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Specializing in Marital and Family Law

June 8, 2000

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

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*****78.75 *****78.75

RE: Articles of Incorporation

Dear Sirs:

Enclosed, please find the Articles of Incorporation for Friends of Atlantic Beach Elementary School, Inc. (F.A.B.E.) To be filed with your office. I have also enclosed a check in the amount of \$78.75 to cover the cost of filing. If you have any questions, concerns, or if there are any additional steps I need to take, please feel free to contact me.

I appreciate your attention in this matter.

Very truly yours,

Carol A. Spivey
Carol A. Spivey

/cas
enclosure

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00 JUN 29 AM 7:31
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

* I removed the
DBA from the Articles
I sent my note
CA

[Signature]
11-16-00
S

541 East Monroe Street
Jacksonville, Florida 32202

(904) 353-7733 phone
(904) 353-8255 fax

ARTICLES OF INCORPORATION

OF

Friends of Atlantic Beach Elementary School, Inc.

The undersigned, for the purpose of forming a non-profit corporation under the Florida General Corporation Act, do hereby adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is Friends of Atlantic Beach Elementary School, Inc.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 675 Beach Avenue, Atlantic Beach, Florida 32233.

ARTICLE III - DURATION

This corporation shall exist perpetually.

ARTICLE IV - PURPOSE

The general purposes for which the Corporation is organized are the following:

- a. This corporation is organized for the purposes for establishing support to and for Atlantic Beach Elementary School located in Atlantic Beach, Florida. The organizations mission is to raise and solicit funds for the sole benefit of Atlantic Beach Elementary School. All funds raised or generated by all legitimate purposes shall be used for the schools improvement including: projects, art and music, computer and software, facility improvements and for the overall enhancement of the education of the children of Atlantic Beach Elementary School and the City of Atlantic Beach, Florida. Further, it's purpose is to provide access to avenues of educational enrichment for persons of all ages and backgrounds who participate and contribute to Atlantic Beach Elementary School and the community at large.
- b. To engage in and conduct any lawful business for which the corporation may be incorporated under the Florida General Corporation Act. No other purpose limits this general purpose in any way.
- c. To do such other things as are incidental to the purpose of the Corporation or necessary or desirable in order to accomplish them.

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TALLAHASSEE, FLORIDA

ARTICLE V - MANNER OF ELECTION OF DIRECTORS

The Directors shall be elected by the membership of the non-profit corporation on an annual basis on the date and time and place to be set by by-law. The General Membership shall be determined by those applying for membership. Any and all individuals or citizens seeking to be a member of this non-profit corporation shall be deemed members upon meeting the requirements set forth herein and expanded on in the by-laws.

ARTICLE VI - LIMITATION OF CORPORATE POWERS

There are no limitations of the powers of this corporation other than those as provided for in Florida Statute 6617.0302.

ARTICLE VII - INITIAL REGISTERED AGENT AND STREET ADDRESS

DeJean Melancon, Jr.
675 Beach Avenue
Atlantic Beach, Florida 30033
(904) 249-1519

ARTICLE VIII - INCORPORATORS

The names and the street addresses of the incorporators of these Articles of Incorporations are as follows:

Eleanor Ashy
1351 Beach Avenue
Atlantic Beach, FL 32233

DeJean Melancon, Jr.
675 Beach Avenue
Atlantic Beach, FL 32233
(904) 249-1519

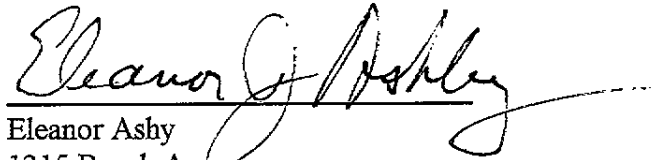
Stuart Fore
1560 Selva Marina Drive
Atlantic Beach, FL 32233
(904) 249-1729

ARTICLE IX - AMENDMENT

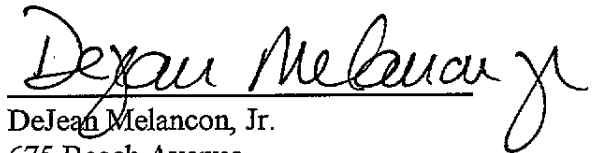
This corporation reserves the right to amend or repeal any provisions contained in these

Articles of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

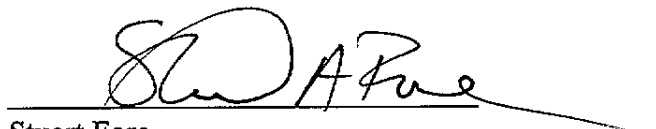
IN WITNESSES WHEREOF, the undersigned incorporators have executed these Articles of Incorporation, this 13th day of April, 2000.



Eleanor Ashy
1315 Beach Avenue
Atlantic Beach, FL 32233



DeJean Melancon, Jr.
675 Beach Avenue
Atlantic Beach, FL 32233
(904) 249-1519



Stuart Fore
1560 Selva Marina Drive
Atlantic Beach, FL 32233
(904) 249-1729

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED NON-PROFIT CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: Friends of Atlantic Beach Elementary School, Inc.
2. The name and address of the registered agent and office is:

DeJean Melancon, Jr.
675 Beach Avenue
Atlantic Beach, FL 32233
(904) 249-1519

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.

DeJean Melancon Jr
DeJean Melancon, Jr.

3/27/00
Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA