



JAMES H. NANCE \*  
S. SAMMY, CACCIATORE \*  
JOHN N. HAMILTON \*  
CHARLES G. BARGER JR. \*  
JAMES N. NANCE \*  
SAMMY M. CACCIATORE



NANCE CACCIATORE  
HAMILTON BARGER NANCE CACCIATORE

525 NORTH HARBOR CITY BLVD  
POST OFFICE DRAWER 361817  
MELBOURNE, FL 32936  
TEL [321] 777-7777  
FAX [321] 259-8243  
WWW.NANCELAW.COM

October 4, 2005

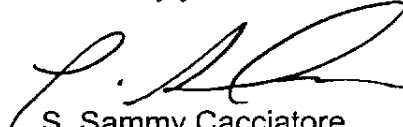
State of Florida  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Dear Sir:

Enclosed herein please find our check in the amount of \$35.00 to file the enclosed Stetson University Board of Trustees Resolution to Amend Articles of Incorporation and Bylaws of Stetson University, Inc. and Restated and Amendments to the Articles of Incorporation and Bylaws of Stetson University Inc.

If you have any questions regarding this matter please do not hesitate to contact me.

Sincerely yours,



S. Sammy Cacciatore

SSC/vmm  
Enclosures



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

October 18, 2005

S. Sammy Cacciatore  
Nance Cacciatore Hamilton Barger et al  
P.O. Drawer 361817  
Melbourne, FL 32936

SUBJECT: STETSON UNIVERSITY, INC.  
Ref. Number: N27521

We have received your document for STETSON UNIVERSITY, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The Division of Corporations does not file bylaws or amendments to bylaws. Amended and Restated Articles of Incorporation can be filed pursuant to section 617.1007, Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6901.

Susan Payne  
Senior Section Administrator

Letter Number: 505A00063252

JAMES H. NANCE \*  
S. SAMMY CACCIATORE \*  
JOHN N. HAMILTON \*  
CHARLES G. BARGER JR. \*  
JAMES N. NANCE \*  
SAMMY M. CACCIATORE



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POST OFFICE DRAWER 361817  
MELBOURNE, FL 32936  
TEL (321) 777-7777  
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WWW.NANCELAW.COM

November 16, 2005

Susan Payne  
Senior Section Administrator  
State of Florida  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

Re: Letter Number 505A00063252

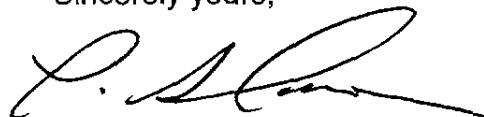
Dear Ms. Payne:

Enclosed herein please find the following:

1. Copy of your October 18, 2005 correspondence;
2. Amended and Restated Articles of Incorporation and Bylaws of Stetson University, Inc.

Please advise if you require anything further at this time in order to file these documents.

Sincerely yours,



S. Sammy Cacciatore

SSC/vmm  
Enclosures

**RESTATED AND AMENDMENTS  
OF ARTICLES OF INCORPORATION  
OF STETSON UNIVERSITY, INC.**

**FILED**  
05 NOV 18 AM 11:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned Chairman and Secretary of Stetson University, Inc., a chartered not-for-profit corporation in the State of Florida enacted by the Florida Legislature, Laws of Florida, Acts of 1887, Charter 3808 (No. 128) and pursuant to Florida Statute 617, file these Restated and Amendments of the whole of the Charter and its subsequent amendments, both legislative and by corporate resolution. The following document integrates into a single instrument all of the provisions of the Charter as amended by resolution of its Board of Trustees.

**Introduction**

**Character and Values:**

Since its origin, the mission of Stetson University has upheld a twofold imperative: a commitment to excellence in education and a commitment to liberal learning, faith, and ethics as integral components of the educational process. The University motto, *Pro Deo et Veritate* ("For God and Truth"), serves as an ongoing symbol of the institution's enduring character and commitment to Judeo-Christian values.

**History and Christian Heritage:**

Stetson University was founded in 1883 by Henry A. DeLand, a New York philanthropist, as DeLand Academy. In 1887, the Legislature of the State of Florida enacted the Charter of DeLand University as an independent and autonomous institution of higher learning. The University name was changed in 1889 to honor John B. Stetson, the nationally known hat manufacturer who gave generously of his time and means to advance the quality and reputation of the institution, and who served with Henry A. DeLand and others, as a founding Trustee of the University.

The founding Charter of the University states that the object of the University shall be "to promote the general interests of education, and to qualify its students to engage in the learned professions or other employments of society, and to discharge honorably and usefully the various duties of life." The original Charter and Bylaws also reflect the Founders' commitment to Christian values, Baptist origins, and the importance of the liberal arts to learning. Article 1 of that Charter's Bylaws states that "The purpose of Stetson University is to promote excellence in education which will make an effective contribution to society, will prepare its students for purposeful life experiences, and will build and maintain an environment where the Christian ethic may nurture the development of meaningful personal and societal values."

