGP/gc  
Enc.

F. CHENGER MAR 31 2000

**Articles of Incorporation  
Of  
The Love of Learning, Inc.**

The undersigned, a majority of whom are citizens of the United States, desiring to form a nonprofit corporation under the Florida Nonprofit Corporation Law or as the case may be, of the State of Florida, do hereby certify:

Article One: Name

The name of this corporation is "The Love of Learning, Inc."

Article Two: Principal Office

The place in this state for the principal business office and mailing address of the corporation is 12760 Indian Rocks Rd., Ste. 558, Largo, County of Pinellas, FL 33774.

Article Three: Purpose

This corporation is a nonprofit public benefit corporation, is not organized for the private gain of any person, and is organized exclusively for educational purposes, including for such purpose the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code. It is organized under the Florida Not for Profit Corporation Act. The specific purpose of this corporation is to develop a charter school program based on the creativity and emotional intelligence movement combined with Florida Sunshine State Standards.

The educational philosophy of this corporation shall be based upon the students' love of learning, together with a "back to the basics" in core subject areas coupled with the creativity movement set in a college like infra-structure. The programs will be purely educational and include in the teachings strong ethical values with an emphasis on human rights. Participants, from administration to the student body, will be evaluated on ethical performance.

Article Four: Manner of Election of Directors

The names and addresses of the persons who are to serve as the initial directors of the corporation are as follows:

Terry W. Schlesinger, 12760 Indian Rocks Rd., Ste. 558, Largo, FL 33754;  
Ronald Lipton, Ph.D, 365 55<sup>th</sup> Ave. S., St. Petersburg, FL 33705  
Robert Glenn, Ph.D, LMFT, 2288 Drew St., Clearwater, FL 33765  
Flora Robinson, MD, Dev. Pediatrician, 127 67<sup>th</sup> 91<sup>st</sup> Ave. N., Seminole, FL 33776  
Lishuang Zhou, Ph.D, 12760 Indian Rocks Rd., Ste. 558, Largo, FL 33774  
Jennifer Waterman, 7832 91<sup>st</sup> St. N., Seminole, FL 33777  
George G. Pappas, J.D., 901 N. Hercules Ave., Ste. D, Clearwater, FL 33765

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Terry W. Schlesinger shall be an honorary Board Member. Successor members of the directors shall be nominated

#### Article Five: Initial Registered Agent and Street Address

The name and Florida street address of the initial registered agent is Terry W. Schlesinger, 12760 Indian Rocks Rd., Ste. 558, Largo, FL 33754.

#### Article Six: Incorporator

The name and address of the Incorporator to these Articles of Incorporation is Terry W. Schlesinger, 12760 Indian Rocks Rd., Ste. 558, Largo, FL 33754.

#### Article Seven: Tax Exempt Requirements

This corporation is organized and operated exclusively for charitable purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

Notwithstanding any other provision of these articles, 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 or by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, directors or trustees, officers or other 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 purpose or purposes set forth in Article Three hereof.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements on behalf of any candidate for public office).

#### Article Eight: Dedication of Assets/Distribution on Dissolution

The assets of this corporation are irrevocably and permanently dedicated to the purposes set forth in Article Three. Upon the dissolution of the corporation, its assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the 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 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 such court shall determine, that are organized and operated exclusively for such purposes.

In witness whereof, we have signed these articles of incorporation on 20<sup>th</sup> day of March, 2000.

Terry W. Schlesinger  
Incorporator

DESIGNATION OF RESIDENT AGENT

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 I am familiar with and accept the obligations of my position as registered agent.

Executed this 20<sup>th</sup> day of March, 2000.

Terry W. Schlesinger  
Registered Agent

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