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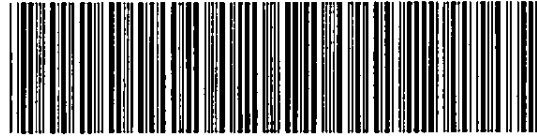
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UNIVERSITY OF MIAMI

REINCORPORATION

ORIGINAL CHARTER: THE
UNIVERSITY OF MIAMI (~~INCORPO-
RATED~~). FILED AUGUST 3, 1934
IN DADE COUNTY CIRCUIT COURT.
AMENDMENT FILED JULY 11, 1955
CHANGED CORPORATE NAME TO:
UNIVERSITY OF MIAMI.

FILED IN OFFICE OF SECRETARY
OF STATE, STATE OF FLORIDA,
by PFM, on APRIL 7, 1961
CORRECTED BACKING-CB

TOM ADAMS

SECRETARY OF STATE

Please note:

By request of the University of Miami, and our legal counsel, the word INCORPORATED is not to be shown or used in any certificate prepared for this corporation, or for anyone else. The name is and has been UNIVERSITY OF MIAMI

REDFERN, FERNELL & SIMON
ATTORNEYS AND COUNSELORS AT LAW

D. H. REDFERN
R. H. FERNELL
EDWARD G. SIMON

SECOND FLOOR, FIVE FIFTY BUILDING
452 BRICKELL AVENUE
MIAMI 10, FLORIDA

April 5, 1961

Mrs. Hellene Tonge
c/o Office of Secretary of State
State Capitol Building
Tallahassee, Florida

Dear Mrs. Tonge:

On March 24, 1961, when I was in your office I exhibited to you a proposed reincorporation of the University of Miami. I discussed it with you in order to settle certain details before it was approved by the board of trustees of the university. You told me after it had been approved to forward it to the Secretary of State to your attention and that you would process it for me immediately.

The board of trustees of the University of Miami yesterday unanimously approved this reincorporation, and I am enclosing you herewith the following described documents with reference to the reincorporation of the University of Miami under Chapter 617 of the Florida Statutes of 1959:

1. Charter of the University of Miami;
2. Copies of the original charter and all amendments thereto and the amended charter and all amendments thereto heretofore granted by the Circuit Court in Dade County, Florida. All of these have been certified by the Clerk of the Circuit Court in this county.
3. Extra copy of the charter, which I will appreciate your certifying and returning to me. I have additional certified copies of the original charter and amendments here which I will keep with it when it is returned.
4. Check for \$11.00 to pay for the reincorporation and the certified copy.

With best wishes, I am

Yours sincerely,

D. H. Redfern

dhr/y - encls

RECEIVED

APR 7 10 24 AM '61

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C. TAX	8.00
FEES	
R. A. FEE	3.00
C. COPY	11.00
TOTAL	22.00
N. EXAM	11.00
BALANCE	
REUND	

CHARTER OF THE
UNIVERSITY OF MIAMI*

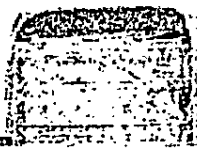
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ARTICLE I - REINCORPORATION OF THE
UNIVERSITY OF MIAMI

The University of Miami is a duly chartered private educational institution incorporated under the laws of Florida; its charter and all amendments thereto were granted by the Circuit Court of the Eleventh Judicial Circuit in and for Dade County, as permitted by the Florida Statutes prior to 1959. In order to obtain the advantages of reincorporation under the Florida Statutes of 1959, Chapter 617, it presents this certificate of reincorporation to the Secretary of the State of Florida, and files herewith a copy of its original charter and all amendments thereto, as well as a copy of its amended charter and all amendments thereto, all certified by the Clerk of said Circuit Court.

In this reincorporation the University of Miami accepts the provisions of Chapter 617 of the Florida Statutes of 1959.

*Reincorporated as permitted by Chapter 617 of the Florida Statutes of 1959.



ARTICLE II - RIGHTS AND OBLIGATIONS

The University of Miami, under this reincorporation, shall be entitled to and possessed of all the privileges, franchises, and powers heretofore possessed under its previous charter and all amendments thereto. All the property, rights, and privileges of the University of Miami which were acquired by gift, grant, conveyance, assignment, or otherwise are hereby ratified, approved, and confirmed and assured to the University of Miami in the same manner as originally acquired under its previous charter and amendments. The University of Miami shall be subject to all the contracts, duties, and obligations heretofore resting upon the corporation or to which the corporation shall be in any way liable under its original charter and all amendments thereto.

ARTICLE III - NAME AND LOCATION

The name of this corporation shall be UNIVERSITY OF MIAMI. The principal office and place of business of the corporation shall be in the city of Coral Gables, Dade County, Florida, but it may establish such branch offices elsewhere, either within the State of Florida or elsewhere in the United States and in foreign countries, as the board of trustees may from time to time determine. The main campus,

colleges, schools, and libraries of the university shall be in Coral Gables, Florida, but this corporation may establish colleges, schools, institutes, divisions, branches, libraries, extension departments, research and other laboratories, activities, and operations of the university at such other place or places, either within the State of Florida or elsewhere in the United States and in foreign countries, as the board of trustees may from time to time determine.

Under Section 617.013 of the Florida Statutes of 1959 it is provided that the articles of reincorporation shall include the word "incorporated" or "inc." as part of the name of the corporation. However, said statute permits corporations organized prior to 1959 to retain the name given to them by the circuit courts in which they were incorporated. For this reason in this reincorporation the University of Miami retains its name UNIVERSITY OF MIAMI.

ARTICLE IV - GENERAL PURPOSES OF THE UNIVERSITY

This corporation is not for profit, and it is formed for the purpose of establishing and operating an educational and scientific institution, otherwise known as the UNIVERSITY OF MIAMI, having as integral departments thereof such various colleges, schools, institutes, laboratories, research activities,

colleges, schools, and libraries of the university shall be in Coral Gables, Florida, but this corporation may establish colleges, schools, institutes, divisions, branches, libraries, extension departments, research and other laboratories, activities, and operations of the university at such other place or places, either within the State of Florida or elsewhere in the United States and in foreign countries, as the board of trustees may from time to time determine.

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operations, and other departments as may be deemed suitable by its board of trustees.

ARTICLE V - MEMBERSHIP

Section 1. - QUALIFICATION AND MANNER OF ADMISSION. -

Membership is divided into two classes, one class to be known as the trustees and the other class to be known as general members.

Section 2. - TRUSTEES. - The trustees of the university are those named in ARTICLE VII hereof. They shall be considered as members of this corporation, with the sole voting power in the management, control, and operation of the university.

Section 3. - GENERAL MEMBERS. - Other members of this corporation may be natural persons, corporations, foundations, or other legal entities, including governmental bodies, and such members may be admitted to the corporation by a majority vote of the board of trustees or by a majority vote of the executive committee provided for in ARTICLE X of this certificate of reincorporation. All reputable persons interested in higher education and in the purposes of the university shall be eligible for general membership.

ARTICLE VI - EXISTENCE AND DISSOLUTION

Section 1. - TERM OF EXISTENCE. - This corporation shall have perpetual existence.

Section 2. - DISSOLUTION. - If this corporation should ever be dissolved for any reason or should it discontinue its operations as a university or should its corporate existence be discontinued for any reason, its property and assets shall not belong to the trustees or to any other individual, firm, or corporation, but shall be the property and assets of the corporation or association, established for educational and scientific purposes, which succeeds the UNIVERSITY OF MIAMI, and to which such property and assets are assigned by this corporation. If no successor corporation or association is established to receive said property and assets, the same shall be the property of the people of the State of Florida to be used as provided by the laws of Florida.

ARTICLE VII - TRUSTEES

Section 1. - BOARD OF TRUSTEES. - The government of the affairs of this corporation shall be vested in a board of trustees, which shall consist of any number as determined by the board of trustees from time to time, except that the number can never be less than twenty (20). Neither the president

of the university nor any faculty member thereof shall be a trustee unless the board of trustees shall hereafter so authorize at a meeting of the board regularly called and held.

Section 2. - CLASSES OF TRUSTEES. - The members of the board of trustees shall at all times be divided into three classes numerically equal, as nearly as possible, so that the terms of one-third of such trustees expire each year. A trustee may be elected for a term of one year. The names and residences of the members of the present board of trustees are as follows:

<u>Terms expire in February 1962</u>	<u>Date Elected</u>
Harry Hood Bassett First National Bank Bldg. Miami 32, Florida	March 9, 1950
Sam Blank 690 N. W. 13th Street Miami 36, Florida	March 9, 1950
E. L. Cotton 11501 S. Dixie Highway Miami 56, Florida	February 3, 1959
Gardner Cowles 488 Madison Avenue New York 22, New York	May 10, 1960
Radford R. Crane 22 LaGorce Circle LaGorce Island Miami Beach 41, Florida	January 31, 1961
Oscar E. Dooly 616 Ingraham Building Miami 32, Florida	April 4, 1944
Jose A. Ferre 160 S. E. 3rd Avenue Miami 32, Florida	February 3, 1958

William D. Pawley
260 N. E. 17th Terrace
Miami 1, Florida

February 2, 1960

Warren W. Quillian
140 Alhambra Circle
Coral Gables 34, Florida

January 31, 1961

Walter W. Sackett, Jr.
2500 Coral Way
Miami 35, Florida

January 31, 1961

Frank Smathers, Jr.
1651 Alton Road
Miami Beach 39, Florida

April 6, 1953

McGregor Smith
Florida Power & Light Co.
Ingraham Building
Miami 32, Florida

April 4, 1944

James Sottile, Jr.
220 Pan American Bank Bldg.
Miami 32, Florida

February 4, 1957

George B. Storer
1177 Kane Concourse
Bay Harbor Island
Miami Beach 54, Florida

February 2, 1960

George E. Whitten
7100 N. W. 32nd Avenue
Miami 47, Florida

December 11, 1945

Terms Expire in February 1963

Date Elected

Roscoe Brunstetter
832 Ingraham Building
Miami 32, Florida

February 3, 1936

John C. Clark
24 Wall Street
Binghamton, New York

April 6, 1953

Hugh P. Emerson
2340 N. W. 74th Street
Miami 47, Florida

February 6, 1956

William Arnold Hanger
6775 Indian Creek Drive
Miami Beach, Florida

April 6, 1953

Edgar B. Lau
120 Harbour Way
Bal Harbour
Miami Beach 54, Florida

February 2, 1960

Baron de Hirsch Meyer
407 Lincoln Road
Miami Beach 39, Florida

February 7, 1955

Celeste Shadburn Noon
2101 Brickell Avenue
Miami 36, Florida

February 2, 1960

Max Orovitz
One Lincoln Road
Miami Beach 39, Florida

February 7, 1955

Daniel H. Redfearn
550 Brickell Avenue
Miami 32, Florida

January 27, 1942

John W. Snyder
402 Huntington Building
Miami 32, Florida

February 1, 1954

Terms Expire in February 1964

Date Elected

W. Alton Jones
60 Wall Tower
New York, New York

April 6, 1953

John S. Knight
200 South Miami Avenue
Miami 30, Florida

March 9, 1950

Daniel J. Mahoney
1001 N. W. 7th Street
Miami, Florida

March 9, 1950

J. Neville McArthur
6851 N. E. 2nd Avenue
Miami 38, Florida

February 7, 1955

Robert Pentland, Jr.
1701 duPont Building
Miami 32, Florida

June 11, 1946

James A. Ryder
3401 Main Highway
Miami 33, Florida

February 2, 1960

William H. Stubblefield
6650 Sheffield Lane
LaGorce Island
Miami Beach 41, Florida

February 4, 1957

Arthur A. Ungar
25 West Flagler Street
Miami 32, Florida

July 30, 1937

Honorary Trustees

Date Elected

Ione Staley Bisso
910 Fifth Avenue
New York, New York

May 2, 1955

Arthur Vining Davis
100 Biscayne Blvd., South
Miami 32, Florida

April 6, 1953

Gilbert Grosvenor
National Geographic Society
16th and M Streets
Washington 6, D. C.

April 4, 1944

Fleming G. Railey
251 N. W. 1st Court
Miami 31, Florida

March 9, 1950

Said trustees shall serve until their successors are duly elected and qualified. Said three classes shall constitute the board of trustees.

As the terms of those designated in the various classes expire, the remaining trustees, at any annual, special, or adjourned meeting, may fill the vacancies so created.

Section 3. - HONORARY TRUSTEES. - Honorary trustees may be appointed by the board of trustees; however, an honorary trustee shall not be entitled to receive, but may receive, notice of any annual or special meeting, and, if in attendance thereat, shall not be entitled to vote on any question and shall not be counted in determining a quorum.

Section 4. - ELECTIONS. - At all elections held under this charter a majority vote of the trustees present shall be required to elect. Any trustee shall be eligible to re-election for one or more terms.

Section 5. - VACANCIES IN BOARD. - At any annual, special, or adjourned meeting, the board of trustees may, by ballot, fill any vacancies on the board or in the offices of the university arising through death, resignation, non-election, or otherwise; the term of office of a trustee so elected shall be fixed by the board at the time of his election.

ARTICLE VIII - MEETINGS OF THE BOARD

Section 1. - ANNUAL MEETING. - The annual meeting of the board of trustees of this corporation may be held on the first Tuesday in February in each year or at such other time or times and at such place or places as the board of trustees may determine from time to time by resolution adopted at any annual, special, or adjourned meeting held before or after the annual meeting date above mentioned.

Section 2. - SPECIAL MEETINGS. - Special meetings of the board of trustees may be held at any place and at any time whenever and wherever called by the chairman of the board, by the vice chairman, by the president of this corporation, or by written request of a majority of the board of trustees, provided, however, that if any special meeting of the board is held outside of the State of Florida written notice of at least ten days shall be given by mail to each member of the board.

ARTICLE IX - NAMES OF MANAGING OFFICERS

The officers who are to manage the affairs of this corporation until their successors are elected and qualified are:

Jay F. W. Pearson, President

Robert Johns, Executive Vice President

Eugene E. Cohen, Vice President and Treasurer

E. Morton Miller, Secretary

Said officers as well as other vice presidents and deans and other administrative officers who now manage the affairs of the university are to continue in office until the first election or appointment under these articles of reincorporation.

ARTICLE X - OFFICERS - EXECUTIVE COMMITTEE

Section 1. - PRESIDENT AND OFFICERS. - The board of trustees shall elect the president of the university and fix his term of office and shall annually elect by ballot one of their number to be chairman of the board and one of their number to be vice chairman of the board. The board shall also annually elect a vice president or vice presidents, a treasurer and a secretary, who may or may not be members of the board, and an assistant treasurer and assistant secretary, who shall not be members of the board, and such other officer or officers as the board of trustees may determine.

Section 2. - EXECUTIVE COMMITTEE. - The chairman of the board of trustees, with the approval of the board of trustees, shall appoint, after these articles of reincorporation have been approved by the Secretary of State, seven members of the board of trustees, who with the chairman of the board and the president of the university shall constitute an executive committee of nine members, which executive committee, when the board is not in session, shall exercise all the

powers of the board of trustees, except (a) the power of alienating or encumbering the real estate or endowments of the corporation, and (b) the power of electing or removing the president of the university, and (c) the power of adopting or altering the by-laws of the corporation.

The chairman of the board, with the approval of the board of trustees, shall appoint the chairman of the executive committee from one of the seven executive committee members so appointed by the chairman and so approved by the board of trustees.

The number of the members of the executive committee may be increased or decreased by the board of trustees as the members of such board may determine from time to time.

Section 3. - TERM OF OFFICE. - The term of all officers except that of president, including the chairman of the board, shall be one year or until their respective successors are elected, or for such other term as the board of trustees may determine; however, any officer, except the president, may be removed from office at any time by the board of trustees or by the executive committee.

Section 4. - REMOVAL OF PRESIDENT. - The removal of the president from office shall be in the exclusive power of the board of trustees. The president cannot be removed except by an affirmative vote of three-fourths of the members of the board of trustees.

ARTICLE XI - BY-LAWS AND AMENDMENTS TO
ARTICLES OF REINCORPORATION

Section 1. - BY-LAWS. - The by-laws of the corporation shall be approved and adopted by the board of trustees. The by-laws may be amended, altered, or rescinded in whole or in part by the board of trustees from time to time as the board may deem advisable, at any meeting and without notice.

Section 2. - AMENDMENTS. - Amendments to these articles of reincorporation may be proposed by any member of the board of trustees at any meeting and may be adopted by the board at such meeting or at any later meeting. When such amendment to the articles of reincorporation has been filed with the Secretary of State and approved by him, the same shall thereafter be deemed to be an amendment to these articles of reincorporation.

ARTICLE XII - QUORUMS

A quorum of the board of trustees shall consist of at least eleven members. A quorum of the executive committee shall consist of a majority of the members thereof.

In the event a quorum of the executive committee cannot be obtained for any particular meeting, then those present,

consisting of not less than three members, may hold the meeting and all business transacted at such meeting shall be construed to be legal in all respects after ratification by the board of trustees.