Throughout its history, the University has reinforced its Christian and Baptist heritage in a variety of ways. Historic Baptist principles of religious and intellectual freedom and social responsibility undergird the life of the institution. Through a series of formal and informal covenants, Stetson has been affiliated since 1887 with the churches of the Florida Baptist Convention. Today, Stetson promotes programs which honor its Christian and Baptist heritage in an inclusive, non-sectarian way, and which support its educational mission as a University.

**Article I**

The name of the corporation is **STETSON UNIVERSITY, INC.**, formerly **JOHN B. STETSON UNIVERSITY**, and its principal place of business is located at 421 North Woodland Boulevard, DeLand, Florida, 32720.

**Article II**

Stetson University, formerly known as John B. Stetson University, was established pursuant to a Special Act of the Legislature in 1887. The period of the duration of this Corporation is perpetual unless dissolved according to law.

### **Article III**

The Object and Mission of the University shall be to promote the general interests of education, and to qualify its students to engage in the learned professions or other employments of society, and to discharge honorably and usefully the various duties of life.

### **Article IV**

The membership of the Corporation shall solely be the members of the Board of Trustees and those successors which the Board shall elect.

### **Article V**

The membership of the Board of Trustees shall be inclusive, with appropriate representation of the Baptist constituency. Each Trustee shall be a person committed to assist the University to fulfill its Mission as stated above and to preserve its historical Character and Commitment to Judeo-Christian Values, as set forth in the Introduction of this Charter.

### **Article VI**

The President of the University, who during his tenure shall also be a Trustee, shall be knowledgeable and supportive of the University's Baptist heritage and shall demonstrate a commitment to the Christian faith and to inclusiveness and plurality of religious faith as a part of the University's mission and values.

### **Heritage Statement**

Stetson's formal relationship with the Florida Baptist Convention was dissolved in 1993. While the University continues to treasure its origins in the Baptist tradition and continues to honor that heritage, the original charter requirement that the President be a Baptist became inappropriate as the University evolved into the twenty-first century. Part of this evolution in the 1990s and 2000s was a broader articulation of the University's Christian roots, a new expression of its values commitments (Religious & Spiritual Life, Ethical Decision-Making, Diversity, Gender Equity, Environmental Responsibility, Community Service, and Health and Wellness), and the development of multifaceted programs to affirm the importance of the religious and ethical dimensions of human life.

The Charter amendment of September 2004 to Article VI removed the requirement that the President of Stetson University be a Baptist, but retained the need for the President to be a person of Christian faith. Given the University's history as an institution that values the study and appropriation of the spiritual dimension of life, the President's ideological grounding in the Christian tradition was viewed to stand as a symbol that the institutional identity remained consistent with its heritage.

Concurrent with the expectation that the President stand within the normative heritage of the institution is the expectation that the President also be a preserver of the institutional commitment to welcoming those of all faiths, and even those of no faith. The Christian particularity of the President was not construed to be the establishment of an exclusivist paradigm for University leadership. Rather, the plurality of religious faiths within the Board of Trustees, faculty, staff, and student body was seen as a positive and inclusive factor that will continue to enrich the Stetson community.

### **Article VII**

The street and city of the registered office of the Corporation is 421 North Woodland Boulevard, DeLand, Florida, 32720, and the name of its registered agent at such address is Dr. H. Douglas Lee, 421 North Woodland Boulevard, DeLand, Florida, 32720.

### Article VIII

The number of regular members of the Board of Trustees, including the President during his tenure of service, shall be not less than 22 or more than 36, with additional ex officio members including the President of the Alumni Board, Chairs of the College Boards, and other ex officio members as approved by the Board. Ex officio members are voting members of the Board, but in consistency with Robert's Rules of Order, do not count in the constitution of a Trustee quorum for conducting business. Of the combined regular and ex officio trustee membership, up to four, including the Chair of the College of Law Board of Overseers, may be designated "College of Law representatives" on the Board of Trustees. These members shall be included on the Executive Committee of the College of Law Board of Overseers. The following persons are the members and Trustees constituting the present Board of Trustees of the corporation.

#### September 24, 2004 Board of Trustees

NAME	ADDRESS	TERM EXPIRES
Mr. Robert Beatty	The Miami Herald Publishing Co. One Herald Plaza Miami, Florida 33132-1693	2009
Mrs. Cynthia R. Brown	213 Riverside Drive Ormond Beach, Florida 32176-6503	2009
The Honorable J. Hyatt Brown	Brown and Brown, Inc. Post Office Box 2412 Daytona Beach, Florida 32115-2412	2007
Mr. S. Sammy Cacciatore, Jr.	Nance, Cacciatore, Sisserson, Duryea and Hamilton 525 North Harbor City Boulevard Melbourne, Florida 32935-6837	2005
The Honorable Max Cleland	1320 North Veitch Street Apt. 1119 Arlington, Virginia 22201-6207	2007
Mr. Nestor de Armas (Secretary)	Post Office Box 940370 Maitland, Florida 32794	2006
Dr. Diane Disney	820 Thomas St. State College, Pennsylvania 16803	2009
Mr. Franklin T. Gaylord	Frank T. Gaylord, P.A. Post Office Drawer 2047 Eustis, Florida 32727-2047	2007
Mrs. Dolly Hand	Post Office box 572 Belle Glade, Florida 33430-0572	2009

