

CONSENT OF BOARD OF DIRECTORS

OF

NEW ALTERNATIVE EDUCATION HIGH SCHOOL OF MIAMI-DADE COUNTY, INC.

May 9, 2012

A meeting of the Board of Directors of New Alternative Education High School of Miami-Dade County, Inc. ("Company"), a Florida not for profit corporation, was held at Adriana Quirantes Law Office, 757 N.W. 27th Avenue, 2nd Floor, Miami, Florida 33125 on May 9, 2012.

The following directors were present in person at the meeting: Adriana Quirantes. Also present were Charles D. Barnett, Tammy Lara, Alejandro Madrigal, Jeanette Jimenez, Hector Jimenez, Charles Bethel and Ira Paul. Mr. Charles Barnett acted as secretary of the meeting.

At the meeting the following agenda items were reviewed:

1. Minutes of the September 21, 2012 meeting.
2. Charles Bethel and Ira Paul were introduced at the meeting.
3. 2012-2013 budgets for North Miami and Homestead were reviewed in detail. It was noted that to the extent necessary to keep the schools from being in financial distress, the management fees of Mavericks in Education Florida, LLC, the educational service provider, would be reduced.
4. The school leaders gave reports concerning their schools. In particular, the results of the SACS QAR visit were reviewed and it was noted that the review committees had recommended that both schools be accredited.
5. A discussion regarding the institution of a program to address over aged eighth graders was held.
6. The exchange of statistical information with other Mavericks schools was discussed.
7. The approval of out-of-field teachers was discussed.
8. The foreclosure proceeding by the mortgage holder of the building that houses the Homestead school was discussed.

As a result of the presentations at the meeting, the Board hereby consents to the adoption of following resolutions:

RESOLVED, that the minutes of the September 21, 2012 meeting are approved as submitted.

RESOLVED, that Charles Bethel and Ira Paul are hereby elected as directors of the Company.

RESOLVED, that the budget for the North Miami Mavericks High School and the Homestead Mavericks High School are hereby adopted as submitted.

RESOLVED, that the Company is hereby authorized to apply for an amendment to the Charter Contract to permit an appropriate educational program for over-aged eighth graders at the Homestead school; and

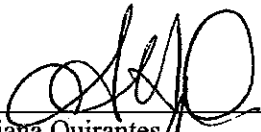
FURTHER RESOLVED, that the appropriate officers are hereby authorized to execute and deliver such documents as may be necessary or proper to effectuate the above resolution.

RESOLVED, that Mavericks in Education Florida is hereby authorized to share statistical information with the other Mavericks High boards.

RESOLVED, that the teachers presented are hereby authorized to teach out of field until they attain the appropriate teaching certificate.

Dated as of May 9, 2012.

Albert Quirantes



Adriana Quirantes

Deanne Butchey

Jennifer Russell

Bert Del Valle

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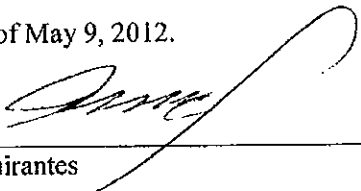
RESOLVED, that the Company is hereby authorized to apply for an amendment to the Charter Contract to permit an appropriate educational program for over-aged eighth graders at the Homestead school; and

FURTHER RESOLVED, that the appropriate officers are hereby authorized to execute and deliver such documents as may be necessary or proper to effectuate the above resolution.

RESOLVED, that Mavericks in Education Florida is hereby authorized to share statistical information with the other Mavericks High boards.

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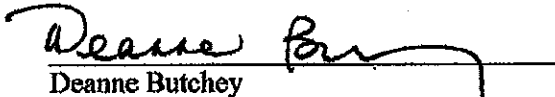
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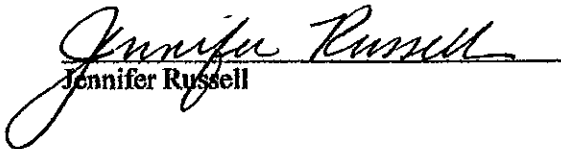
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