

N95000003121
TRANSMITTAL LETTER

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

SUBJECT: ABIG - SLC
~~American Bankers~~ Parent - Teacher Assn.
(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
- \$122.50 Filing Fee & Certified Copy
- \$131.25 Filing Fee, Certified Copy & Certificate

Call - R.A. form

FROM: Paul Leach, Treasurer
Name (Printed or typed)

11222 QUAIL ROOST DRIVE
Address

MIAMI, FL 33157
City, State & Zip

305 - 253-2244 x 4077
Daytime Telephone number

Paul Leach gave auth to correct the name on the R.A. form 6-30-95
with 11861
~~with 5317~~

Dmc
6/26/95

300001506903
-06/07/95--01034--002
***131.25 ***131.25

FILED
95 JUN 30 PM 1:57
TALLAHASSEE, FLORIDA
STATE

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



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

June 13, 1995

PAUL LEACH
11222 QUAIL ROOST DRIVE
MIAMI, FL 33157

SUBJECT: AMERICAN BANKERS PARENT-TEACHER ASSOCIATION (PTA)
Ref. Number: W95000011861

We have received your document for AMERICAN BANKERS PARENT-TEACHER ASSOCIATION (PTA) and your check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

Written approval and clearance of the terms BANK, BANKER, BANC, BANKING, TRUST COMPANY, BANCSHARES, SAVINGS & LOAN ASSOCIATION, SAVINGS BANK, or CREDIT UNION must be obtained from the Division of Banking and Finance, pursuant to section 655.922(2a), Florida Statutes. The address is:

Division of Banking
Director's Office
Suite 1401, The Capitol
Tallahassee, FL 32399-0350
(904) 488-1111.

Please remove (PTA) from the corporate name in Article I. The document must be entitled (Articles of Incorporation), bylaws are not filed with this office.

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

The corporate name must be identical throughout the document.

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 (904) 487-6923.

Doris McDuffie
Corporate Specialist Supervisor

Letter Number 295A00028648

ARTICLES OF INCORPORATION
ABIG-SLC PARENT-TEACHER ASSOCIATION, INC.

FILED

95 JUN 30 PM 1:57

TALLAHASSEE, FLORIDA

*ARTICLE I: NAME

The name of the association shall be ABIG-SLC Parent-Teacher Association, Inc. It is a local PTA organization under the authority of the Florida PTA, a branch of the National Congress of Parents and Teachers.

*ARTICLE II: PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business shall be American Bankers Insurance Group, on behalf of the American Bankers Satellite Learning Center school. The mailing address of the association shall be:

ABIG-SLC PARENT-TEACHER ASSOCIATION, INC.
c/o American Bankers Insurance Group
Attn.: Paul Leach, Treasurer
11222 Quail Roost Drive
Miami, FL 33157

*ARTICLE III: PURPOSE(S)

The specific purposes for which this association is organized are:

- A. To promote the welfare of children and youth in the home, school, community, and place of worship.
- A. To raise the standards of home life.
- C. To secure adequate laws for the care and protection of children and youth.
- D. To bring into closer relation the home and the school, that parents and teachers may cooperate intelligently in the education of children and youth.
- E. To develop between educators and the general public such united efforts as will secure for all children and youth the highest advantages in physical, mental, social and spiritual education.

*ARTICLE IV: MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is as follows:

- A. Officers shall be elected by ballot annually in the month of April. However, if there is but one nominee for any office, election for that office may be by voice vote. A majority vote shall constitute election to office.

B. The officers of this association shall be a president, a vice-president, a secretary and a treasurer. Officers shall serve for a term of one year, or until their successors are elected. Officers shall assume their duties following official announcement of election results.

C. Vacancies occurring in any office shall be filled for the unexpired term by a person elected by a majority of the members of the Association. If there is only one nominee for any vacated office, the election of that office may be ratified by voice vote or ballot vote. If the president vacates office, the vice president shall assume the duties of president until an election is held. Notice of such election shall be given by the vice president.

*ARTICLE V: LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, unless limited are as follows:

A. This association is a constituent organization of the National PTA. It is organized and chartered under the authority of the State PTA, which is enabled to do so under the Bylaws of the National PTA.

B. The bylaws of this association are subject to approval of the State PTA, and may not conflict with the Bylaws of the National PTA. Any provision of the bylaws of the association that conflicts with Bylaws of the National PTA or the Bylaws of the State PTA shall be null and void.

C. The association shall keep such permanent records of account as shall be sufficient to establish the items of gross incomes, receipts and disbursements of the association, including, specifically, the number of its members, the dues collected from its members, and the amount of dues collected from its members, and the amount of dues remitted to the State PTA. Such records of account shall at all reasonable times be open to inspection by an authorized representative of the State PTA, or, where directed by the committee on state and national relationships, by a duly representative of the National PTA.

D. The status of this association as a local PTA shall be subject to termination of its charter as a local PTA shall be subject to withdrawal, in the manner and under the circumstances provided in the Bylaws of the State PTA.

E. The association is obligated, upon withdrawal of its charter by the State PTA, to surrender all records of assets and property to the State PTA, cease and desist from the further use of any name that implies or connects association with the National PTA or State PTA, and carry out all proceedings necessary for the purpose of dissolving the association.

*ARTICLE VI: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and the street address of the initial registered agent is:

Paul Leach, Treasurer
ABIG-SLC PARENT-TEACHER ASSOCIATION, INC.
c/o American Bankers Insurance Group
11222 Quail Roost Drive
Miami, FL 33157

*ARTICLE VII: INCORPORATORS

The names and the street addresses of the incorporators for these articles of incorporation are:

Paul Leach, Treasurer
ABIG-SLC PARENT-TEACHER ASSOCIATION, INC.
c/o American Bankers Insurance Group
11222 Quail Roost Drive
Miami, FL 33157

Ellen Jones, President
ABIG-SLC PARENT-TEACHER ASSOCIATION, INC.
c/o American Bankers Insurance Group
11222 Quail Roost Drive
Miami, FL 33157

The undersigned incorporator has executed these Articles of Incorporation this 19 day of May, 1995.

Signature of Incorporators:

Paul Leach

Paul Leach, Treasurer

Ellen Jones

Ellen Jones, President

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

FILED

JUL 30 PM 1:57

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE
UNDERSIGNED 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: ABIG-SLC PARENT-TEACHER ASSOCIATION, INC.

~~American Institute Parent-Teacher Assn~~

(must include suffix)

2. The name and address of the registered agent and office is:

Paul Leach, Treasurer

(NAME)

11222 QUAIL ROOST DRIVE

(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

MIAMI FL 33157

(CITY/STATE/ZIP)

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.

Paul Leach

(SIGNATURE)

5/19/95

(DATE)