Any resolution, motion, question or other action approved by a majority of the members present at a meeting at which a quorum is present shall be the lawful and authorized action or exercise of power by the board of trustees or by the executive committee, as the case may be, and any action taken pursuant thereto shall be the act and deed of this corporation, provided, however, that the president cannot be removed except by a vote of at least three-fourths of the trustees.

ARTICLE XIII - PROXIES

Proxies cannot be used at any meeting of the board of trustees or of the executive committee for the transaction of any business of the corporation, unless the board of trustees should hereafter so authorize. Such authorization by the board of trustees may be generally for all meetings or particularly for any special meeting of the board of trustees or of the executive committee.

ARTICLE XIV - CORPORATE POWERS

Section 1. - POWERS OF CORPORATION. - Unless otherwise provided in these articles of reincorporation or by law, this corporation shall have power to:

(a) Have succession in its corporate name in perpetuity as heretofore set forth in these articles of reincorporation;

(b) Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person;

(c) Adopt and use a common corporate seal and alter the same; provided, however, that such seal shall always contain the words "corporation not for profit";

(d) Elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation;

(e) Adopt, change, amend, and repeal by-laws, not inconsistent with law or these articles of reincorporation, for the administration of the affairs of the corporation and the exercise of its corporate powers;

(f) Increase, by vote of its board of trustees cast as the by-laws may direct, the number of its trustees so that the number of trustees may be any number in the discretion of the trustees but

never less than twenty (20), and the board of trustees may change the number of trustees from time to time in its discretion;

(g) Make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage and pledge of all or any of its property, franchises, or income;

(h) Conduct its affairs, carry on its operations, and have offices and exercise the powers granted by Chapter 617 of the 1959 Florida Statutes, in any state, territory, district, or possession of the United States, or any foreign country;

(i) Purchase, take, receive, lease, take by gift, devise or bequest, or otherwise acquire, own, hold, improve, use, or otherwise deal in and with real or personal property, or any interest therein, wherever situated;

(j) Acquire, enjoy, utilize and dispose of patents, copyrights, and trademarks, and any licenses or other rights or interests thereunder or therein;

(k) Sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or

any part of its property and assets;

(l) Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of, and otherwise use and deal in and with, shares and other interests in, or obligations of, whether for profit or nonprofit, other domestic or foreign corporations whether for profit or not for profit, associations, partnerships, or individuals, or direct or indirect obligations of the United States, or of any other government, state, territory, governmental district, municipality, or of any instrumentality thereof;

(m) Lend money for its corporate purposes, invest and reinvest its funds and take and hold real and personal property as security for the payment of funds so loaned or invested;

(n) Make donations for the public welfare or for religious, charitable, scientific, educational, or other similar purposes;

(o) Merge or consolidate with one or more other domestic corporations organized under Chapter 617 of the 1959 Florida Statutes pertaining

to nonprofit corporations in accordance with said statutes;

(p) Purchase or acquire the assets of one or more other educational institutions for the purpose of consolidating the assets and activities of such other educational institution or institutions with those of the University of Miami;

(q) Have and exercise all powers necessary or convenient to effect any or all of the purposes for which this corporation is organized or to exercise any of its corporate powers.

Section 2. - POWER TO CONFER DEGREES AND DIPLOMAS - This corporation shall have power to confer degrees and diplomas as is customary with universities, and to do any and all other things which may be lawful and proper for a university to do in carrying out the general objects for which it is incorporated as set forth in these articles of reincorporation.

Section 3. - ENUMERATION OF POWERS. - The enumeration of particular powers in this charter shall not be deemed or held to be exclusive but, in addition to the powers enumerated herein, implied hereby, incidental hereto, or appropriate to the exercise thereof, this corporation may do everything necessary and appropriate for the accomplishment of the objects enumerated in this charter, or necessary or incidental

to the benefit and protection of the corporation, and may carry on any lawful activity or operation necessary or incidental to the attainment of the objects of the corporation, whether or not such activities or operations are similar in nature to the objects enumerated in this charter, and may exercise all other powers which are now, or which may hereafter be, capable of being possessed, exercised, or enjoyed by literary, educational, vocational, scientific, historical, or medical institutions, corporations, and associations under the Constitution and laws of the State of Florida, and all powers of the corporation, whether expressed or implied, shall be possessed and exercised in the manner provided by this charter, and, when not so prescribed, then in such manner as may be provided by resolution or motion of the board of trustees or by the executive committee of this corporation.

ARTICLE XV - AUTHORIZATION

The issuance of this charter or articles of reincorporation was duly authorized by the board of trustees of the University of Miami at a meeting regularly called for and held on April 4, 1961, and as evidence of such authorization these articles of reincorporation are signed by the University of Miami in its name by its president and secretary.

In section 617.012 of the Florida Statutes of 1959, it is provided that any corporation which has a charter approved by a circuit judge prior to September 1, 1959, may reincorporate by complying with said section and by filing a certificate in the office of the Secretary of State, containing the provisions required in original articles of incorporation by section 617.013 of said statutes. In the last mentioned section various requirements are set forth, including the statement that the articles of incorporation shall be in writing, subscribed by not less than three natural persons competent to contract and acknowledged by them before an officer authorized to take acknowledgments. The requirements contained in sections 617.012 and 617.013 of said statutes have been complied with, and three persons are hereby designated to sign these articles of reincorporation with the University of Miami in order to make sure that the provisions of said sections of said statutes have been fully observed and followed. The three so designated are Daniel J. Mahoney, Oscar E. Dooly, and Jay F. W. Pearson, all of whom are natural persons competent to contract and to acknowledge as required by section 617.013(3) of the Florida Statutes of 1959.

IN WITNESS WHEREOF, said persons have hereunto

set their hands and seals, and the University of Miami has caused its corporate name and seal to be hereunto affixed by its president and secretary, this the 5th day of April, 1961.

Daniel J. Mahoney (SEAL)
Daniel J. Mahoney

Oscar E. Dooly (SEAL)
Oscar E. Dooly

Jay P. W. Pearson (SEAL)
Jay P. W. Pearson

UNIVERSITY OF MIAMI

By *Jay P. W. Pearson*
President

ATTEST:

Emory Miller
Secretary

(Seal)

I HEREBY CERTIFY that on this 5th day of April, 1961, personally appeared before me, a notary public for the State of Florida at large, DANIEL J. MAHONEY, OSCAR E. DOOLY, and JAY F. W. PEARSON, parties to the foregoing Charter of the University of Miami, known to me personally to be such, and severally acknowledged that said charter is the act and deed of the signers respectively and that the statements therein made are true.

WITNESS my signature and official seal at Coral Gables, in the County of Dade and State of Florida, the day and year last aforesaid.


Notary Public, State of Florida

My Commission expires:
Notary Public, State of Florida at Large.
My Commission Expires Sep. 11, 1961.

I HEREBY CERTIFY that on this 5th day of April, 1961, personally appeared before me, a notary public for the State of Florida at large, JAY F. W. PEARSON and E. MORTON MILLER, president and secretary respectively of UNIVERSITY OF MIAMI, a Florida corporation, to me known to be the persons who signed the foregoing instrument as such officers and severally acknowledged the execution thereof to be their free act and deed as such officers for the uses and purposes therein mentioned and that they affixed thereto the official seal of said corporation, and that the said instrument is the act and deed of said corporation.

WITNESS my signature and official seal at Coral Gables, in the County of Dade and State of Florida, the day and year last aforesaid.


Notary Public, State of Florida

My Commission expires:
Notary Public, State of Florida at Large.
My Commission Expires Sep. 11, 1961.

CERTIFIED COPIES OF THE
ORIGINAL CHARTER OF THE UNIVERSITY OF MIAMI
AND AMENDMENTS THERETO
AND ALSO
AMENDED CHARTER OF THE UNIVERSITY OF MIAMI
AND AMENDMENTS THERETO

APPROVED AND FILED
John D. [Signature]
RECEIVED
APR 7 10 25 AM '61
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The foregoing have been certified by the Clerk of the Circuit Court, as required by Chapter 617 of the Florida Statutes of 1959, and they are filed with the Secretary of State to be considered in connection with the reincorporation of the University of Miami and issuance of a new charter.

IN THE CIRCUIT COURT OF THE ELEVENTH
JUDICIAL CIRCUIT OF FLORIDA, IN AND
FOR DADE COUNTY.

IN RE:)

UNIVERSITY OF MIAMI)

PETITION FOR APPROVAL OF TWO AMENDMENTS TO
THE AMENDED CHARTER OF UNIVERSITY OF MIAMI

TO THE CIRCUIT COURT ABOVE NAMED AND TO THE HONORABLE JUDGES THEREOF:

The petition of University of Miami respectfully shows:

1.

On July 19, 1934, this honorable court, by the Honorable Uly O. Thompson, one of the judges thereof, entered an order approving the charter of petitioner and incorporated it under the name of THE UNIVERSITY OF MIAMI (INCORPORATED), which order was filed for record the 3rd day of August, 1934 and duly recorded in Book 40 of Corporations on Page 261 in the office of the Clerk of the Circuit Court in and for DADE COUNTY, FLORIDA. Said charter was amended from time to time between July 19, 1934 and July 10, 1955.

2.

On July 11, 1955, Honorable Marshall C. Wiseheart, a judge of the circuit court, examined a petition for an amended charter and approved an amended charter, which petition and certificate of approval of Judge Wiseheart was recorded in Corporation Book 78 at Page 590 in the office of the Clerk of the Circuit Court in and for Dade County, Florida. That as provided in said petition and by reason of such approval, petitioner's name was changed to UNIVERSITY OF MIAMI.

On February 7, 1957, petitioner's board of trustees, in meeting duly assembled and in accordance with petitioner's amended charter and by-laws, duly adopted:

(A) Resolution providing that the first paragraph of Section 1 of Article IV of the amended charter of petitioner reading as follows:

Section 1. - BOARD OF TRUSTEES. - The government of the affairs of this corporation shall be vested in a board of trustees, which shall consist of not more than thirty (30) trustees, exclusive of the president of the university who shall be a trustee by reason of his position as president of the university with power to vote on all matters except those in which he has a personal interest.

be amended to read as follows:

Section 1. - BOARD OF TRUSTEES - The government of the affairs of this corporation shall be vested in a board of trustees, which shall consist of not more than forty (40) trustees, exclusive of the president of the university who shall be a trustee by reason of his position as president of the university with power to vote on all matters except those in which he has a personal interest.

and

(B) Resolution providing that Article XIV of the amended charter of petitioner reading as follows:

At or prior to the first annual meeting of this corporation, the board of trustees adopted the by-laws of this corporation. Either the board of trustees or the executive committee may, from time to time, alter, revise, amend, or rescind such by-laws, and may adopt new by-laws.

be amended to read as follows:

At or prior to the first annual meeting of this corporation, the board of trustees adopted the by-laws of this corporation. The board of trustees may, from time to time, alter, revise, amend, or rescind such by-laws, and may adopt new by-laws.

The result of the amendment in (A) aforesaid is to increase the membership of petitioner's board of trustees from "not more than thirty (30) trustees" to "not more than forty (40) trustees." The effect of the amendment in (B) aforesaid is to eliminate the right in the executive committee of petitioner to alter, revise, rescind and adopt by-laws. At said meeting each of the aforesaid amendments were duly approved by petitioner's board of trustees and the president and secretary of, and the counsel to, petitioner, were authorized to take such action as may be necessary to present the amendments to a judge of the circuit court, as provided by law, including the execution and filing of this petition. The amended charter remains in full force and effect except as amended in the two respects specified above.

WHEREFORE, petitioner prays that Certificate of Approval be signed by a judge of the circuit court approving the aforesaid two amendments to amended charter of petitioner.

UNIVERSITY OF MIAMI

By /s/ Jay F. W. Pearson
President

Attest: /s/ E. Morton Miller
Secretary

Conf.
(SEAL)

/s/ Scott McCarthy Preston Steel & Gilleland

SCOTT MCCARTHY PRESTON STEEL & GILLELAND

/s/ Will M. Preston
WILL M. PRESTON

Attorneys for petitioner

STATE OF FLORIDA)

COUNTY OF DADE) ss

Before me, a Notary Public in and for the State of Florida, personally appeared Jay F. W. Pearson, to me personally known, and who being by me first duly sworn, says that he is President of University of Miami; that he has read the foregoing petition, is familiar with its contents, and they are true; and that it is intended in good faith to carry out the purposes and objects stated in the amended charter.

/s/ Jay F. W. Pearson
Jay F. W. Pearson

Sworn to and subscribed before
me this 4th day of February, 1957

/s/ Helen L. Wilson
Notary Public, State of Florida
at Large

My Commission expires: Notary Public, State of Florida at Large
My commission expires June 10, 1959
Bonded by American Surety Co. of N. Y.

N.P.
(SEAL)

CERTIFICATE OF APPROVAL
BY A JUDGE OF THE CIRCUIT COURT

The undersigned, one of the judges of the Circuit Court of the Eleventh Judicial Circuit in and for Dade County, Florida, having examined the foregoing petition for approval of two amendments to the amended charter of University of Miami, hereby finds that the same is in proper form and for purposes authorized by the relevant statutes of the State of Florida, and hereby approves said two amendments.

This 5th day of February, 1957.

/s/ Robert H. Anderson
Judge

I, E. B. LEATHERMAN, Clerk of the Circuit Court, DO
HEREBY CERTIFY that the foregoing is a true and
correct copy of Amendments to Charter
Filed in my office on the 5 day of Feb. 19 57
and recorded in Official Records
Book No. 59 at Page 496
WITH my hand and official seal on this the
27 day of Sept. A. D. 19 60
E. B. LEATHERMAN, Clerk Circuit Court
By H. J. Reese D.C.

IN THE CIRCUIT COURT OF THE
ELEVENTH JUDICIAL CIRCUIT, IN
AND FOR DADE COUNTY, FLORIDA

In re:

)
)
THE UNIVERSITY OF MIAMI
(INCORPORATED)
)
)

PETITION FOR AN AMENDED CHARTER OF
THE UNIVERSITY OF MIAMI (INCORPORATED)
AND TO CHANGE NAME TO UNIVERSITY OF MIAMI

TO THE CIRCUIT COURT ABOVE NAMED AND TO THE HONORABLE JUDGES THEREOF:

The petition of The University of Miami (Incorporated) respectfully shows:

1.

On July 19, 1934, this honorable court, by the Honorable Uly O. Thompson, one of the judges thereof, entered an order approving the charter of petitioner and incorporated it under the name of THE UNIVERSITY OF MIAMI (INCORPORATED), which order was filed for record the 3rd day of August, 1934 and duly recorded in Book 40 of Corporations on Page 261 in the office of the Clerk of the Circuit Court in and for Dade County, Florida.

2

From time to time said charter has been amended and your petitioner now desires to amend said charter by continuing the original charter and the amendments thereof insofar as they do not conflict with the amended charter.

3.

Petitioner desires to change its name to UNIVERSITY OF MIAMI and such change is provided for in the amended charter, said amended charter having been approved by the Board of Trustees.

WHEREOF, petitioner prays that the same be accepted and that its amended charter entitled "AMENDED CHARTER OF THE UNIVERSITY OF MIAMI, FORMERLY KNOWN AS THE UNIVERSITY OF MIAMI (INCORPORATED) and herewith submitted to the court.

THE UNIVERSITY OF MIAMI (INCORPORATED)

By /s/ Jay F. W. Pearson
President

ATTEST: /s/ C. D. Tharp (Corp.
Secretary Seal)

/s/ Anderson Scott McCarthy & Preston

ANDERSON SCOTT MCCARTHY & PRESTON

and

/s/ Will M. Preston
WILL M. PRESTON

Attorneys for petitioner

STATE OF FLORIDA)
) ss
COUNTY OF DADE)

Before me, a Notary Public in and for the State of Florida, personally appeared Jay F. W. Pearson, to me personally known, and who being by me first duly sworn, says that he is the President of The University of Miami (Incorporated); that he has read the foregoing petition, is familiar with its contents, and they are true; and that it is intended in good faith to carry out the purposes and objects stated in the amended charter.

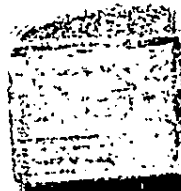
/s/ Jay F. W. Pearson
Jay F. W. Pearson

Sworn to and subscribed before me this
July 11th, 1955.

/s/ Will M. Preston
Notary Public State of Florida at Large

My Commission expires: _____
Notary Public State of Florida at Large
My Commission expires August 18, 1955.
Bonded by American Surety Co. of N. Y.

M.P.
(Seal)



CERTIFICATE OF APPROVAL
BY A JUDGE OF THE CIRCUIT COURT

The undersigned, one of the judges of the Circuit Court of the Eleventh Judicial Circuit in and for Dade County, Florida, having examined the foregoing application for an amended charter and the petition filed therewith, hereby finds that the same is in proper form and for purposes authorized by the relevant statutes of the State of Florida, and hereby approves said amended charter.

↓ This 11th day of July, 1955.

