

Division of Corporations

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715510

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

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To:

Division of Corporations
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Account Number : I20060000058
Phone : (813) 221-9600
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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
C.T.A. RIVER APARTMENTS, INC.**

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DIVISION OF CORPORATIONS

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Corporate Filing Menu

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September 26, 2012

FLORIDA DEPARTMENT OF STATE

Division of Corporations

C.T.A. RIVER APARTMENTS, INC.
4505 NORTH ROME AVENUE
TAMPA, FL 33603US

SUBJECT: C.T.A. RIVER APARTMENTS, INC.
REF: 715510

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refile the complete document, including the electronic filing cover sheet.

If the Restated Articles were adopted by the directors and do not contain any amendments requiring member approval, a statement to that effect must be contained in the document.

Restated Articles of Incorporation should include the manner in which directors are to be elected or appointed. The restated articles may provide that the method of election of the directors is as stated in the bylaws.

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) 245-6050.

Teresa Brown
Regulatory Specialist II

FAX Aud. #: H12000234965
Letter Number: 512A00024022

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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**AMENDED AND RESTATED
ARTICLES OF INCORPORATION OF
C.T.A. RIVER APARTMENTS, INC.
A FLORIDA NON-PROFIT CORPORATION.**

C.T.A. RIVER APARTMENTS, INC., a corporation organized and existing under and by virtue of the provisions of the Chapter 617, the Florida Not For Profit Corporation Act, of the Florida Statutes,

DOES HEREBY CERTIFY:

FIRST: That the name of this corporation is C.T.A. RIVER APARTMENTS, INC. and that this corporation was originally incorporated pursuant to the Florida Not For Profit Corporation Act on November 4, 1968 under the name C.T.A. RIVER APARTMENTS, INC.

SECOND: That the Board of Directors and members duly adopted resolutions proposing to amend and restate the Articles of Incorporation of this corporation, declaring said amendment and restatement to be advisable and in the best interests of this corporation and its members, which resolution setting forth the proposed amendment and restatement was adopted by the Board of Directors and members effective as of September 20, 2012, and is as follows:

RESOLVED, that the Articles of Incorporation of this corporation be amended and restated in its entirety as follows:

ARTICLE I

This is to certify that we, the undersigned, all being of full legal age, do hereby associate ourselves for the purpose of forming a non-profit Corporation under and by virtue of the laws of the State of Florida, and further certify that:

(a) The name of the Corporation is **HCTA PROFESSIONAL LEARNING CENTER, INC.** (hereafter referred to as "The Corporation").

(b) The existence of the Corporation will be perpetual.

(c) The Principal "office" of the Corporation will be located at 4505 North Roma Avenue, Tampa, Hillsborough County, Florida 33603.

(d) The resident agent of the Corporation is Yvonne Lyons, whose address is 503 Lantern Circle, Tampa, Florida 33617.

ARTICLE II

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

(a) The primary purpose is educational, and in furtherance of that objective to improve standards for teachers and school personnel, public employees, and health care workers by promoting better preparation and encouraging relevant training to ensure the best professional service. The Corporation will support affiliates in their efforts to assist members to improve their effectiveness in the workplace through the use of technology and high quality professional development programs.

(b) The Corporation is irrevocably dedicated to and operated exclusively for, non-profit purposes; and no part of the income or assets of the corporation shall be distributed to, nor inure to the benefit of, any individual.

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ARTICLE III

The Corporation is empowered:

(a) To buy, own, sell, convey, assign, mortgage or lease any interest in real estate and personal property and to construct, maintain and operate improvements thereon necessary or incident to the accomplishment of the purposes set forth in Article II hereof.

(b) To borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of its business, and to secure the same by mortgage, pledge or other lien on the Corporation's property.

(c) To do and perform all acts reasonably necessary to accomplish the purposes of the Corporation.

(d) No part of the net earnings of this corporation shall be distributed to or inure to the benefit of, any member, director or officer of this corporation, contributor or private individual. In the event of dissolution, winding up, or other liquidation of the assets of this corporation, its assets shall be distributed to non-profit and charitable corporations or institutions as shall exemption under Section 501 (c) (3) of the IRS Code of 1954 as may be designated by the Directors to be used for purposes similar to those of this corporation.

ARTICLE IV.

