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*Albert Salem Law &
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Albert M. Salem, Jr.

*Board Certified Civil Trial Specialist
and Specialist in Business Litigation*

*Member of Florida and North Carolina Bars
and American College of Legal Medicine*

June 14, 2000

Albert Salem & Associates, P. A.

Albert M. Salem, III

Diana K. Wallace

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Tampa, Florida 33679-8607

Corporate Records Division
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, Florida 32301

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-06/19/00--01131--003

*****70.00 *****70.00

Re: Hillsborough Art Education Association

Dear Sir:

Enclosed please find the Articles of Incorporation and a check in the amount of \$70.00, payable to the Secretary of State, and representing payment of the following:

a)	Filing Fee	\$35.00
b)	Designation of Registered Agent	<u>\$35.00</u>
TOTAL		<u>\$70.00</u>

Thank you for your kind and prompt attention to this matter.

Very truly yours,

Albert M. Salem, Jr.

AMS/khw
Enclosures



FILED
00 JUL 12 AM 11:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

T BROWN JUL 13 2000



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

June 22, 2000

ALBERT M. SALEM, JR.
ALBERT SALEM AND ASSOCIATES
4600 W. KENNEDY BLVD.
TAMPA, FL 33609

SUBJECT: HILLSBOROUGH ART EDUCATION ASSOCIATION
Ref. Number: W00000016026

We have received your document for HILLSBOROUGH ART EDUCATION ASSOCIATION and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return the original and one copy of 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) 487-6933.

Teresa Brown
Corporate Specialist

Letter Number: 800A00035611

**ARTICLES OF INCORPORATION
OF
HILLSBOROUGH ART EDUCATION ASSOCIATION, INC.**

FILED
00 JUL 12 AM 11:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**ARTICLE ONE
NAME**

The name of the association shall be the HILLSBOROUGH ART EDUCATION ASSOCIATION, INC., a corporation not for profit organized pursuant to the laws of the state of Florida, and Section 501(c)(3) of the Internal Revenue Code of the United States, as amended.

**ARTICLE TWO
DURATION**

This association shall have perpetual existence unless sooner dissolved according to law, and shall commence association existence upon the filing of these Articles with the Florida Department of State.

**ARTICLE THREE
INITIAL PRINCIPAL/REGISTERED OFFICE AND AGENT**

The street address of the initial principal office and the mailing address of this corporation is:

4600 W. Kennedy Blvd.
Tampa, Florida 33609

and the name of the initial registered agent of this association at that address is:

Albert M.. Salem, Jr.

**ARTICLE FOUR
PURPOSE**

The purposes for which the Association is formed, and the business and objects to be carried on and promoted by it, are as follows:

a) To responsibly conduct business as a non-profit, educational organization, engaged in activities consistent with the profile and status as defined in Section 501(c)(3) of the Internal Revenue Code of 1954 or any other corresponding provision, present or future, of the United States Internal Revenue Code or the Florida Department of Revenue.

b) To represent a united population of art educators in Hillsborough County.

c) To promote the arts and aesthetic awareness in Hillsborough County.

d) To communicate the values of art and art education to the public through public forums, programs and publications.

e) To publish articles, reports, and surveys on the status of art and art education in Hillsborough County.

f) To establish, guide and encourage research and experimentation of art materials and techniques.

g) To cooperate and support the efforts of others with similar purposes and to do all other things and conduct all necessary business required to advance the purposes of the Association to every extent allowed by law.

ARTICLE FIVE DIRECTORS AND MEMBERSHIP

The affairs of the association shall be initially managed by a Board of Directors, consisting of not less than three (3) members who shall be elected by the members of the Association at its first Annual Meeting. The Directors of the Association must, at all times, be members of the Association. The names and addresses of the incorporators and persons who shall serve as initial Directors until successors are duly qualified are as follows:

<u>Name</u>	<u>Address</u>
Steve Sikorski	459 Countryside Key Blvd., Oldsmar, Florida 34677-2453
Nancy Salem	3819 W. Horatio St., #7, Tampa, Florida 33609
Diana Speedy	1031 Pine Ridge Circle, Brandon, Florida 33511

All Directors shall serve without compensation.