/s/ Marshall C. Wiseheart
Judge

AMENDED CHARTER OF THE
UNIVERSITY OF MIAMI,
FORMERLY KNOWN AS THE
UNIVERSITY OF MIAMI, INCORPORATED

ARTICLE I - NAME AND LOCATION

The name of this corporation shall be UNIVERSITY OF MIAMI. The principal office and place of business of the corporation shall be in the city of Coral Gables, Dade County, Florida, but it may establish such branch offices elsewhere, either within the State of Florida or elsewhere in the United States and in foreign countries, as the board of trustees may from time to time determine. The main campus, colleges, schools, and libraries of the university shall be in Coral Gables, Florida, but this corporation may establish colleges, schools, divisions, branches, libraries, extension departments, research and other laboratories, activities, and operations of the university at such place or places, either within the State of Florida or elsewhere in the United States and in foreign countries, as the board of trustees from time to time may determine.

ARTICLE II - GENERAL NATURE OR OBJECTS
OF UNIVERSITY

Section 1. - NATURE AND OBJECTS OF THE UNIVERSITY. - This corporation is not for profit, and it is formed for the purpose of establishing and operating a scientific institution of learning, otherwise known as the UNIVERSITY OF MIAMI, having as integral departments thereof such various colleges, schools, laboratories, research activities, operations, and other departments as may be deemed suitable by its board of trustees. This corpora-

tion shall have power to accept as gifts and grants for such purposes personal, or other property, of any kind and character whatsoever; to own, buy, lease, sell, or mortgage real estate and personal property in Florida or elsewhere; to contract debts and borrow money in the name of said university; to enter into contracts with persons, firms, corporations (private or non-profit), and with governments, foreign or domestic, and with their departments, boards, or agencies; to confer degrees and diplomas as is customary with universities; to sue and be sued, complain, and defend, in any court of law and equity, as fully as natural persons; to prescribe by-laws, not inconsistent with law or with this amended charter, regulating the manner in which its general business shall be conducted and the privileges granted to it by law shall be exercised and enjoyed; to exercise, by its board of trustees or by its executive committee, all incidental and implied powers as shall be necessary to carry on its express powers; and to do any and all other things which may be lawful and proper for a university to do in carrying out the general objects for which it is incorporated, as herein set forth.

Section 2. - ENUMERATION OF POWERS. - The enumeration of particular powers in this amended charter shall not be deemed or held to be exclusive but, in addition to the powers enumerated herein, implied hereby, incidental hereto, or appropriate to the exercise thereof, this corporation may do everything necessary and appropriate for the accomplishment of the objects enumerated in this amended charter, or necessary or incidental to the benefit and protection of the corporation, and may carry on any lawful activity or operation necessary or incidental to the attainment of the objects of the corporation, whether or not such activities or operations are similar in nature to the objects enumerated in this amended charter, and may exercise

all other powers which are now, or which may hereafter be, capable of being possessed, exercised, or enjoyed by literary, educational, vocational, scientific, historical, or medical institutions, corporations, and associations under the Constitution and laws of the State of Florida, and all powers of the corporation, whether expressed or implied, shall be possessed and exercised in the manner provided by this amended charter, and, when not so prescribed, then in such manner as may be provided by resolution or motion of the board of trustees or by the executive committee of this corporation.

ARTICLE III - MEETINGS OF THE BOARD

Section 1. - ANNUAL MEETING. - The annual meeting of the board of trustees of this corporation may be held on the first Monday in February in each year or at such other time or times and at such place or places as the board of trustees may determine from time to time by resolution adopted at any annual, special, or adjourned meeting held before or after the annual meeting date above mentioned.

Section 2. - SPECIAL MEETINGS. - Special meetings of the board of trustees may be held at any place and at any time whenever and wherever called by the chairman of the board, by the vice chairman, by the president of this corporation, or by written request of a majority of the board of trustees, provided, however, that if any special meeting of the board is held outside of the State of Florida written notice of at least ten days shall be given by mail to each member of the board.

ARTICLE IV. - MANAGEMENT OF CORPORATION AND ELECTION OF TRUSTEES

Section 1. - BOARD OF TRUSTEES. - The government of the affairs of this corporation shall be vested in a board of trustees, which shall consist

of not more than thirty (30) trustees, exclusive of the president of the university who shall be a trustee by reason of his position as president of the university with power to vote on all matters except those in which he has a personal interest.

The members of the board of trustees shall, at all times, be divided into three classes numerically equal, as nearly as possible, so that the terms of one-third of such trustees (other than the trustee-president of the University) expire each year. The names of the members of the present board of trustees are as follows:

Date of election
to Board

March 9, 1950
March 9, 1950
April 4, 1944
April 4, 1944
April 6, 1953
March 9, 1950
April 6, 1953
April 4, 1944
February 7, 1955
December 11, 1945

Terms Expire in February, 1956

Harry Hood Bassett
Sam Blank
Oscar E. Dooly
Gilbert Grosvenor
Charles F. Kettering
Fleming G. Bailey
Frank Smathers, Jr.
McGregor Smith
George G. Wheeler, Jr.
George E. Whitten

Terms Expire in February, 1957

February 5, 1956
April 6, 1953
April 6, 1953
February 7, 1955
February 1, 1954
April 6, 1953
February 7, 1955
January 27, 1942
February 1, 1954

Roscoe Brunstetter
John C. Clark
William Arnold Hanger
Baton de Hirsch Meyer
C. B. Moak
Eleanor P. Montgomery
Max Orevitz
Daniel H. Redfearn
John M. Snyder

Terms Expire in February, 1958

April 6, 1953
April 6, 1953
March 9, 1950
April 4, 1944
March 9, 1950
February 7, 1955

Arthur Vining Davis
W. Alton Jones
John S. Knight
John Oliver LeGorce
Daniel J. Mahoney
J. N. McArthur

June 11, 1946
July 30, 1937
May 2, 1955

Robert Pentland, Jr.
Arthur A. Ungar
Ione S. Wynne

HONORARY MEMBER

July 30, 1937
(Elected Honorary Trustee February 1, 1954)

George C. Estill

Said trustees shall serve until their successors are duly elected and qualified. ^{at} Said three classes, with the president of the university, shall constitute the board of trustees.

As the terms of those designated in the various classes expire, the remaining trustees, at any annual, special, or adjourned meeting, shall elect a like number of persons to fill the vacancies so created, who shall hold office for three years.

The president of the university, during his term of office, shall be a member of the board of trustees and of the executive committee of the corporation by reason of his position as president of the university, with voting power as specified in Article IV, section 1, of this amended charter.

Section 2. - HONORARY TRUSTEES. - Honorary trustees may be appointed by the board of trustees; however, an honorary trustee shall not be included in the maximum number of trustees, shall not be entitled to receive, but may receive, notice of any annual or special meeting, and, if in attendance thereat, shall not be entitled to vote on any question and shall not be counted in determining a quorum.

Section 3. - ELECTIONS. - At all elections held after the date of the order of court approving this amended charter, a majority vote of the trustees present shall be required to elect. Any trustee shall be eligible to re-election for one or more terms.

Section 4. - VACANCIES IN BOARD. - At any annual, special, or adjourned meeting, the board of trustees may, by ballot, fill any vacancies on the board or in the offices of the university arising through death, resignation, nonelection, or otherwise; the term of office of a trustee so elected shall be fixed by the board at the time of his election.

ARTICLE V. - MEMBERSHIP OF BOARD

Any reputable person interested in higher education and in the purposes of the university shall be eligible to membership through election as trustee, as provided in this amended charter.

ARTICLE VI. - TERM OF EXISTENCE

Section 1. - TERM OF EXISTENCE. - This corporation shall have perpetual existence.

Section 2. - DISSOLUTION. - If this corporation should ever be dissolved for any reason or should it discontinue its operations as a university or should its corporate existence be discontinued for any reason, its property and assets shall not belong to the trustees or to any other individual, firm, or corporation, but shall be the property and assets of the corporation or association, established for educational purposes, which succeeds the UNIVERSITY OF MIAMI, and to which such property and assets are assigned by this corporation. If no successor corporation or association is established to receive said property and assets, the same shall be the property of the people of the State of Florida to be used as provided by the laws of Florida.

ARTICLE VII - NAMES AND RESIDENCES OF SUBSCRIBERS

The full names and residences of the subscribers to the original charter of this corporation are as follows:

Bowman Foster Ashe	Coral Gables, Florida
John Thom Holdsworth	Coral Gables, Florida
Orton Lowe	Coral Gables, Florida
Jay F. W. Pearson	Coral Gables, Florida
Mary B. Merritt	Coral Gables, Florida

ARTICLE VIII - NAMES OF MANAGING OFFICERS

The names of the officers specified in the original charter of this corporation to manage the affairs of the university were Bowman Foster Ashe; John Thom Holdsworth; Orton Lowe; Jay F. W. Pearson; Mary B. Merritt, as members of the board of trustees. The names of the administrative officers who now manage the affairs of the university are those specified in the minutes of the corporation.

ARTICLE IX - INDEBTEDNESS AND LIABILITY

The highest amount of indebtedness or liability to which the corporation may at any time subject itself is the sum of five hundred million dollars (\$500,000,000), and in this connection the provisions of section 617.06, Florida Statutes, 1953, shall be applicable to the corporation and the foregoing powers shall exist without regard to whether such amount of five hundred million dollars (\$500,000,000) is greater or less than two-thirds of the value of its property.

ARTICLE X - AMOUNT OF REAL ESTATE WHICH MAY BE HELD

The amount in value of real estate which the corporation may hold is five hundred million dollars (\$500,000,000).

ARTICLE XI - OFFICERS - EXECUTIVE COMMITTEE

Section 1. - PRESIDENT AND OFFICERS. - The board of trustees, shall elect the president of the university and fix his term of office and shall annually elect by ballot one of their number to be chairman of the board and one of their number to be vice chairman of the board. The board shall also annually elect a vice president or vice presidents, a treasurer and a secretary, who may or may not be members of the board, and an assistant treasurer and assistant secretary, who shall not be members of the board, and such other officer or officers as the board of trustees may determine.

Section 2. - EXECUTIVE COMMITTEE. - The chairman of the board of trustees, with the approval of the board of trustees, shall appoint five (5) members of the board, who with the chairman of the board and the president of the university, shall constitute an executive committee of seven (7) members, which executive committee, when the board is not in session, shall exercise all the powers of the board of trustees, except that of alienating or encumbering the real estate or endowments of the corporation and that of electing or removing a president of the university or adopting or altering the by-laws of the corporation.

The chairman of the board, with the approval of the board of trustees, shall appoint the chairman of the executive committee from one of the five (5) executive committee members of the board so appointed by the chairman and so approved by the board of trustees. The same person may not hold more than one office in the corporation, except as above permitted, provided, however, that the president of the university may be a trustee and a member of the executive committee.

Section 3. - TERM OF OFFICE - The terms of all officers, except that of president, including the chairman of the board, shall be one (1) year or until their respective successors are elected; however, any officer, except the president, may be removed from office at any time by the board of trustees or by the executive committee.

Section 4. - REMOVAL OF PRESIDENT. - Removal of the president from office shall be in the exclusive power of the board of trustees. He cannot be removed except by a vote of at least fifteen (15) trustees.

ARTICLE XII - QUORUMS

A quorum of the Board of Trustees shall consist of nine (9) members. A quorum of the executive committee shall consist of four (4) members. Any resolution, motion, question, or other action approved by a majority of the members present at a meeting at which a quorum is present shall be the lawful and authorized action or exercise of power by the board of trustees or by the executive committee, in the case may be, and any action taken pursuant thereto shall be the act and deed of this corporation, provided, however, that the president cannot be removed except by a vote of at least fifteen (15) trustees.

ARTICLE XIII - PROXIES

Proxies may be used at the annual meeting or at a special meeting or at an adjourned meeting for the election of trustees or for changes or amendments to the charter or by laws, provided such purposes are set forth in the notice of any such annual meeting, special meeting, or adjourned meeting which notice shall be given not less than ten (10) days and not more than thirty (30) days before it occurs. Proxies shall

not be used for any other purpose or for obtaining a quorum.

ARTICLE XIV - BY-LAWS

At or prior to the first annual meeting of this corporation, the board of trustees adopted ⁴by-laws of this corporation. Either the board of trustees or the executive committee may, from time to time, alter, revise, amend, or rescind such by-laws, and may adopt new by-laws.

In witness whereof, the UNIVERSITY OF MIAMI has caused its name and its corporate seal to be hereunto affixed by its proper officers, this the 11th day of July, 1955.

UNIVERSITY OF MIAMI

By /s/ Jay F. W. Pearson
President

(Corporate
Seal)

ATTEST: Florida

/s/ C. D. Tharp
Secretary

J. E. B. LEATHERMAN, Clerk of the Circuit Court, DO
HEREBY CERTIFY that the foregoing is a true and
correct copy of Amended Charter
filed in my office on the 11 day of July 1955
and recorded in Corporation
Book No. 28 at Page 590
Witness my hand and official seal on this the
3 day of Oct A. D. 1960
J. E. B. LEATHERMAN, Clerk Circuit Court
By J. F. Pearson D.O.

IN THE CIRCUIT COURT OF
THE ELEVENTH JUDICIAL
CIRCUIT OF FLORIDA.

IN RE: THE UNIVERSITY OF MIAMI, INCORPORATED;
a corporation not for profit, charter
approved by order of a Judge of the
Circuit Court of the Eleventh Judicial
Circuit of Florida on July 19, 1934,
recorded in Corporation Record Book 40,
Page 261, et sequitur, and amended by
order of a Judge of said Court on
August 2, 1935, recorded in Corporation
Record Book 41 at Pages 504 and 505.

ORDER APPROVING AMENDMENTS TO CHARTER

The Petition of The University of Miami, Incorporated,
a corporation not for profit, organized and existing under the
laws of the state of Florida, with its principal office and
place of business in Dade County, Florida, its charter having
been approved by one of the Judges of this Court on July 19,
1934, and being recorded in Corporation Record Book 40, Page
261, et sequitur, and having been amended by order of one of
the Judges of this Court on August 2, 1935, which order has been
recorded in Corporation Record Book 41 at Pages 504 and 505,
having been filed before me, praying for the approval, by a
Judge of this Court, of two proposed amendments, being in words
and figures following, to-wit:

"ARTICLE IX.
Indebtedness and Liability

The highest amount of indebtedness or liability to
which the corporation may subject itself at any time
is the sum of Ten Million Dollars (\$10,000,000);

ARTICLE X.
Amount of Real Estate Which May Be Held

The amount in value of real estate which the corporation may hold is Fifty Million Dollars (\$50,000,000)."

And, it appearing that the said two proposed amendments embodied in an appropriate resolution have been duly adopted by the Board of Trustees, at a meeting duly called and held on June 2, 1947, and that the said amendments are for the best interests of the said corporation; and the Court finding that the law has been complied with in all respects, and the said two amendments are appropriate to the purposes for which the said corporation was created and would be to the best interests of the said corporation;

IT IS ORDERED, ADJUDGED AND DECREED that each of the said amendments be and the same is hereby approved; and, upon the recordation of this order in the appropriate books in the office of the Clerk of the Circuit Court of the Eleventh Judicial Circuit of Florida, each of the said amendments shall become and be taken as part of the original charter of the said corporation.

Ordered and done, in chambers, at Miami, Florida, this 3rd day of June, 1947.

/s/ Charles A. Carroll
CIRCUIT JUDGE

IN THE CIRCUIT COURT OF THE
ELEVENTH JUDICIAL CIRCUIT IN
AND FOR DADE COUNTY, FLORIDA

In Chancery No. _____

IN RE: CERTIFICATE OF
INCORPORATION OF THE
UNIVERSITY OF MIAMI,
INCORPORATED

PETITION FOR AMENDMENT OF CERTIFICATE OF INCORPORATION

The petition of The University of Miami, Incorporated,
a corporation not for profit, organized and existing under the
laws of the State of Florida, with its principal office and
place of business in Dade County, Florida, respectfully shows:

1.

That its certificate of incorporation was granted by
this honorable court on July 19, 1934. In Article XI of said
certificate of incorporation it was provided that the Board of
Trustees shall elect a president of the University and fix his
term, and shall also elect a treasurer, a secretary, and an
assistant treasurer. No provision was made for the election by
said Board of Trustees of vice presidents and assistant secre-
taries, and said Board, in a meeting duly called on July 22,
1948, resolved that its certificate of incorporation should be
amended so as to authorize the Board to appoint vice presidents
and assistant secretaries. A copy of said resolution is
attached to this petition and made a part hereof, and marked

Exhibit "A." July 19, 1948

WHEREFORE, petitioner prays that this honorable court or one of the judges thereof, approve the amendment to its certificate as evidenced by said resolution, and that the same may be recorded in the clerk's office, and that it shall become a part of the original certificate of incorporation.

REDFEARN & FERRELL

By /s/ D. H. Redfearn
Attorneys for Petitioner

W. J. HESTER, as Secretary of The University of Miami, Incorporated, being sworn by me, the undersigned officer, says on oath that the statements contained in the foregoing petition are true.

/s/ W. J. Hester

Sworn to and subscribed
before me, this 27th day
of July, 1948

/s/ Helen L. Wilson
Notary Public, State of Florida at Large

(Seal) My commission expires: May 15, 1951
Bonded by American Surety Co. of N. Y.