Dr. Mark C. Hollis	3098 Shoal Creek Village Drive Lakeland, Florida 33803	2009
Mr. R. Dean Hollis	ConAgra Frozen Foods Frozen Foods Group 5 ConAgra Drive Omaha, Nebraska 68102-5005	2005
Ms. Jill Jinks	Southern General Financial Group Post Office Box 28155 Atlanta, Georgia 30358-0155	2007
Mr. Joseph W. Landers, Jr. <b>(Chair)</b>	Unicorn Financial Services, Inc. 1701 Hermitage Boulevard Suite 201 Tallahassee, Florida 32308	2005
Dr. H. Douglas Lee <b>(President)</b>	Stetson University 421 North Woodland Boulevard Unit 8258 DeLand, Florida 32723	N/A
Mr. Carroll E. Lewis	6800 SW 18 <sup>th</sup> Terrace Road Ocala, Florida 34476-5901	2005
Mrs. Christine E. Lynn <b>(Vice Chair)</b>	Lynn Insurance Group 2501 North Military Trail Boca Raton, Florida 33431-6398	2009
The Honorable Richard A. McMahan	RAM Group, Inc. 125 East Indiana Avenue Suite A-2 DeLand, Florida 32724-4341	2009
Mr. Robert E. Montgomery	1 Via Salerno Palm Coast, Florida 32137	2005
Dr. Earnest W. Murphy, Jr. <b>(Ex-Officio Chair, Music Board)</b>	625 North Halifax Avenue Apt. #30 Daytona Beach, Florida 32118-7808	N/A
Mrs. Jane Edmunds Novak	701 Ponte Vedra Boulevard Ponte Vedra Beach, Florida 32082-2939	2005
Mr. Harlan Paul	Paul & Elkind Attorneys at Law 142 East New York Avenue DeLand, Florida 32720	2009
Mr. Luis Prats <b>(Ex-Officio President, Alumni Association)</b>	Carlton Fields, P.A. Post Office Box 3239 Tampa, Florida 33601-3239	2006



Mr. Billy Raley	Progress Energy 3300 Exchange Place Lake Mary, Florida 32746	2009
Dr. Terry J. Rhodes	Ounce of Prevention Fund of Florida Suite 200 111 N. Gadsden St. Tallahassee, Florida 32301	2009
Dr. David B. Rinker	M.E. Rinker, Sr. Foundation, Inc. 310 Okeechobee Boulevard Suite 100 West Palm Beach, Florida 33401-6432	2007
Mrs. Marsha Rydberg (Ex-Officio College of Law Rep.)	The Rydberg Law Firm, P.A. 400 N. Tampa Street Suite 1050 Tampa, Florida 33602	2008
Mr. David M. Strickland	EverBank of Florida Post Office Box 551460 Jacksonville, Florida 32255-1460	2006
Mr. Arthur P. Sullivan	1000 Indian Road Palm Beach, Florida 33480	2009

**Article IX**

This Corporation is organized under a non-stock basis.

**Article X**

This Charter may be amended by a majority vote of the whole number of Trustees upon two successive regular or special meetings of the Board, with written notice of the proposed changes mailed to Trustees ten days prior to each meeting.

**Article XI**

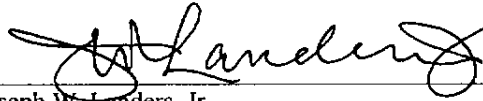
In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501c (3) and 170c(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future laws, or to the Federal, State, or Local government for exclusive public purpose.

**Article XII**

These Restated and Amendments to the Articles of Incorporation are adopted and approved the 24<sup>th</sup> day of September 2004, by the Board of Trustees, said Board constituting the sole authority to adopt and approve Restated and Amendments to the Articles of Incorporation.

Adopted and approved this 24<sup>th</sup> day of September 2004.

(Seal)



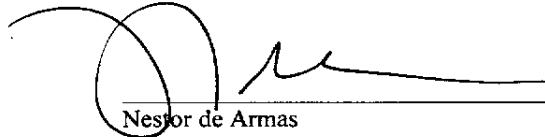
Joseph W. Landers, Jr.  
Chairman, Board of Trustees



H. Douglas Lee  
President, Stetson University

I, Nestor deArmas, Secretary of Stetson University, Inc., a chartered corporation not-for-profit in the State of University, do hereby certify that the foregoing Restated and Amendments of Articles of Incorporation were duly approved and adopted by the Board of Trustees of the University in regular session on September 24, 2004.

(Seal)



Nestor de Armas  
Secretary, Board of Trustees