Membership in the Association shall, at all times, be open to all persons who

a) are professionally engaged in, or actively support the advancement of the arts in education, or

b) have a vested interest in art education and wholly support the Association and the By-laws of the Association.

ARTICLE SIX OFFICERS AND ELECTION PROCEDURES

The officers of this Association are provided for in the By-laws of the Association and they shall be elected by the Directors of the Association for terms of one year at the Annual Meeting and they shall serve until their successors are elected and qualified.

The Annual Meeting shall be held each year on the date set in accordance with the By-laws of the Association.

ARTICLE SEVEN BY-LAWS

By-laws of the Association may be adopted, made, altered or rescinded by the Directors at any regular or special meeting of the Association called for that purpose.

ARTICLE EIGHT AMENDMENTS

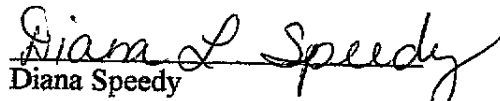
Amendments to these Articles of the Association may be proposed by any member and must be submitted in writing to the Board of Directors sixty (60) days prior to any regular or special meeting of the Association and the Board shall supply each member with the proposed amendment at least thirty (30) days prior to any such meeting at which it is considered. Any proposed amendment must be first approved by a two-thirds vote of the Board of Directors and then

by a vote in favor of any amendment proposed at any membership meeting properly called and noticed as provided in the By-laws. Upon such approval, any Amendment must be forwarded to and filed with the Secretary of State of the State of Florida before it shall become effective.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation in duplicate on the 10th day of July, 2000.


Steve Sikorski


Nancy Salem


Diana Speedy

STATE OF FLORIDA:
COUNTY OF HILLSBOROUGH:

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments,

Steve Sikorski, Nancy Salem and Diana Speedy
who are personally known to me or who identified himself or herself to me by

and who executed the foregoing instrument and acknowledged before me that he or she executed the same freely and voluntarily.

WITNESS my hand and official seal on the 10th day of July, 2000.

Anne S. Hampton
NOTARY PUBLIC, STATE OF FLORIDA

Print Name: _____

My Commission Expires: _____

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Anne S Hampton
My Commission CC638086
Expires April 13 2001

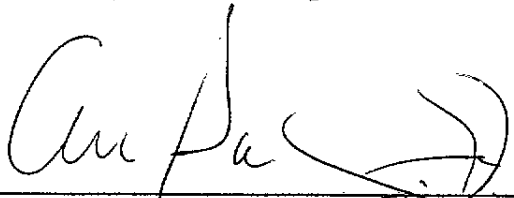
STATEMENT OF REGISTERED AGENT ACCEPTING APPOINTMENT OF
REGISTERED AGENT AND DESIGNATION OF REGISTERED OFFICE

Pursuant to the provisions of Chapter 608, Fla. Stats. 1983,
the following is submitted in compliance with said Act:

Hillsborough Art Education Association, ^{Inc.} desiring to organize
under the laws of the State of Florida, with its registered office
as indicated in the Articles of Incorporation at the City of Tampa,
County of Hillsborough, State of Florida, has named Albert M.
Salem, Jr., whose address is 4600 W. Kennedy Blvd., Tampa, Florida
33609, as its Registered Agent.

ACKNOWLEDGMENT:

Having been named as registered agent and to accept service of
process for the above-stated limited liability company at the place
designated in this Certificate, I hereby accept the appointment to
act as registered agent and agree to comply with the provisions of
the above-referenced act.


Albert M. Salem, Jr. ^{S. Spaine}
Registered Agent

svrhbins/nas/wip/rgstrdagentdoc/000613

FILED
00 JUL 12 AM 11:15
SECRETARY OF STATE
TALLAHASSEE FLORIDA