R E S O L U T I O N

OF BOARD OF TRUSTEES OF

THE UNIVERSITY OF MIAMI, INCORPORATED

WHEREAS, The University of Miami, Incorporated, was incorporated by an order of the Circuit Court of Dade County,

Florida, on July 19, 1934; and

WHEREAS, in its certificate of incorporation the following provision was made with reference to officers:

"ARTICLE XI - OFFICERS:

The Board of Trustees shall elect the President of the University and fix his term of office; they shall annually elect by ballot one of their number to be a Chairman of the Board; they shall also annually elect a Treasurer and a Secretary, who may or may not be members of the Board, and an Assistant Treasurer who shall not be a member of the Board; they shall also annually elect six (6) members who, with the President of the University, shall constitute an Executive Committee, which Executive Committee, when the Board is not in session, shall exercise all the powers of the Board, except that of alienating or encumbering the real estate or endowments of the Corporation and that of electing a President of the University."

and

WHEREAS, as shown from the above quotation, said certificate of incorporation did not provide for the appointment of vice presidents or assistant secretaries, and it is the desire of the Board of Trustees of said University that its certificate of incorporation be amended so as to provide for vice presidents and assistant secretaries of the University; and

WHEREAS, the by-laws of the University, in paragraph 7, follow the provisions of the certificate of incorporation and do not provide for such officers, and it is the opinion of the Board of Trustees that the by-laws and the certificate of incorporation should be amended so as to include such provision,

NOW, THEREFORE, BE IT RESOLVED by the Board of Trustees of The University of Miami, Incorporated, duly assembled

at a called meeting on this, the 22nd day of July, 1948, that this resolution, together with appropriate petition, be presented to the Circuit Court of the Eleventh Judicial Circuit of Dade County, Florida, seeking the amendment of its certificate of incorporation so as to provide for vice presidents and assistant secretaries of The University of Miami, Incorporated.

BE IT FURTHER RESOLVED that The University of Miami, Incorporated, be instructed to proceed immediately to obtain the amendment of said certificate of incorporation, so that the Board of Trustees may amend its by-laws accordingly.

This 22nd day of July, 1948.

/s/ Julian S. Eaton
Chairman of Board

/s/ W. J. Hester
Secretary

(Corporate Seal of University
of Miami)

The undersigned circuit judge, to whom the foregoing amendment to the charter of the University of Miami, Incorporated, has been this day presented, finds that the same is in proper form and has an object authorized by Florida law. Said amendment to the charter is hereby approved and the clerk of this court is directed to record the same, with all endorsements thereon, in his office, and from thenceforth the said charter shall be amended as prayed.

DONE AND ORDERED in chambers at Miami, Florida, this 28 day of July, 1948.

/s/ Ross Williams
Circuit Judge

IN THE CIRCUIT COURT OF THE
SEVENTH JUDICIAL CIRCUIT IN
AND FOR DADE COUNTY, FLORIDA
IN CHANCERY No. 12345

IN RE: CERTIFICATE OF INCORPORATION
OF
THE UNIVERSITY OF MIAMI
(INCORPORATED)

*Filed before me this 5th
day of Nov 1950
R. C. Sullivan
Circuit Judge
RCS*

ORDER APPROVING AMENDMENTS TO CHARTER

The Petition of The University of Miami (Incorporated),
a corporation not for profit organized and existing under the
laws of the State of Florida, with its principal office and place
of business in Dade County, Florida, its Charter having been
approved by one of the Judges of this Court on July 19, 1934,
and recorded in Corporation Record Book 40, Page 261, et sequitur,
and having been amended by order of one of the Judges of this
Court on August 2, 1935, recorded in Corporation Record Book 41
at Pages 504 and 505, on June 3, 1947, recorded in Corporation
Record Book 59 at Page 120, and on July 28, 1948, recorded in
Corporation Record Book 61 at Page 360, having been filed be-
fore me, praying for the approval by a Judge of this Court of
two proposed amendments, being in words and figures following,
to-wit:

"ARTICLE IX

INDEBTEDNESS AND LIABILITY

The highest amount of indebtedness or

WILLIAM BOWEN COMPANY, BROKERS
RESEARCH AND INVESTMENT SERVICE IN
THE SECURITIES MARKET OF THE

liability to which the corporation may
subject itself at any time in the sum
of twenty-five million dollars (\$25,000,000.00).

and

"ARTICLE X

AMOUNT OF REAL ESTATE WHICH MAY BE HELD

The amount in value of real estate
which the corporation may hold is
two hundred million dollars (\$200,000,000.00)"

And, it appearing that the said two proposed amendments,
embodied in an appropriate resolution, have been duly adopted by
the Finance and Executive Committee of the Board of Trustees at
a meeting duly called and held on the 31st day of October, 1952,
acting when the Board of Trustees was not in session as provided
in the By-Laws of said corporation; that the said amendments are
for the best interests of the said corporation; and the Court
finding that the law has been complied with in all respects, and
the said two amendments are appropriate to the purposes for which
the corporation was created;

IT IS ORDERED, ADJUDGED AND DECREED that each of the
two said amendments be and the same is hereby approved; and, up-
on the recordation of this order in the appropriate books in
the office of the Clerk of the Circuit Court of the Eleventh
Judicial Circuit of Florida, each of the said amendments shall
become and be taken as part of the original Charter of said
corporation.

Ordered and done, in chambers, at Miami, Florida, this
5th day of November, 1952.

/s/ Vincent C. Giblin
CIRCUIT JUDGE

CLERK'S NOTE:

Petition for Amendment of Certificate of
Incorporation being pages 480, 481, 482, 483 and
484 omitted.

IN THE CIRCUIT COURT,
DADE COUNTY, FLORIDA
No. _____

IN RE:

THE UNIVERSITY OF MIAMI, INCORPORATED,
a corporation not for profit, charter
approved by order of a Judge of the
Circuit Court of Dade County, Florida,
on July 19, 1934, recorded in Corpora-
tion Record Book 40, Page 261, et seq.

ORDER APPROVING AMENDMENTS TO CHARTER

The Petition of The University of Miami, Incorporated,
a corporation not for profit, organized and existing under the
laws of the State of Florida, with its principal office and
place of business in Dade County, Florida, its charter having
been approved by one of the Judges of this Court on July 19,
1934, and being recorded in Corporation Record Book 40, Page
261, et seq., having been filed before me, praying for the
approval, by a Judge of this Court, of two proposed amendments
to its charter, said proposed amendments being in words and
figures following, to-wit:

" ARTICLE IX.
INDEBTEDNESS AND LIABILITY
"THE HIGHEST AMOUNT OF INDEBTEDNESS OR LIABILITY
WHICH THE CORPORATION MAY AT ANY TIME SUBJECT
ITSELF IS THE SUM OF TWO MILLION DOLLARS
(\$2,000,000.00)";

and

" ARTICLE X.
AMOUNT OF REAL ESTATE WHICH MAY BE HELD.
"THE AMOUNT IN VALUE OF REAL ESTATE WHICH
THE CORPORATION MAY HOLD IS FIVE MILLION
DOLLARS (\$5,000,000.00)."

and, it appearing that the said two proposed amendments embodied in an appropriate resolution, have been duly adopted by the Executive Committee of the Board of Trustees, at a meeting duly called and held, on July 30, 1935, and acting when the Board of Trustees was not in session, as provided in a by-law of the said Corporation, and that the said amendments are for the best interests of the said Corporation; and the Court finding that the law has been complied with in all respects, and that the said two amendments are appropriate to the purposes for which the said Corporation was created and would be to the best interests of the said Corporation;

IT IS ORDERED, ADJUDGED AND DECREED that each of the said amendments be, and the same is, hereby approved; and, upon the recordation of this Order in the appropriate book in the office of the Clerk of the Circuit Court of Dade County, Florida, each of the said amendments shall become and be taken as part of the original charter of the said Corporation.

Ordered and done, in chambers, at Miami, Florida,
this August 2nd, 1935.

Worth W. Trammell
CIRCUIT JUDGE

CHARTER OF THE UNIVERSITY OF MIAMI (INCORPORATED)
IN THE CIRCUIT COURT
FOR THE ELEVENTH JUDICIAL CIRCUIT
DADE COUNTY, FLORIDA

IN RE:

APPLICATION FOR CHARTER FOR
THE UNIVERSITY OF MIAMI (INCORPORATED)

SS

TO: ULY O. THOMPSON
One of the Honorable Judges of said
Court:

We, the undersigned, being desirous of associating ourselves together for the purpose of forming a scientific institution of learning, otherwise known as a University, being an institution not for profit, under the provisions of Sections 6495 (4499) and 6496 (4500) Compiled General Laws of Florida, 1927, and other laws relevant thereto, do hereby present for approval the following proposed charter therefor, namely:

CHARTER OF THE UNIVERSITY OF MIAMI (INCORPORATED)

ARTICLE I - NAME

The name of this corporation shall be THE UNIVERSITY OF MIAMI (INCORPORATED); its location shall be in Coral Gables, Dade County, Florida.

ARTICLE II - GENERAL NATURE OF OBJECT

This corporation is not for profit and is formed for the purpose of establishing and operating a scientific institution of learning, otherwise termed a "University", having as parts thereof such various colleges, schools, and departments as may be deemed suitable by its Board of Trustees; to accept as gifts for such University real or personal property; to own, buy, sell and mortgage real estate and personal property; to contract debts and borrow money in the name of said University; to grant and confer degrees and diplomas as is customary with Universities and in accordance with the by-laws; and to do any and all other things which may be lawful and be deemed proper for a University to do in carrying out its principal purposes.

ARTICLE III - ANNUAL MEETING

The annual meeting of the Corporation shall be held on the first Monday in February in each year.

ARTICLE IV - MANAGEMENT OF CORPORATION AND ELECTION OF TRUSTEES

Section 1: The government of the affairs of this corporation shall be vested in a Board of Trustees, which shall consist of not more than thirty (30) Trustees. The subscribers

hereto shall constitute said Board of Trustees for the time being; they shall by majority vote appoint at least nine (9) additional Trustees prior to the annual meeting of February, 1935; upon such election of at least nine (9) additional Trustees, and thereafter, the President of the University shall, during his tenure of office, be an ex-officio member of said Board of Trustees.

Section 2: At the first annual meeting of the corporation, the then members (other than the President) of the Board of Trustees, shall be divided by lot into three classes as nearly equal in number in each class, as may be: thereupon, the seats of those designated as in ^{the} first class shall become vacant; and the remaining Trustees shall thereupon elect a like number of persons to fill the vacancies so created, who shall hold office for three years; the Trustees designated as in the second class shall hold office for one year, and the Trustees designated as in the third class shall hold office for two years then next ensuing. At each annual meeting thereafter, the Trustees holding office for unexpired terms shall elect Trustees for three-year terms to hold office in place of the class the terms of members of which expire with such annual meeting. Said three classes, with the President, shall constitute the Board of Trustees.

Section 3: All elections for Trustees shall be by ballot; at all elections held after the year 1934, a majority vote of Trustees present shall be required to elect. Any Trustee shall be eligible to re-election.

Section 4. At any annual or special meeting, the Board of Trustees may, by ballot, fill any vacancies on the Board arising through death, resignation, non-election, or otherwise; the term of office of a Trustee so elected shall be fixed by the Board in the resolution for his election, but the elected members of the Board shall, at all times, be equally divided into three classes numerically equal, so far as may be, so that terms of one-third of such Trustees (other than ex-officio Trustees) expire each year.

ARTICLE V - QUALIFICATION OF MEMBERS AND MANNER OF ADMISSION

Any reputable person interested in higher education of the young shall be eligible to membership through election as Trustee, as hereinafter provided.

ARTICLE VI - TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE VII - NAMES AND RESIDENCES OF SUBSCRIBERS

The names and residences of the subscribers are as follows:

Bowman Foster Ashe,	Coral Gables, Florida
John Thom Holdsworth,	Coral Gables, Florida
Orton Lowe,	Coral Gables, Florida
Jay F. W. Pearson,	Coral Gables, Florida
Mary B. Merritt,	Coral Gables, Florida

ARTICLE VIII - NAMES OF MANAGING OFFICERS

The names of the officers who are to manage all the affairs of the corporation until the first election or

appointment of Trustees under the terms of charter are:
Bowman Foster Ashe; John Thom Holdsworth; Orton Lowe; Jay F.
W. Pearson; Mary B. Merritt, as members of the Board of Trus-
tees.

ARTICLE IX - INDEBTEDNESS AND LIABILITY

The highest amount of indebtedness or liability which
the corporation may at any time subject itself is the sum of
One Million Dollars (\$1,000,000).

ARTICLE X - AMOUNT OF REAL ESTATE WHICH MAY BE HELD

The amount in value of real estate which the corpora-
tion may hold is two million dollars (\$2,000,000).

ARTICLE XI - OFFICERS

The Board of Trustees shall elect the President of
the University and fix his term of office; they shall annually
elect by ballot one of their number to be a Chairman of the
Board; they shall also annually elect a Treasurer and a Secre-
tary, who may or may not be members of the Board, and an
Assistant Treasurer who shall not be a member of the Board;
they shall also annually elect six (6) members who, with the
President of the University, shall constitute an Executive
Committee, which Executive Committee, when the Board is not
in session, shall exercise all the powers of the Board, ex-
cept that of alienating or encumbering the real estate or en-
dowments of the Corporation and that of electing a President
of the University.

ARTICLE XII - QUORUMS

A quorum of the Board of Trustees shall consist of

two-thirds of its members; or if there be more than twelve (12) members, not less than nine (9); a quorum of the Executive Committee shall consist of four (4) members.

ARTICLE XIII - PROXIES

Proxies may be used at the annual meeting for the election of Trustees or for changes or amendments to the Charter or By-Laws, or at a special or adjourned meeting for the same purposes, provided such purposes are set forth in the notice of such special or adjourned meeting not less than thirty (30) days before it occurs. Proxies shall not be used for any other purposes.

ARTICLE XIV - BY-LAWS

At or prior to the first annual meeting, the Board of Trustees shall adopt such By-Laws as they may deem expedient or necessary in carrying out the lawful purposes of the corporation, and said Board may, from time to time, alter, amend or rescind such By-Laws, and adopt new By-Laws.

WHEREFORE, the subscribers pray that your Honor may approve said proposed charter, by endorsement thereon.

Jay P. W. Pearson

John Thom Holdsworth

Mary B. Merritt

Orton Lowe

Rowman Foster Ashe

STATE OF FLORIDA)
COUNTY OF DADE)

BEFORE ME, Fridolin Stuessy, a Notary Public, State

of Florida, at large, residing in Miami, Dade County, Florida,
this day personally appeared BOWMAN FOSTER ASHE, one of the
subscribers to the foregoing charter and application, and
acknowledged that he executed the same.

GIVEN UNDER MY HAND AND NOTARIAL SEAL, this 13th day
of July, A. D. 1934.

(N. P. SEAL)

Pridolin Stuessy
Notary Public, State of Florida
at large
My Commission expires: Feb. 18, 1936.

STATE OF FLORIDA)
COUNTY OF DADE)

BOWMAN FOSTER ASHE, being first duly sworn, on oath,
deposes and says that he is one of the subscribers named in the
foregoing charter, and that it is intended in good faith to
carry out the purposes and objects set forth therein.

Bowman Foster Ashe

SUBSCRIBED AND SWORN TO BEFORE ME,
this 13th day of July, A. D. 1934.

Pridolin Stuessy
Notary Public, State of Florida at Large
My Commission expires: Feb. 18, 1936.
(N. P. SEAL)

CERTIFICATE OF APPROVAL BY JUDGE OF
CIRCUIT COURT

The undersigned, one of the Judges of the Circuit Court, Eleventh Judicial Circuit, State of Florida, having examined the foregoing application and proposed charter, finds that the same is in proper form and for an object as authorized by the relevant statutes of Florida, and hereby approves said Charter.

Dated: July 19th, 1934.

Uly O. Thompson (Signed)
JUDGE

STATE OF FLORIDA)
COUNTY OF DADE)

I, E. B. LEATHERMAN, Clerk of the Circuit Court, in and for Dade County, Florida, DO HEREBY CERTIFY that the above and foregoing pages contain a true and correct copy of the Charter of The University of Miami, Incorporated, filed August 3, 1934 and recorded in Corporation Book 40 at pages 261 to 267, inclusive; the Order Approving Amendments to Charter, filed August 2, 1935 and recorded in Corporation Book 41 at pages 504 and 505; the Order Approving Amendments to Charter, filed June 3, 1947 and recorded in Corporation Book 59 on page 120; the Order Approving Amendments to Charter, filed July 28, 1948 and recorded in Corporation Book 61 on page 360; and the Order Approving Amendments to Charter, filed November 5, 1952 and recorded in Corporation Book 71 on page 480, according to the records in this office.

IN WITNESS WHEREOF, I have hereunto set my hand and
my official seal, this 1st day of _____, 19____.