The number of directors of the corporation shall be at least seven (7) in number, and shall be elected by the members of the Corporation from the membership in the manner provided in the By-laws. The directors of the Corporation must, at all times, be members of the Corporation. No non-member of the Corporation may sit as a director. The directory and the term for which each shall serve, are set below.

<u>Name</u>	<u>Address</u>	<u>Term</u>
Yvonne Lyons	503 Lantern Circle Temple Terrace, FL 33617	3 years
Jean E. Clements	3134 W. Coachman Avenue Tampa, FL 33611	
Faye L. Cook	2808 Wilder Park Drive Plant City, FL 33566	3 years
Marilyn Dupree	8301 N. River Highland Place Tampa, FL 33617	3 years
Nancy Sabrina Gates-McCarthy	19051 Boyette Road Lithia, FL 33547	3 years
Amy N. Murphy	2607 Orange Tree Loop #101 Tampa, FL 33618	3 years
Aron Zions	5617 Macallan Drive Tampa, FL 33625	3 years
Pearl H. Ershery	4402 22 nd Avenue Tampa, FL 33605	3 years

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Aimee Ballans	18804 Holly Pine Trail Lithia, FL 33547	3 years
Miriam Hodges	4245 Moores Lake Road Dover, FL 33527	3 years
Crystal Blanco	3710 HIGHLAND Tampa, FL 33603	3 years
Kathryn L. Sparks	2034 Flourshire Dr. Brandon, FL 33511	3 years
James N. Gibbs III	2721 Brucken Road Valrico, FL 33594	3 years
John Perry	9318 N. Dartmouth Tampa, FL 33612	3 years
Linda M. Huie	5718 Ridgestone Drive Tampa, FL 33625	3 years
Christie Fojaco	502 S. Willow Apt. 1 Tampa, FL 33606	3 years
Peter J. Terzian	532 Tuscanny St. Brandon, FL 33511	3 years

The directors shall elect the regular officers of the corporation in the manner provided in the By-laws. The directors shall serve without compensation.

Membership in the Corporation shall, at all times, be limited to individuals who are either directors of Hillsborough Classroom Teachers Association, or members of Hillsborough Classroom Teachers Association, who have the approval of the Board of Directors of Hillsborough Classroom Teachers Association. In the event that a member of the Corporation ceases to be a director of Hillsborough Classroom Teachers Association, or, if the aforesaid approval is withdrawn, then, in either event, such shall constitute automatic resignation as a member and director of the Corporation.

The Officers of the Corporation is provided by the By-laws of the Corporation, shall be elected by the directors of the Corporation, in the manner therein sought out, and shall serve until their successors are elected and have qualified. The directors shall elect the regular officers of the Corporation at the annual meeting, for terms of one year. The secretary and treasurer may be one and the same person, and need not be a director of the Corporation. Other officers must be directors of the Corporation.

The annual meeting shall be held on the fourth Thursday of July of each year.

ARTICLE V.

By-laws of the Corporation may be adopted by the Directors at any regular meeting or any special meeting called for that purpose, so long as they are not inconsistent with the provision of these Articles.


ARTICLE VI.

These Articles may be amended by a vote of two-thirds of the directors of the corporation at any annual meeting, or at a special meeting called for that purpose.

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IN WITNESS WHEREOF, the undersigned to subscribe and acknowledge these Amended and Restated Articles of Incorporation and accordingly have hereunto set our hands and seals this 20th day of September, 2012.


FAYE L. COOK
SECRETARY-TREASURER of
HCTA PROFESSIONAL LEARNING CENTER, INC.

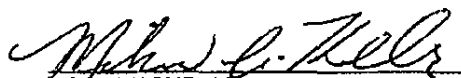

YVONNE LYONS
PRESIDENT of
HCTA PROFESSIONAL LEARNING CENTER, INC.

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

I hereby certify that on this 20th day of September, 2012, before me personally appeared YVONNE LYONS and FAYE L. COOK, both officers of the corporation above-named, and made oath in due form of law that the said YVONNE LYONS is the President of HCTA PROFESSIONAL LEARNING CENTER, INC., and FAYE L. COOK is Secretary-Treasurer of HCTA PROFESSIONAL LEARNING CENTER, INC., a body corporate of the State of Florida.




NOTARY PUBLIC

MY COMMISSION EXPIRES:

March 1, 2018

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