No. NP# 2242-A

NAME

University of Miami
~~(INCORPORATED)~~

FILED IN THE OFFICE OF
SECRETARY OF STATE
OF FLORIDA

4-13-61

TOM ADAMS
SECRETARY OF STATE

BY. RCW

STATE OF FLORIDA
REDFEARN, FERRELL & SIMON
ATTORNEYS AND COUNSELORS AT LAW - OFFICE

D. H. REDFEARN
P. H. FERRELL
EDWIN O. SIMON

SECOND FLOOR, FIVE FIFTH BUILDING
525 BRICKELL AVENUE
MIAMI 30, FLORIDA

April 10, 1961

Honorable Tom Adams
Secretary of State
Tallahassee, Florida

Dear Mr. Adams:

I am herewith enclosing you resident
agent's certificate of the University of Miami,
together with check for \$1.00 filing fee.

Yours sincerely,

D. H. Redfearn
D. H. Redfearn

dhr/y
encls

George E. Whitton
Daniel J. Mahoney

N. EAST
BALANCE DUE
REFUND

15-W. PISGior St., Miami 32, Fla.
7100 N.W. 32nd Ave., Miami 47, Fla.
1001 N.W. 7th St., Miami, Florida.

By *John H. Redfearn*
PRESIDENT

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By *D. H. Redfearn*

It is necessary to file this certificate within thirty days after filing Certificate of Incorporation, as to domestic Corporations and within thirty days after issuance of permit to foreign corporations; and thereafter only when corporation has changed its place of business or agent.

Filing Fee, \$1.00

STATE OF FLORIDA

OFFICE

SECRETARY OF STATE

CORPORATION NOT FOR PROFIT

RECEIVED
JAN 13 9 05 AM '61
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served and Names and Addresses of the Officers and Directors.

In pursuance of Chapter 4734, Florida Statutes 1953, the following is submitted, in compliance with said Act:

First-That UNIVERSITY OF MIAMI (INCORPORATED)

a corporation duly organized and existing under the laws of the State of Florida

with its principal place of business at City of Coral Gables

County of Dade State of Florida

has designated and established 350 Brickell Avenue, Second Floor,
(Street or building)

City of Miami County of Dade

State of Florida as its place of business or domicile for the service of

process within this State, and named as its agents D. H. Redfearn

to accept service of process.

OFFICERS:

AFFIX TITLES:
NAME

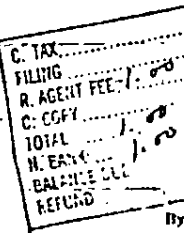
SPECIFIC ADDRESS

Jay F. W. Pearson, Presidentc/o University of Miami
Coral Gables 46, FloridaE. Morton Miller, Secretaryc/o University of Miami
Coral Gables 46, FloridaEugene E. Cohen, Treasurerc/o University of Miami
Coral Gables 46, FloridaRobert Johns, Executive Vice Pres.c/o University of Miami
Coral Gables 46, Florida

DIRECTORS: (THREE (3) required by law)

NAME

SPECIFIC ADDRESS

Oscar E. Dooley616 Ingraham Bldg., Miami 32, Fla.Robert Pontland, Jr.1701 duPont Bldg., Miami 32, Fla.Max OrovitzOne Lincoln Rd., Miami Beach 39, Fla.Daniel H. Redfearn550 Brickell Ave., Miami 32, FloridaJay F. W. Pearsonc/o Univ. of Miami, Coral Gables, Fla.J. Neville McArthur6851 N. E. 2nd Ave., Miami 38, Fla.Arthur A. Ugar25 W. Flagler St., Miami 32, Fla.George E. Whitten7100 N.W. 32nd Ave., Miami 47, Fla.Daniel J. Mahoney1001 N.W. 7th St., Miami, Florida.

By Jay F. W. Pearson
PRESIDENT

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By D. H. Redfearn

It is necessary to file this certificate within thirty days after filing Certificate of Incorporation, as to domestic Corporations and within thirty days after issuance of permit to foreign corporations; and thereafter only when corporation has changed its place of business or agent.

Filing Fee, \$1.00

NP 22428

1962

REPORT OF
CORPORATION NOT FOR PROFIT

University of Miami
(name)
(Incorporated)

P. O. ADDRESS

Filed in the office of the Secretary of State
of the State of Florida, this 27
day of March
A. D. 1962

TOM ADAMS, Secretary of State

OFFICE OF
VICE PRESIDENT AND TREASURER

Dr. Jay P.
University of

Dr. Robert
University of

Dr. C. Dore
University of

Dr. Franklin
University of

Mr. Thomas
University of

Dr. Irving
University of

Mr. Eugene
University of

Dr. S. Morton
University of

Mrs. Irene
University of

Community Affairs

Board of Trustees
of the
University of Miami

STATE OF FLORIDA
COUNTY OF DADE

MARY EDITH BASSETT
First National Bank of Miami
100 Biscayne Blvd. South
Miami 32, Fla. — Tel. FR 7-3411

JOHN STANLEY BIRCH (Mar. Novo E. Birch)
Honorary Trustee
510 Fifth Ave.
New York, N.Y.

SAM BLANK
National Brands, Inc.
690 N.W. 18 St., P.O. Box 6188, Sta. B
Miami 36, Fla. — Tel. FR 4-7401

ROSCOE BRAUNSTETTER
832 Ingraham Bldg.
Miami 32, Fla. — Tel. FR 8-1631

JOHN C. CLARK
24 Wall St.
Birmingham, N.Y.

E. L. COTTON
11501 S. Dixie Highway
Miami 36, Fla. — Tel. CE 5-2313

GARONNE COWLES
Loch Building
488 Madison Ave.
New York 22, N.Y.

RADFORD R. CRANE
22 LaGorce Circle
LaGorce Island
Miami Beach 41, Fla. — Tel. UN 6-8008

ARTHUR VINING DAVIS
Honorary Trustee
100 Biscayne Blvd. South
Miami 32, Fla. — Tel. FR 4-1707

OSCAR B. DOOLY
Vice Chairman
616 Ingraham Bldg.
Miami 32, Fla. — Tel. FR 3-6271

FRANK ELSTWELL, JR.
Miami Beach First National Bank
1851 Alder Road
Miami Beach 59, Fla. — Tel. JE 1-7311

MCGEEBON SMITH
Florida Power & Light Co.
Ingraham Bldg.
Miami 32, Fla. — Tel. FR 4-5333

JOHN W. SPYDER
402 Huntington Bldg.
Miami 32, Fla. — Tel. FR 4-8211

JAMES SOTTILE, JR.
Suite 220 Pan American Bank Bldg.
150 S.E. 3 Ave.
Miami 32, Fla. — Tel. FR 3-7357

GEORGE B. STORER
Storer Broadcasting Co.
1177 Kane Concourse, Bay Harbor Island
Miami Beach 54, Fla. — Tel. UN 6-0211

WILLIAM H. STUDLEFIELD
6650 Sheffield Lane
LaGorce Island
Miami Beach 41, Fla. — Tel. UN 6-1715

ARTHUR A. UNGAR
Industrial National Bank of Miami
25 West Flagler St.
Miami 32, Fla. — Tel. FR 4-5311

GEORGE E. WHITTEN
Burdine Administration Bldg.
7100 N.W. 32 Ave.
Miami 42, Fla. — Tel. OX 6-1111

JAY F. W. PEARSON
Ex officio
President, University of Miami
Coral Gables 46, Fla.
Tel. MO 1-2511 — Ext. 2301

Miami
FR 7-3411
Mrs. NICO E. BRISO

Box 6188, Sta. B
FR 4-7401

FR 9-1631

FR 5-2313

Tel. UN 6-8008

FR 4-1707

FR 3-6271

HUGH P. EMERSON
Acroland Oil Co.
2540 N.W. 74 St.
Miami 47, Fla.—Tel. OX 1-9321

JOSE A. FERRER
Ponce Products, Inc.
160 S.E. 3rd Ave.
Miami 32, Fla.—Tel. PL 1-2311

GILBERT GROSVENOR
Honorary Treasurer
National Geographic Society
116 and M St.
Washington 6, D.C.

WILLIAM ARNOLD HANCOCK
6775 Indian Creek Drive
Miami Beach, Fla.—Tel. UN 6-6083
(mailing address—not residence)

W. ARNOLD JONES
60 Wall Tower
New York, N.Y.

JOHN S. KNIGHT
The Miami Herald
200 South Miami Ave.
Miami 30, Fla.—Tel. FR 3-4411

EDGAR B. LAU
120 Harbour Way, Bal Harbour
Miami Beach 4, Fla.—Tel. UN 6-5235

DANIEL J. MAHONEY
Chairman
The Miami News
1001 N.W. 7 St.
P.O. Box 615, Biscayne Annex
Miami 32, Fla.—Tel. FR 4-6211

J. NEVILLE MCARTHUR
McArthur Jersey Farm Dairy, Inc.
6851 N.E. 2nd Ave.
Miami 38, Fla.—Tel. PL 4-4521

BARON DE HIRSCH MEYER
Meyer, Weiss, Rosen & Rose
407 Lincoln Road
Miami Beach 39, Fla.—Tel. JB 8-2531

CELESTE SHADURN MOON
(Mrs. CHARLES M. MOON)
2101 Brickell Ave.
Miami 36, Fla.—Tel. FR 4-7056

MAX OROVITE
One Lincoln Road
Miami Beach 39, Fla.—Tel. JB 8-7646

WILLIAM D. PAWLEY
260 N.E. 17th
P.O. Box 3581
Miami 1, Fla.—Tel. FR 4-3921 or FR 7-3641

ROBERT PRYLAND, JR.
Pentland, Purvis, Keller & Co.
1701 duPont Bldg.
Miami 32, Fla.—Tel. FR 3-0716

WARREN W. QUILLIAN
140 Alhambra Circle
Coral Gables 34, Fla.—Tel. HI 6-2546

FLEMMING G. RUTLEY
Honorary Treasurer
Rutley-Miller, Inc.
251 N.W. 1st Court, P.O. Box 991
Miami 31, Fla.—Tel. FR 3-5421

DANIEL H. RODFERN
Rodfern, Ferrell & Simon
550 Brickell Ave.
Miami 32, Fla.—Tel. FR 1-6456

JAMES A. RYDER
Ryder System, Inc.
3401 Main Highway, P.O. Box 3-111
Miami 33, Fla.—Tel. HI 4-3461

WALTER W. SACKETT, JR.
2500 Coral Way
Miami 35, Fla.—Tel. HI 6-9888

UNIVERSITY OF MIAMI
CORAL GABLES, FLORIDA
(CABLE ADDRESS: "UOMMIAMI")

OFFICE OF
VICE PRESIDENT AND TREASURER

UNIVERSITY OF MIAMI CORPORATE OFFICERS

Dr. Jay F. W. Pearson, President
University of Miami, Coral Gables, Florida

Dr. Robert Johns, Executive Vice President
University of Miami, Coral Gables, Florida

Dr. C. Doren Tharp, Vice President for Academic Affairs
University of Miami, Coral Gables, Florida

Dr. Franklin H. Williams, Vice President and Director of Community Affairs
University of Miami, Coral Gables, Florida

Mr. Thomas R. Reese, Vice President of Financial Research
University of Miami, Coral Gables, Florida

Dr. Irving E. Muskat, Vice President for Research
University of Miami, Coral Gables, Florida

Mr. Eugene E. Cohen, Vice President and Treasurer
University of Miami, Coral Gables, Florida

Dr. E. Morton Miller, Secretary
University of Miami, Coral Gables, Florida

Mrs. Irene W. Morrow, Assistant Secretary-Treasurer
University of Miami, Coral Gables, Florida



Provided, that railroad, public utility, telephone, telegraph, insurance, banking and trust companies, building and loan associations, cooperative associations, CORPORATIONS NOT FOR PROFIT and corporations paying the maximum capital stock tax, shall be exempt from the provisions of this chapter. (b) The information required under (a) through (f) of subsection (1) hereof shall be furnished to the Department of Banking and Finance for the calendar year and shall be due to be filed on JULY 1 of EACH YEAR. (c) All reports shall be filed with the Department of Banking and Finance. Section 604.22, Florida Statutes, 1933.

Hon. Tom Adams, Secretary of State
Tallahassee, Florida

In accordance with the law above referred to, we submit below information called for:

(1) That UNIVERSITY OF MIAMI

Name of Corporation

duly organized and existing under Chapter 617, Florida Statutes, 1933 as a corporation not for profit with its

home office at SAN AMARO DRIVE, CORAL GABLES

FLORIDA

DADE

County

has designated SAN AMARO DRIVE

Street or Building

City of CORAL GABLES

City

County of DADE

State of Florida

as its place of business or domicile for the service of process within the State, and has named as its agent

MR. DANIEL H. REDFEARN, REDFEARN AND SIMON

whose address is 550 BRICKELL AVE, MIAMI, FLORIDA

(2) NAMES AND ADDRESSES OF OFFICERS (be sure to affix titles):

Name

P. O. Address

(see attached list)

(3) NAMES AND ADDRESSES OF DIRECTORS:

Name

P. O. Address

(see attached list)

(4) GENERAL PURPOSE CORPORATION NOT FOR PROFIT ORGANIZED IS:

EDUCATION AND RESEARCH

(5) Date of last meeting of Board of Directors MARCH 6, 1962

Has the Corporation been actively engaged in conducting its affairs during the previous twelve months? Yes

If inactive, state how long its charter powers have been dormant.

(6) We, the undersigned, certify the above state of facts to be true and correct as shown by our records.

Eugene E. Cohen
Eugene E. Cohen, President and Treasurer
ATTEST: Irene W. Morrow
Irene W. Morrow, Assistant Secretary

STATE OF FLORIDA

COUNTY OF DADE

Personally appeared before me Eugene E. Cohen
who deposes and says that he executed this certificate for and in behalf of said corporation, and that the statement therein contained is true and correct to the best of his knowledge and belief.

Sworn to and subscribed before me this 7th day of March, 19 62

SRAL

Margaret D. Dugan
Margaret D. Dugan, Notary Public
Notary Public, State of Florida at Large
My Commission Expires SEP. 11, 1968

NP 2242 - C

1963

REPORT OF
CORPORATION NOT FOR PROFIT

UNIVERSITY OF MIAMI (~~INCORPORATED~~)

(name)

P. O. ADDRESS

Filed in the office of the Secretary of State
of the State of Florida, this 29

day of

A. D. 19

TOM ADAMS, Secretary of State

Form NPCH

CORPORATION NOT FOR PROFIT

REPORT TO THE SECRETARY OF STATE OF FLORIDA

MAY 29 1963

Provided, that railroad, public utility, telephone, telegraph, insurance, banking and trust companies, building and loan associations, cooperative associations, CORPORATIONS NOT FOR PROFIT and corporations paying the maximum capital stock tax, shall be required to furnish the information (stated below) required under (a) through (f) of subsection (1) hereof only. (2) All reports hereto required shall be for the calendar year and shall be due to be filed on JULY 1 of EACH YEAR. Section 608.22, Florida Statutes, 1959.

Hon. Tom Adams, Secretary of State
Tallahassee, Florida

In accordance with the law above referred to, we submit below information called for:

(1) That UNIVERSITY OF MIAMI

Name of Corporation

duly organized and existing under Chapter 617, Florida Statutes, 1959 as a corporation not for profit with its

home office at Coral Gables 46 Florida

City

State

County

Dade has designated Administration Building

Street or Building

City of Coral Gables County of Dade State of Florida

as its place of business or domicile for the service of process within the State, and has named as its agent,

Redfearn and Simon

whose address is 550 Brickell Avenue

(2) NAMES AND ADDRESSES OF OFFICERS (be sure to affix titles):

Name

P. O. Address

Dr. Henry King Stanford, Pres. University of Miami

Coral Gables 46, Florida

C. Doren Tharp, Vice President

University of Miami

E. Morton Miller, Secretary

Coral Gables 46, Florida

Eugene E. Cohen, Vice President and

University of Miami

Treasurer

Coral Gables 46, Florida

Irene W. Morrow, Assistant Secretary-Treasurer

(3) NAMES AND ADDRESSES OF DIRECTORS:

Name

P. O. Address

There are no directors as the University of Miami is operated by

a Board of Trustees, the names of whom appear in the charter now

on file with the Secretary of State.

(4) GENERAL PURPOSE CORPORATION NOT FOR PROFIT ORGANIZED IS:

Educational Institution

(5) Date of last meeting of Board of ~~Officers~~ Trustees: May 7, 1963

Has the Corporation been actively engaged in conducting its affairs during the previous twelve months? Yes

If inactive, state how long its charter powers have been dormant.

(6) We, the undersigned, certify the above state of ~~facts~~ to be true and correct as shown by our records.

Eugene E. Cohen

Vice-President and

Treasurer

ATTEST:

Irene W. Morrow

Assistant Secretary

STATE OF FLORIDA

COUNTY OF Dade

Personally appeared before me Eugene E. Cohen, Vice President and Treasurer, who deposes and says that he executed this certificate for and in behalf of said corporation, and that the statements therein contained is true and correct to the best of his knowledge and belief.

Sworn to and subscribed before me this 22nd day of May, 19 63.

SEA1.

Edna M. Beltram
Signature of Officer Taking Acknowledgment

Notary Public, State of Florida at large;
My Commission expires Sept. 15, 1968.

NP# 2242 - d

UNIVERSITY OF MIAMI

AMENDED ARTICLES OF
INCORPORATION.

FILED IN OFFICE OF SECRETARY
OF STATE, STATE OF FLORIDA,
by JBS on November 18, 1968.

TOM ADAMS
SECRETARY OF STATE

*6CC's
Mailed to
Mendon, Sawyer, Johnston
Demerits - Cal. Pl. Bldg.
1800 First Natl Pl Bldg
Miami 33131*

AMENDED ARTICLES OF INCORPORATION

OF

UNIVERSITY OF MIAMI.

a corporation not for profit, organized and existing under the Laws of the State of Florida, filed with and approved by the Secretary of State on the 18th day of November, A. D., 1963, pursuant to Chapter 617, Florida Statutes, as shown by the records of this office.

15th

November,

65.

conveyance, otherwise are hereby ratified,
approved, and assured to the University of
Miami in the originally acquired under its pre-
vious charters. The University of Miami shall



Office of the
Secretary of State
 State of Florida
 Tallahassee

TOM ADAMS
 SECRETARY OF STATE

November 18, 1963

In reply refer to:
 corp-an

Messrs. Redfearn and Simon
 550 Brickell Avenue
 Miami 32, Florida

Attention: D. H. Redfearn, Esquire

Gentlemen:

UNIVERSITY OF MIAMI ~~(INCORPORATED)~~
 a corporation not for profit, has filed documents as indicated on

- ☒ Check in the amount of \$ 13
- ☐ New Articles of Incorporation
- ☐ Articles of Incorporation from a Circuit Court with affidavit.
- ☐ Articles of Reincorporation.
- ☒ Amending Articles of Incorporation of record in this office.
- ☐ Amending Articles of Incorporation from a Circuit Court.
- ☐ Articles of Merger or Consolidation.
- ☐ Certificate of Dissolution.
- ☐ Petition for change of status to or from a corporation not for profit, and new Articles of Incorporation.
- ☐ Resident Agent Certificate.
- ☐ Resident Agent form enclosed (to be completed and returned for filing)
- ☐ Corporation report due July 1 of each year.
- ☒ Enclosures or details of filing:
- Certified copy.

It is our pleasure to approve and file your amended charter to-day.

Sincerely,

TOM ADAMS
 Secretary of State

By
 Corporation: Division

TA/an

corp-5
 1-10-63

conveyance or otherwise are hereby ratified,
 approved, and assured to the University of
 Miami in the [REDACTED] originally acquired under its pre-
 vious chart [REDACTED] ents. The University of Miami shall

REDFEARN & SIMON
ATTORNEYS AND COUNSELORS AT LAW

D. H. REDFEARN
EDWIN O. SIMON

SECOND FLOOR, FIVE FIFTY BUILDING
600 BRICKELL AVENUE
MIAMI BEACH, FLORIDA

November 14, 1963

Honorable Tom Adams
Secretary of State
Tallahassee, Florida

EV 18-63 72 13763 44243.00
EV 18-63 72 13763 44243.00

Dear Mr. Adams:

The University of Miami was originally incorporated under the old incorporation laws pertaining to educational institutions, which provided that the Circuit Courts incorporated them.

On April 7, 1961, the University of Miami reincorporated under the Act of the Legislature of 1959, now Chapter 617, Part I, of the Florida Statutes, in order to get the advantage of that Chapter. The trustees of the University at a recent meeting decided that the charter which you granted them on April 7, 1961, needed a few amendments to make it more complete. Therefore, they passed a resolution to amend the charter, a certified copy of which and a duplicate certified copy of which are herewith enclosed.

In pursuance of this resolution the amended charter was prepared, approved, and signed by the proper officers, as shown at the end thereof. I am herewith enclosing the original and a copy of the charter, together with a check for \$15.00 to pay the expenses of obtaining this amended charter. If this is not the proper amount of costs please let me know and I will forward the balance immediately.

At your convenience please certify the enclosed copy of the amended charter and send it to me.

Yours sincerely,

D. H. Redfearn
D. H. Redfearn

dhr/y
encs

C. TAX	10.00
FILING	
R. AGENT FEE	3.00
C. COPY	
TOTAL	13.00
U. BANK	
BALANCE DUE	
REFUND	

conveyance, assignment, or hereby ratified,
approved, and confirmed and the University of
Miami in the same manner as required under its pre-
vious charters and amendments. The University of Miami shall

AMENDED CHARTER
OF THE
UNIVERSITY OF MIAMI

ARTICLE I - INCORPORATION OF THE
UNIVERSITY OF MIAMI

The University of Miami is a duly chartered educational institution incorporated under the laws of Florida; its original charter and all amendments thereto were granted by the Circuit Court of the Eleventh Judicial Circuit in and for Dade County, as permitted by the Florida Statutes prior to 1959. In order to obtain the advantages of reincorporation under the Florida Statutes of 1959, Chapter 617, Part 1, it was reincorporated by the Secretary of State of Florida on the 7th day of April, 1961, and the University of Miami accepted the provisions of said Chapter 617 of the Florida Statutes. This amended charter has been authorized by the Board of Trustees of the University of Miami, and a certified copy of such authorization is being filed in the office of the Secretary of State of Florida together with this amended charter.

ARTICLE II - RIGHTS AND OBLIGATIONS

The University of Miami shall be entitled to and possessed of all the privileges, franchises, and powers heretofore possessed under its previous charters and all amendments thereto. All the property, rights, and privileges of the University of Miami which were acquired by gift, grant, conveyance, assignment, or otherwise are hereby ratified, approved, and confirmed and assured to the University of Miami in the same manner originally acquired under its previous charters and amendments. The University of Miami shall

be subject to all the contracts, duties, and obligations heretofore resting upon the corporation or to which the corporation shall be in any way liable under its previous charters and all amendments thereto.

ARTICLE III - NAME AND LOCATION

The name of this corporation shall be UNIVERSITY OF MIAMI. The principal office and place of business of the corporation shall be in the City of Coral Gables, Dade County, Florida, but it may establish such branch offices elsewhere, either within the State of Florida or elsewhere in the United States and in foreign countries, as the board of trustees may from time to time determine. The main campus, colleges, schools, and libraries of the university shall be in Coral Gables, Florida, but this corporation may establish colleges, schools, institutes, divisions, branches, libraries, extension departments, research and other laboratories, activities, and operations of the university at such other place or places, either within the State of Florida or elsewhere in the United States and in foreign countries, as the board of trustees may from time to time determine.

ARTICLE IV - GENERAL PURPOSES OF THE UNIVERSITY

This corporation is not for profit, and it is formed for the purpose of establishing and operating an educational and scientific institution, otherwise known as the UNIVERSITY OF MIAMI, having as integral departments thereof such various colleges, schools, institutes, laboratories, research activities, operations, and other departments as may be deemed suitable by its board of trustees.

ARTICLE V - MEMBERSHIP

Section 1.- Qualification and Manner of Admission.-

Membership is divided into two classes, one class to be known as the trustees and the other class to be known as general members.

Section 2.- Trustees.- The trustees shall be members of this corporation, with the sole voting power in the management, control, and operation of the university.

Section 3.- General Members.- Other members of this corporation may be natural persons, corporations, foundations, or other legal entities, including governmental bodies, and such members may be admitted to the corporation by a majority vote of the board of trustees or by a majority vote of the executive committee provided for in ARTICLE X of this amended charter. All reputable persons interested in higher education and in the purposes of the university shall be eligible for general membership.

ARTICLE VI - EXISTENCE AND DISSOLUTION

Section 1.- Term of Existence.- This corporation shall have perpetual existence.

Section 2.- Dissolution.- If this corporation should ever be dissolved for any reason or should it discontinue its operations as a university or should its corporate existence be discontinued for any reason, its property and assets shall not belong to the trustees or to any other individual, firm or corporation, but shall be the property and assets of the corporation or association, established for educational and scientific purposes, which succeeds the UNIVERSITY OF MIAMI, and to which such property and assets are assigned by this corporation. If no successor corporation or association is established to receive said property



and assets, the same shall be the property of the people of
the State of Florida to be used as provided by the laws of

Florida.

ARTICLE VII - TRUSTEES

Section 1.- Board of Trustees.- The government of the affairs of this corporation and the management of its business shall be vested in a board of trustees. The board of trustees shall consist of any number as determined by the board of trustees from time to time, except that the number can never be less than twenty (20). In addition to this minimum number of regularly elected trustees there shall be a maximum of six (6) alumni trustees who shall have the same powers, rights, and privileges as the other members of the board. Neither the president of the university nor any faculty member thereof shall be a trustee unless the board of trustees shall hereafter so authorize at a meeting of the board regularly called and held.

Section 2.- Classes of Trustees.- The members of the board of trustees shall at all times be divided into three classes numerically equal, as nearly as possible. The names and residences of the members of the present board of trustees are as follows:

<u>Terms Expire in February, 1964</u>	<u>Date Elected</u>
Sam Blank 690 N. W. 13th Street Miami 36, Florida	March 9, 1950
John C. Clark 24 Wall Street Binghamton, New York	April 6, 1953
William H. Kordyk 2828 West Flagler Street Miami 35, Florida	January 30, 1962
John S. Knight No. 1 Herald Plaza Miami 32, Florida	March 9, 1950

J. Neville McArthur 6851 N. E. 2nd Avenue Miami 38, Florida	February 7, 1955
Robert Pentland, Jr. 2800 North Surf Road Hollywood, Florida	June 11, 1946
Daniel H. Redfearn 550 Brickell Avenue Miami 32, Florida	January 27, 1942
James A. Ryder 2701 S. Bayshore Drive Miami 33, Florida	February 2, 1960
George B. Storer 1177 Kane Concourse Miami Beach 54, Florida	February 2, 1960
Arthur A. Ungar 25 West Flagler Street Miami 32, Florida	July 30, 1937
William H. Walker, Jr. First Federal Building Miami 32, Florida	January 29, 1963
<u>Terms Expire in February, 1965</u>	<u>Date Elected</u>
Harry Hood Bassett c/o The First National Bank of Miami Miami 32, Florida	March 9, 1950
Gardner Cowles 488 Madison Avenue New York 22, New York	May 10, 1960
Radford R. Crane 22 La Gorce Circle Miami Beach 41, Florida	January 31, 1961
Oscar E. Dooly 616 Ingraham Building Miami 32, Florida	April 4, 1944
Hugh P. Emerson 2540 N. W. 74th Street Miami 47, Florida	February 6, 1956
Jose A. Ferre 5220 Biscayne Blvd. Miami 37, Florida	February 3, 1958
Max Orovitz One Lincoln Road Miami Beach 39, Florida	February 7, 1955
Warren W. Quillian 140 Alhambra Circle Coral Gables, Florida	January 31, 1961



Frank Snathers, Jr. 1651 Alton Road Miami Beach, Florida	April 6, 1953
McGregor Smith P. O. Box 3100 Miami 1, Florida	April 4, 1944
Ruth L. Sutton 513 San Esteban Avenue Coral Gables, Florida	January 29, 1963
George E. Whitten 9102 West Bay Harbor Drive Miami Beach 54, Florida	December 11, 1945

Terms Expire in February, 1966

Date Elected

Roscoe Brunstetter 5711 South Dixie Highway South Miami 43, Florida	February 3, 1936
Emile L. Cotton, Sr. 11501 South Dixie Highway Miami 56, Florida	February 3, 1959
Redmond Bunn Gautier, Jr. 200 S. E. First Street Miami 32, Florida	January 30, 1962
James Gerity, Jr. c/o Gerity Broadcasting Company Adrian, Michigan	January 30, 1962
William Arnold Hanger 6775 Indian Creek Drive Miami Beach, Florida	April 6, 1953
Louis J. Hector 1510 First National Bank Building Miami 32, Florida	January 30, 1962
Edgar B. Lau 120 Harbour Way Miami Beach 54, Florida	February 2, 1960
Baron de Hirsch Meyer 407 Lincoln Road Miami Beach 39, Florida	February 7, 1955
Celeste Shadburn Moon 2101 Brickell Avenue Miami 36, Florida	February 2, 1960
Stuart W. Patton 213 Security Trust Building Miami 32, Florida	January 30, 1962
John W. Snyder, M.D. 402 Huntington Building Miami 32, Florida	February 1, 1954
James Sottile, Jr. Route 2, Box 300 Vero Beach, Florida	February 4, 1957

As the terms of the trustees expire, the remaining trustees, at any annual, special, or adjourned meeting, may fill the vacancies so created.

Section 3.- Emeritus Trustee.- A trustee may retire, with the approval of the board, at the age of seventy (70) or after ten (10) years of active service on the board, but may continue to serve as a trustee emeritus with full power to attend all board meetings and participate in all discussions. An emeritus trustee shall not be entitled to vote on any question and shall not be counted in determining a quorum. The board may elect emeritus trustees.

Section 4.- Elections.- At all elections held under this amended charter a majority vote of the trustees constituting a quorum shall be required to elect.

Section 5.- Term of Election.- Alumni trustees shall serve a term of three years.

Members of the board who have been regularly elected as trustees and who have served an initial term of three years shall be eligible for reelection for a term of five years. Regularly elected trustees who have served for eight years shall be eligible for successive five-year terms.

A minimum attendance by a trustee, unless excused for good cause by the board, at three board meetings each year shall be required for reelection eligibility.

Section 6.- Vacancies in Board.- At any annual, special, or adjourned meeting, the board of trustees may fill any vacancies on the board of the university arising through death, resignation, non-election, or otherwise; the term of office of a trustee so elected shall be fixed by the board at the time of his election.

ARTICLE VIII - MEETINGS OF THE BOARD

Section 1.- Meetings.- In addition to the annual meeting, there shall be four regular meetings each year of

the board of trustees on the campus of the University of Miami. Each such meeting shall last the better part of a day. The dates of these meetings shall be fixed, except under extraordinary circumstances, one year in advance. The annual meeting shall be held on the date of the mid-year graduation and shall be held at such place as may be designated by the president of the university.

Section 2.- Special Meetings. - Special meetings of the board of trustees may be held at any place and at any time whenever and wherever called by the chairman of the board, by the vice chairman, by the president of this corporation, or by written request of a majority of the board of trustees, provided, however, that written notice of at least ten days shall be given by mail to each member of the board.

ARTICLE IX - NAMES OF MANAGING OFFICERS

The officers who are to manage the affairs of this corporation until their successors are elected and qualified are:

Henry King Stanford, President
Eugene E. Cohen, Vice President and Treasurer
E. Morton Miller, Secretary

Said officers as well as other vice presidents and deans and other administrative officers who now manage the affairs of the university are to continue in office until the first election or appointment under this amended charter.

ARTICLE X - OFFICERS - EXECUTIVE COMMITTEE

Section 1.- President and Officers. - The board of trustees shall elect the president of the university and fix his term of office and shall annually elect one of their number to be chairman of the board and one of their number to be

vice chairman of the board. The board shall also annually elect a vice president or vice presidents, a treasurer and a secretary, who may or may not be members of the board, and an assistant treasurer and assistant secretary, who shall not be members of the board, and such other officer or officers as the board of trustees may determine.

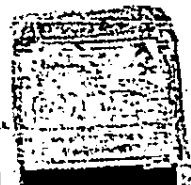
Section 2.- Executive Committee.- The board of trustees shall elect seven (7) members of the board, who, with the chairman of the board and the president of the university, shall constitute an executive committee of nine (9) members, which executive committee, when the board is not in session, shall exercise all the powers of the board of trustees except (a) the power of making major changes in academic policy and of handling those business affairs which have a major impact upon academic policy, and (b) the power of electing or removing the president of the university, and (c) the power of adopting or altering the bylaws of the corporation.

The executive committee shall elect its own chairman from the members of the executive committee.

The number of the members of the executive committee may be increased or decreased by the board of trustees as the members of such board may determine from time to time.

Section 3.- Term of Office.- The term of all officers except that of president, including the chairman of the board, shall be one year or until their respective successors are elected, or for such other term as the board of trustees may determine; however, any officer, except the president, may be removed from office at any time by the board of trustees or by the executive committee.

Section 4.- Removal of President.- The removal of the president from office shall be in the exclusive power of



the board of trustees. The president cannot be removed except by an affirmative vote of three-fourths of the members of the board of trustees.

ARTICLE XI - AMENDMENTS TO
BYLAWS AND CHARTER

Section 1.- Bylaws. - The bylaws of the corporation shall be approved and adopted by the board of trustees. The bylaws may be amended, altered, or rescinded in whole or in part by the board of trustees from time to time as the board may deem advisable, at any meeting and without notice.

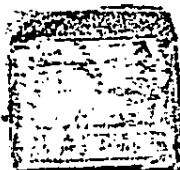
Section 2.- Amendments. - amendment to this amended charter may be proposed by any member of the board of trustees at any meeting and may be adopted by the board at such meeting or at any later meeting. When such amendment to the amended charter has been filed with the Secretary of State and approved by him, the same shall thereafter be deemed to be an amendment to this amended charter.

ARTICLE XII - QUORUMS

A quorum of the board of trustees shall consist of at least fifteen members. A quorum of the executive committee shall consist of a majority of the members thereof.

In the event a quorum of the executive committee cannot be obtained for any particular meeting, then those present, consisting of not less than three members, may hold the meeting and all business transacted at such meeting shall be construed to be legal in all respects after ratification by the board of trustees.

Any resolution, motion, question, or other action approved by a majority of the members present at a meeting at which a quorum is present shall be the lawful and authorized action or exercise of power by the board of trustees or



by the executive committee, as the case may be, and any action taken pursuant thereto shall be the act and deed of this corporation, provided, however, that the president cannot be removed except by a vote of at least three-fourths of the trustees.

ARTICLE XIII - PROXIES

Proxies cannot be used at any meeting of the board of trustees or of the executive committee for the transaction of any business of the corporation.

ARTICLE XIV - CORPORATE POWERS

Section 1.- Powers of Corporation. - Unless otherwise provided in this amended charter or by law, this corporation shall have power to:

- (a) Have succession in its corporate name in perpetuity as heretofore set forth in this amended charter;
- (b) Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person;
- (c) Adopt and use a common corporate seal and alter the same; provided, however, that such seal shall always contain the words "corporation not for profit";
- (d) Elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation;
- (e) Adopt, change, amend, and repeal bylaws, not inconsistent with law or this amended charter, for the administration of the affairs of the corporation and the exercise of its corporate powers;
- (f) Increase, by vote of its board of trustees cast as the bylaws may direct, the number of its trustees so that the number of trustees may be any number in the discretion of

the trustees but never less than twenty (20), and the board of trustees may change the number of trustees from time to time in its discretion;

(g) Make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage and pledge of all or any of its property, franchises, or income;

(h) Conduct its affairs, carry on its operations, and have offices and exercise the powers granted by the Florida Statutes, in any state, territory, district, or possession of the United States, or any foreign country;

(i) Purchase, take, receive, lease, take by gift, devise, or bequest, or otherwise acquire, own, hold, improve, use, or otherwise deal in and with real or personal property, or any interest therein, wherever situated;

(j) Acquire, enjoy, utilize, and dispose of patents, copyrights, and trademarks, and any licenses or other rights or interests thereunder or therein;

(k) Sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of its property and assets;

(l) Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with, shares and other interests in, or obligations of, whether for profit or nonprofit, other domestic or foreign corporations whether for profit or not for profit, associations, partnerships, or individuals, or direct or indirect obligations of the United States, or of any other government, state, territory, governmental district, municipality, or of any instrumentality thereof;

(m) Lend money for its corporate purposes, invest and reinvest its funds and take and hold real and personal property as security for the payment of funds so loaned or invested;

(n) Make donations for the public welfare or for religious, charitable, scientific, educational, or other similar purposes;

(o) Merge or consolidate with one or more other domestic corporations organized under the Florida Statutes pertaining to nonprofit corporations in accordance with said statutes;

(p) Purchase or acquire the assets of one or more other educational institutions for the purpose of consolidating the assets and activities of such other educational institution or institutions with those of the University of Miami;

(q) Have and exercise all powers necessary or convenient to effect any or all of the purposes for which this corporation is organized or to exercise any of its corporate powers.

Section 2.- Power to Confer Degrees and Diplomas.-

This corporation shall have power to confer degrees and diplomas as is customary with universities, and to do any and all other things which may be lawful and proper for a university to do in carrying out the general objects for which it is incorporated.

Section 3.- Enumeration of Powers.- The enumeration of particular powers in this amended charter shall not be deemed or held to be exclusive but, in addition to the powers enumerated herein, implied hereby, incidental hereto, or appropriate to the exercise thereof, this corporation may do everything necessary and appropriate for the accomplishment

of the objects enumerated in this amended charter, or necessary or incidental to the benefit and protection of the corporation, and may carry on any lawful activity or operation necessary or incidental to the attainment of the objects of the corporation, whether or not such activities or operations are similar in nature to the objects enumerated in this amended charter, and may exercise all other powers which are now, or which may hereafter be, capable of being possessed, exercised, or enjoyed by literary, educational, vocational, scientific, historical, or medical institutions, corporations, and associations under the Constitution and laws of the State of Florida, and all powers of the corporation, whether expressed or implied, shall be possessed and exercised in the manner provided by this amended charter, and, when not so prescribed, then in such manner as may be provided by resolution or motion of the board of trustees or by the executive committee of this corporation.

ARTICLE XV - AUTHORIZATION

The issuance of this amended charter was duly authorized by the board of trustees of the University of Miami at a meeting regularly called for and held on November 5, 1965, and as evidence of such authorization this amended charter is signed by the University of Miami in its name by its president and secretary.

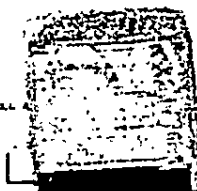
IN WITNESS WHEREOF, the University of Miami has caused its corporate name and seal to be hereunto affixed by its president and secretary, this the 12th day of November, 1965.

UNIVERSITY OF MIAMI

ATTEST:

By Long King Stanford
President

E. M. M. M. M.
Secretary



I, HEREBY CERTIFY that on this 12th day of November, 1963, personally appeared before me, a notary public for the State of Florida at large, HENRY KING STANFORD and E. NORTON MILLER, president and secretary respectively of UNIVERSITY OF MIAMI, a Florida corporation, to me known to be the persons who signed the foregoing instrument as such officers, and severally acknowledged the execution thereof to be their free act and deed as such officers for the uses and purposes therein mentioned and that they affixed thereto the official seal of said corporation, and that the said instrument is the act and deed of said corporation.

WITNESS my signature and official seal at Coral Gables, in the County of Dade and State of Florida, the day and year last aforesaid.

Margaret D. Proctor
Notary Public, State of Florida

My Commission expires:
Notary Public State of Florida at Large
My Commission Expires 12/31/65



CERTIFIED EXTRACT OF MINUTES

I, the undersigned, Secretary of UNIVERSITY OF MIAMI, non-profit corporation duly organized and existing under the laws of the State of Florida, hereby CERTIFY that the following is a true copy of an extract from the minutes of a regular meeting of the board of trustees of the said corporation, duly called and held on the 5th day of November, 1963, at which a quorum was present and voting throughout:

At this point in the meeting, Mr. D. H. Redfearn, one of the trustees, stated that the original charter of the University of Miami was granted in 1925 by the Circuit Court of Dade County, Florida, and all amendments thereto were also granted by the Circuit Court of Dade County, Florida, under the old law existing at that time pertaining to the incorporation of educational institutions.

In 1959 the Legislature of the State of Florida abolished that method of incorporating educational institutions and provided that thereafter they would be incorporated by the Secretary of the State of Florida, but that all educational institutions in the State theretofore incorporated by the Circuit Courts would continue as legal corporations, but they could reincorporate under the new law in order to obtain its advantages. The Act of the Legislature in 1959 has been incorporated in the Statutes of Florida and is now known as Chapter 617, Part I, and the University of Miami, in April 1961, applied to the Secretary of State for reincorporation under said new law and the Secretary of State issued a Certificate of Reincorporation which was filed and issued by said Secretary of State on April 7, 1961, and the same was accepted and approved by the Board of Trustees of the University of Miami at a regular meeting held on April 10, 1961.

Since the reincorporation of the University of Miami it has developed that there are certain material changes which should be made in its reincorporated charter, and for this reason on June 4, 1963, at the regular meeting of the Board of Trustees, a committee was appointed to study the charter and report to the trustees their recommended changes. Said amended charter has been prepared and submitted to the individual members of the Board of Trustees at least thirty days prior to this meeting now being held on November 5, 1963. Said amended charter was carefully considered and certain changes were agreed upon unanimously by the Board of Trustees. Thereupon, Mr. Redfearn made a motion to the effect that said amended charter be approved by the Board of Trustees, and that an original and copy be sent to the Secretary of State, one for filing and the other for certification, and that upon the approval of said amended charter by the Secretary of

RECEIVED
Nov 18 3 43 PM '63
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED AND ISSUED



State that it henceforth be the charter of the University of Miami.
This motion was seconded by Mr. George Whitten, and unani-
mously carried.

IN WITNESS WHEREOF, I have hereunto subscribed my name
and affixed the seal of the said corporation, this 12th day of November,
1963.

UNIVERSITY OF MIAMI

By E. Morton Miller
Secretary

I CERTIFY that the foregoing is correct.

Henry King Stanford
President

STATE OF FLORIDA)
)
COUNTY OF DADE)

Before me, a Notary Public in and for the State of Florida at Large,
personally appeared HENRY KING STANFORD and E. MORTON MILLER,
to me well known, and known to me to be the individuals described in and
who executed the foregoing instrument as President and Secretary of the
above named UNIVERSITY OF MIAMI, a corporation, and severally ac-
knowledgeed to and before me that they executed such instrument as such
President and Secretary, respectively, of said corporation, and that the
seal affixed to the foregoing instrument is the corporate seal of said cor-
poration and that it was affixed to said instrument by due and regular cor-
porate authority, and that said instrument is the free act and deed of said
corporation.

WITNESS my hand and official seal, this 12th day of November,
1963.

(Seal)

Marjorie D. Doctor
Notary Public

Notary Public State of Florida at Large
My Commission Expires 12th 31, 1964

mdp



CORPORATION NOT FOR PROFIT

No. *JP 2242(E)*

Resident Agent Certificate

NAME

UNIVERSITY OF MIAMI

FILED IN THE OFFICE OF
SECRETARY OF STATE
OF FLORIDA

APRIL 10, 1964

TOM ADAMS
SECRETARY OF STATE

BY: BT

STATE OF FLORIDA

OFFICE

SECRETARY OF STATE

APR 13 1964 11400 *****1.00

Certificate Designating Place of Business or Domicile for the Service of Process Within This State, Naming Agent Upon Whom Process May Be Served and Names and Addresses of the Officers and Directors.

In pursuance of Chapter 47.34, Florida Statutes 1953, the following is submitted, in compliance with said Act:

First—that UNIVERSITY OF MIAMI

a corporation duly organized and existing under the laws of the State of Florida

with its principal place of business at City of Coral Gables

County of Dade State of Florida

has designated and established 1600 First National Bank Building
(Street or building)

City of Miami County of Dade

State of Florida as its place of business or domicile for the service of

process within this State, and named as its agents Robert B. Cole and W. E. Dunwody, Jr.

to accept service of process.

OFFICERS:	AFFIX TITLES:	SPECIFIC ADDRESS
NAME		

DIRECTORS: (THREE (3) required by law)
NAME SPECIFIC ADDRESS

(SEE ATTACHED SHEET)

By Eugene E. Cohen
Eugene E. Cohen, Vice President

ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By W. E. Dunwody, Jr.
By Robert B. Cole

It is necessary to file this certificate within thirty days after filing Certificate of Incorporation, as to domestic Corporations and within thirty days after issuance of permit to foreign corporations; and thereafter only when corporation has changed its place of business or agent.

Filing Fee, \$1.00

TRUSTEES:SPECIFIC ADDRESS

Harry Hood Bassett

The First National Bank of Miami, 100 South Biscayne
Boulevard, Miami, Florida

Sam Blank

690 NW 13th Street, P. O. Box 6188, Station B,
Miami, Florida

Rovcoe Brunstetter

5711 South Dixie Highway, South Miami, Florida

John C. Clark

24 Wall Street, Binghamton, New York

Emile L. Cotton, Sr.

11501 South Dixie Highway, Miami, Florida

Gardner Cowles

488 Madison Avenue, New York, New York

James M. Cox, Jr.

1001 NW 7th Street, P. O. Box 615 - Biscayne Annex,
Miami, Florida

Radford R. Crane

22 LaGorce Circle, LaGorce Island, Miami Beach, Fla.

Lon Worth Crow, Jr.

55 S. W. 8th Street, Miami, Florida

Oscar E. Dooly

616 Ingraham Building, Miami, Florida

Edward F. Dunn

1900 Biscayne Boulevard, Miami, Florida

Hugh P. Emerson

2540 NW 74th Street, Miami, Florida

Jose A. Ferre

5220 Biscayne Boulevard, Miami, Florida

Redmond Bunn Gautier, Jr.

200 S. E. 1st Street, Miami, Florida

James Gerity, Jr.

Gerity Broadcasting Co., Adrian, Michigan

William Arnold Hanger

6775 Indian Creek Drive, Miami Beach, Florida

Louis J. Hector

1510 First National Bank Building, Miami, Florida

Charles H. Kellstadt

2828 Coral Way, Miami, Florida

Edgar B. Lau

120 Harbour Way, Bal Harbour, Miami Beach, Florida

J. Neville McArthur

6851 NE 2nd Avenue, Miami, Florida

Baron de Hirsch Meyer

407 Lincoln Road, Miami Beach, Florida

Hank Meyer

407 Lincoln Road, Miami Beach, Florida

Celeste Shadburn Moon

2101 Brickell Avenue, Miami, Florida

Max Orovitz

1 Lincoln Road, Miami Beach, Florida

Stuart W. Patton

213 Security Trust Building, Miami, Florida

Robert Pentland, Jr.

2800 North Surf Road, Hollywood, Florida

Warren W. Quillian

140 Alhambra Circle, Coral Gables, Florida

James A. Ryder

2701 S. Bayshore Drive, Miami, Florida

Don Shoemaker

No. 1 Herald Plaza, Miami, Florida

TRUSTEES (continued):

SPECIFIC ADDRESS

Frank Smathers, Jr.	The Miami Beach First National Bank, 1651 Alton Road, Miami Beach, Florida
McGregor Smith	Florida Power & Light Co., Ingraham Building, Miami, Florida
John W. Snyder	402 Huntington Building, Miami, Florida
James Sottile, Jr.	Canaveral Indian River Grove, Inc., Route 1, Sebastian, Florida
George D. Storer, Sr.	1177 Kane Concourse, Bay Harbor Island, Miami Beach, Florida
Ruth L. Sutton (Mrs. O. B.)	513 San Esteban Avenue, Coral Gables, Florida
Edward F. Swenson, Jr.	1515 First National Bank Building, Miami, Florida
Arthur A. Ungar	City National Bank of Miami, 25 West Flagler Street, Miami, Florida
William H. Walker, Jr.	First Federal Building, 100 N. E. 1st Avenue, Miami, Florida
George E. Whitten	9102 West Bay Harbor Drive, Miami Beach, Florida



HP# 2242-F

64

(Year)

REPORT OF

ORGANIZATION NOT FOR PROFIT

University of Miami
Inc

Dated: 9-17-64
(date)

WILLIAMS, Secretary of State

JES

(M - Married)

August, 1964

BOARD OF TRUSTEES OF UNIVERSITY OF MIAMI

Residence Addresses

Active Members

Leonard L. Abess (M)
5101 North Bay Road
Miami Beach, Fla. 33140

Harry Hood Bassett (M)
1801 W. 27 St.
Sunset Island No. 2
Miami Beach, Fla. 33140

Sam Blank (M)
Imperial House
5255 Collins Ave.
Miami Beach, Fla. 33140

Roscoe Brunstatter (M)
1550 Salvatierra Dr.
Coral Gables, Fla. 33134

John C. Clark (M)
24 LaGorce Circle (winter
LaGorce Island season)
Miami Beach, Fla. 33141

Emile L. Cotton, Sr. (M)
5810 Red Road
South Miami, Fla. 33143

Gardner Cowles (M)
12 Indian Creek Island (winter
Miami Beach, Fla. 33154 season)

James M. Cox, Jr. (M)
Belle Plaza Apts.
20 Island Ave.
Miami Beach, Fla. 33139

Radford R. Crane (M)
22 LaGorce Circle
LaGorce Island
Miami Beach, Fla. 33141

Lon Worth Crow, Jr. (M)
360 Arvida Parkway
Coral Gables, Fla. 33156

Oscar E. Dooly (M)
1291 N. E. 96 St.
Miami, Fla. 33138

Edward F. Dunn (M)
520 Hardee Road
Coral Gables, Fla. 33146

Hugh P. Emerson (M)
1631 W. 28 St.
Sunset Island No. 1
Miami Beach, Fla. 33140

Jose A. Ferre (M)
1627 Brickell Ave.
Miami, Fla. 33136

Redmond Bunn Gautier, Jr. (M)
The Island House
One Ocean Lane Drive
Key Biscayne, Fla. 33149

James Gerity, Jr. (M)
The Surf Club Apts. (winter
9133 Collins Ave. season)
Miami Beach, Fla. 33154

William Arnold Hanger
4540 North Bay Road
Miami Beach, Fla. 33140

Louis J. Hector (M)
3507 St. Gaudens Road
Coconut Grove
Miami, Fla. 33133

Corporation Report for Foreign and Domestic Corporations

(Not For Profit and Exempt (Section 608.32(2), Florida Statutes)

State of Florida
TOM ADAMS

SECRETARY OF STATE
Tallahassee, Florida

PAID

Tallahassee, Fla.
Permit No. 88

RETURN REQUESTED

Refer to This Number
in All Correspondence

This return is due
on July 1,
1964

23-08-NP-02242

DUE 30 DAYS
AFTER RECEIVED

UNIVERSITY OF MIAMI
ROBERT F. FERRELL - CHAIRMAN
990 BRIGHELL AVE
MIAMI 32-FLA

UNIVERSITY OF MIAMI
1600 First National Bank Building
Miami, Florida 33131

1. UNIVERSITY OF MIAMI (General nature of business or activity)
(Give exact name of corporation) 2. Educational

3. Coral Gables Dade Florida
(Street or Post Office Box of principal place of business) (City) (County) (State)

4. Dr. Henry King Stanford President 2475 So. Bayshore Drive, Miami, Florida
(Name of Officer) (Title) (Address)

b. Mr. Eugene S. Cohen Vice President & Treasurer 7200 Hardee Drive, Miami, Florida
c. Dr. Werner A. Baum Vice President 12505 SW 71st Ave., Miami, Florida
d. Mr. Donald V. Stophlet Vice President 13500 SW 63rd Ave., Miami, Florida
e. Mr. Thomas R. Ryess Vice President 1200 So. Alhambra Circle, Coral
f. Dr. R. Morton Miller Secretary 1212 Manati Ave., Coral Gables, Fla.
g. Irene W. Morrow Asst. Secretary-Treasurer 3033 SW 7th St., Miami, Florida

5. See attached list of "Boards of Trustees"
(Directors - Name) (Law requires at least (3) three) (Address)

6. Mr. Robert Cole - Marshon, Sawyer, Johnston, Dunwoody, Mehrtens & Cole,
(Resident Agent Name)
I hereby acknowledge acceptance of the appointment 1600 First National Bank Bldg., Miami, Fla.
as resident agent upon whom service of process may be made. (Signature of resident agent)

7. Last meeting of Directors June 16, 1964 B. Corporation Active? yes If inactive
(Month - Day - Year) (Yes or No) 9. Inactivity began (Month - Day - Year)

8. If inactive, will corporation begin business in the future? (Yes or No)

11. Date incorporated 11/18/63 12. If foreign corporation, Date Qualified in Fla. (Month - Day - Year)

13. If foreign corporation, give the number of States in which you do business.

14. We, the undersigned, certify the above statement of
facts to be true and correct as shown by our books.
Eugene S. Cohen
Vice President & Treasurer

Attest: Irene W. Morrow
Assistant Secretary

STATE OF Florida
COUNTY OF Dade

Personally appeared before me Eugene S. Cohen
who deposes and says that he executed this certificate for, and in behalf of said corporation and
that the statement herein contained is true and correct to the best of his knowledge and belief.

Sworn to and subscribed before me this 14th day of September 1964.

(Notary Seal) Henry Public State of Florida or Large
Signature of Notary taking acknowledgment

Send Original to: TOM ADAMS, SECRETARY OF STATE, TALLAHASSEE, FLORIDA.

(SEE INSTRUCTIONS ON BACK OF LAST COPY)

ORIGINAL

NP-2242

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Corporation Report for Foreign and Domestic Corporations

(For For Profit and Exempt (Section 501(c)(3)) Florida Statutes)

State of Florida
TOM ADAMS
SECRETARY OF STATE
Tallahassee, Florida

Refer to This Number
in All Correspondence

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SECRETARY OF STATE
TALLAHASSEE, FLA.

23-08-NP-702242

(33126) INSERT ZIP CODE IF NOT SHOWN

UNIVERSITY OF MIAMI
MERSHON, SAWYER JOHNSTON DUNWOODY
1600 FIRST NATIONAL BANK BUILDING
MIAMI FLA

1. UNIVERSITY OF MIAMI
(Please print name of corporation)

2. Education
(General nature of business or activity)

3. PO Box 8007 Coral Gables, Dade Florida 33126
(Street or Post Office Box or principal place of business) (City) (State)

4. a. ~~XXXXXXXXXXXX~~ Henry King Stanford President 2875 So. Bayshore Dr. Miami, Fla.
(Officer's Name) (Title) (Address)
b. Eugene S. Cohen Vice President and Treasurer 7200 Harder Rd., Miami, Fla.
c. Werner A. Baum Vice President for Academic Affairs 12805 SW 71st Ave. Miami, Fla.
d. Donald V. Stophist Vice President for Development 11500 SW 63rd Ave. Miami, Fla.
e. E. Morton Miller Secretary of the University 1212 Manati, Coral Gables, Fla.
f. Irene W. Morrow, Asst. Secretary-Treasurer 3033 SW 7th St., Miami, Fla.
g.
h.

5. a. See attached list of Board of Trustees
(Directors - Name) (Law requires at least 21 three) (Address)
b.
c.
d.
e.
f.

6. Mershon, Sawyer, Johnston, Dunwoody, Mehtrens & Co., 1600 First Nat'l Bank Bldg. Miami, Fla.
(Resident Agent Name) (Address)
I hereby acknowledge acceptance of the appointment
as resident agent upon whom service of process may be made. *Robert B. Cole*
(Signature of resident agent)
Insurance companies are not to complete item 6 pursuant to Section 624.0221, Florida Statutes.

7. Last meeting of Directors June 15, 1965 P Corporation A or B Yes, If inactive
(Month - Day - Year) (Yes or No) (If inactive, when does it begin?) (Month - Day - Year)
10. If inactive, with corporation Re- 11. Date incorporated 4/7/61 12. Date qualified in Fla. -
(Yes or No) (Month - Day - Year) (Month - Day - Year)

13. If foreign corporation, give the number
of States in which you do business -
fact to be true and correct as shown by our books.

14. We, the undersigned, certify the above statement of

Eugene S. Cohen
Eugene S. Cohen, Vice President & Treasurer

Irene W. Morrow
Irene W. Morrow
Assistant Secretary

STATE OF Florida
COUNTY OF Dade

Personally appeared before me Eugene S. Cohen
who deposes and says that he executed this certificate for and in behalf of said corporation and
that the statement herein contained is true and correct to the best of his knowledge and belief.
Sworn to and subscribed before me this 28th day of June, 1965.
(Notary Seal) *Charles J. Coleman*

Send Original to: TOM ADAMS, SECRETARY OF STATE, TALLAHASSEE, FLORIDA
(SEE INSTRUCTIONS ON BACK OF LAST COPY) BY COMMUNICATIONS DIVISION

BOARD OF TRUSTEES

UNIVERSITY OF MIAMI

February, 1965

Oscar E. Dooly
Chairman

George E. Whitten
Vice Chairman

Leonard L. Abess
Chairman of the Board
City National Bank of Miami
P. O. Box 3280
Miami, Fla. 33101
Tel. 374-8311

Harry Hood Bassett, President
First National Bank of Miami
P. O. Box 2500
Miami, Fla. 33101
Tel. 377-3411

Sam Blank
Chairman of the Board
National Brands, Inc.
P. O. Box 6188, Sta. B
Miami, Fla. 33123
Tel. 374-7401

Roscoe Brunstetter, Attorney
7520 Red Road
South Miami, Fla. 33143
Tel. 666-2595

Emile L. Cotton, Sr.
Real Estate
11501 So. Dixie Highway
Miami, Fla. 33156
Tel. CE 5-2313

Gardner Cowles, Chairman of the
Board and Editor-in-Chief
Cowles Magazines & Broadcasting, Inc.
488 Madison Avenue
New York, N.Y. 10022

James M. Cox, Jr.
President and Publisher
The Miami News
P.O. Box 615, Biscayne Annex
Miami, Fla. 33152
Tel. 374-6211

Radford R. Crane
22 LaGorce Circle
La Gorce Island
Miami Beach, Fla. 33141
Tel. 866-8008

Lon Worth Crow, Jr., President
Lon Worth Crow Company
55 S. W. 8th Street
Miami, Fla. 33130
Tel. 371-4531

Oscar E. Dooly, President
Oscar E. Dooly Associates, Inc.
616 Ingraham Building
Miami, Fla. 33131
Tel. 373-6271

Edward F. Dunn, Vice President
D. R. Mead & Company
1900 Biscayne Boulevard
Miami, Fla. 33132
Tel. 373-1101

Hugh P. Emerson, President
Acroland Oil Company
2510 S. W. 5th Street
Miami, Fla. 33147
Tel. 691-9321

José A. Ferré, Chairman
of the Board
Maule Industries, Inc.
5220 Biscayne Boulevard
Miami, Fla. 33137
Tel. 751-6631

Redmond Dunn Gautier, Jr., Attorney
Worley, Gautier & Patterson
200 S. E. First Street
Miami, Fla. 33131
Tel. 377-4501

James Gerity, Jr., President
Gerity Broadcasting Company
Adrian, Michigan
Winter - Surf Club Apts.
Tel. (his sec'y.) 531-0379

Frank W. Guilford, Jr., Attorney
Turner, Hendrick, Fascell & Guilford
2740 Ponce de Leon Boulevard
Coral Gables, Fla.
Tel. 443-5262

William Arnold Hanger
6775 Indian Creek Drive
Miami Beach, Fla. 33141
Tel. 866-6083

Louis J. Hector, Attorney
Hector and Davis
1510 First National Bank Bldg.
100 South Biscayne Boulevard
Miami, Fla. 33131
Tel. 377-9533

Charles H. Kellstadt
Chairman of the Board
General Development Corp.
2828 Coral Way
Miami, Fla. 33145
Tel. 444-8371

Edgar B. Lou
120 Harbour Way
Bal Harbour
Miami Beach, Fla. 33151
Tel. 866-5235

J. Neville McArthur, President
McArthur Jersey Farm Dairy, Inc.
6851 N. E. 2nd Avenue
Miami, Fla. 33138
Tel. 754-4521

W. Sloan McCrea
P. O. Box 855, Riverside Station
Miami, Fla. 33135
Tel. 443-7441

Baron de Hirsch Meyer, Attorney
Meyer, Weiss, Rose & Arkin
407 Lincoln Road
Miami Beach, Fla. 33139
538-2531

Hank Meyer, President
Hank Meyer Associates, Inc.
407 Lincoln Road
Miami Beach, Fla. 33139
Tel. 531-7411

Celeste Shadburn Moon
(Mrs. Charles M.)
2101 Brickell Avenue
Miami, Fla. 33129
Tel. 374-7056

Robert M. Morgan, CPA
Morgan, Altemus & Barrs
City National Bank Bldg.
25 West Flagler Street
Miami, Fla. 33130
Tel. 377-9631

Max Orovitz, Attorney
One Lincoln Road
Miami Beach, Fla. 33139
Tel. 538-7646

Stuart W. Patton, Attorney
Patton & Kanner
213 Security Trust Bldg.
Miami, Fla. 33131
Tel. 373-5761

Judge Ray H. Pearson
Room 412, Dade County Court House
Miami, Fla. 33130
Tel. 374-8534

Robert Pentland, Jr.
2800 North Surf Road
Hollywood, Fla.
Tel. 945-8068

Warren W. Quillian, M. D.
140 Alhambra Circle
Coral Gables, Fla. 33134
Tel. 446-2546

John R. Ring, CPA
Ring, Mahony & Arner
1205 First National Bank Bldg.
100 South Biscayne Boulevard
Miami, Fla. 33131
Tel. 377-3563

James A. Ryder, Chairman of the Board
Ryder System, Inc.
P. O. Box 33-816
Miami, Fla. 33133
Tel. 444-8461

Don Shoemaker, Editor
The Miami Herald
1 Herald Plaza
Miami, Fla. 33101
Tel. 350-2516

Frank Smathers, Jr. President
Miami Beach First National Bank
1651 Alton Road
Miami Beach, Fla. 33139
Tel. 531-7311

McGregor Smith, Chairman of the Board
Florida Power & Light Company
P. O. Box 3100
Miami, Fla. 33101
Tel. 374-5333

John W. Snyder, M. D.
402 Huntington Building
Miami, Fla. 33131
Tel. 374-8211

James Sottile, Jr., President
Canaveral Indian River Groves, Inc.
Route #1, Box 300
Sebastian, Fla.
Tel. 589-4391

George B. Storer, Chairman of the Board
Storer Broadcasting Company
1177 Kane Concourse, Bay Harbor Island
Miami Beach, Fla. 33154
Tel. 866-0211

Edward F. Swenson, Jr.
1515 First National Bank Bldg.
Miami, Fla. 33131
Tel. 377-3677

William H. Walker, Jr., Attorney
Blackwell, Walker & Gray, Attorneys
First Federal Building
100 N. E. First Avenue
Miami, Fla. 33132
Tel. 371-3671

George E. Whitten
9102 West Bay Harbor Drive
Bay Harbor Island
Miami Beach, Fla. 33154
Tel. 866-1959

TRUSTEES EMERITI

John C. Clark
24 Wall Street, Binghamton, N. Y.

Gilbert Grosvenor, Chairman of the Board
National Geographic Society
16 and M Streets, N. W.
Washington, D. C. 20036

John S. Knight, Publisher
The Miami Herald
1 Herald Plaza
Miami, Fla. 33101
Tel. 350-2111

Mrs. Ione S. Staley
2525 Sunset Drive, Sunset Island #2
Miami Beach, Fla.

Arthur A. Ungar, Director
City National Bank of Miami
P. O. Box 3280
Miami, Fla. 33101
Tel. 374-5311

Mrs. Elizabeth Grant, Secretary to the Board of Trustees, University of Miami
Tel. MO-1-2511, Extension 2331

POSTAGE
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If mailed, no such address
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Corporation Report for Foreign and Domestic Corporations

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RETURN REQUESTED

State of Florida
TOM ADAMS
SECRETARY OF STATE
Tallahassee, Florida

Refer to This Number
in All Correspondence

23-08-NP-702242 1966

UNIVERSITY OF MIAMI
HERBMON SAWYER JOHNSTON DUNWOODY
1600 FIRST NATIONAL BANK BUILDING
MIAMI FLA 33124

1966 JUN
TALLAHASSEE
SECRET

1. UNIVERSITY OF MIAMI
(Give exact name of corporation)

2. Education (7)

3. 1200 Campo Sano Coral Gables Dade Florida
(Street or Post Office Box of principal place of business) (City) (County) (State)

4. a. Dr. Henry King Stanford - President - 2425 So. Bayshore Dr. Miami, Fla.
(Officers Name) (Title) (Address)
b. Dr. Armin H. Gropp, Vice President - 6090 SW 116th St., Miami, Fla.
c. Mr. Eugene E. Cohen, Vice President-Treasurer - 7200 Hardee Dr., Miami, Fla.
d. Dr. William R. Butler, Vice President - 14385 SW 87th Ave., Miami, Fla.
e. Mr. Donald V. Strophlet, Vice President - 13500 SW 63rd Ave., Miami, Fla.
f. Mrs. Ruth L. Wert, Secretary - 1511 Blue Road, Coral Gables, Fla.
g. Mrs. Irene W. Morrow, Asst. Secy-Treasurer - 3033 SW 7th St., Miami, Fla.

5. a. See attached list
(Directors - Name) (Law requires at least (3) three) (Address)
b.
c.
d.
e.
f.

6. (Resident Agent Name) (Address)

Insurance companies are not to complete item 6 pursuant to Section 624.0221, Florida Statutes.

7. Last meeting of Directors May 13, 1966 (Month - Day - Year)
8. Corporation Active? YES (Yes or No)
9. If inactive, inactivity began (Date) (Month - Day - Year)

10. If inactive, will corporation begin business in the future? Re- April 7, 1966 (Date) (Month - Day - Year)
11. Date incorporated (Date) (Month - Day - Year)
12. Date qualified in Fla. (Date) (Month - Day - Year)

13. If foreign corporation, give the number of States in which you do business. -
facts to be true and correct as shown by our books.

14. We, the undersigned, certify the above statement of
Eugene E. Cohen Ruth L. Wert
Eugene E. Cohen, Vice President & Treasurer Attest: Ruth L. Wert
Dr. President of V-President Secretary

STATE OF Florida
COUNTY OF Dade

Personally appeared before me Eugene E. Cohen
who deposes and says that he executed this certificate for and in behalf of said corporation and
that the statement herein contained is true and correct to the best of his knowledge and belief.
Sworn to and subscribed before me this 13th day of June 1966
(Notary Seal) Charles P. Lottershausen
Signature of Notary taking acknowledgment

Send Original to TOM ADAMS, SECRETARY OF STATE, TALLAHASSEE, FLORIDA.

UNIVERSITY OF MIAMI
LIST OF OFFICERS AND BOARD OF TRUSTEES
 1966-1967

OFFICERS:

Dr. Henry King Stanford
 President
 2475 So. Bayshore Drive
 Miami, Fla. 33133 (Tel. 999-2886)

Mr. Eugene E. Cohen
 Vice President for Financial Affairs
 and Treasurer
 7200 Hardee Drive
 Miami, Fla. 33143 (Tel. 666-9835)

Dr. Armin H. Gropp
 Vice President for Academic Affairs
 6090 SW 116th Street
 Miami, Fla. (Tel. 666-7400)

Mr. Donald V. Stophlet
 Vice President for Development
 13500 SW 63rd Avenue
 Miami, Fla. 33156 (Tel. 665-2994)

Dr. William R. Butler
 Vice President for Student Affairs
 10385 SW 87th Avenue
 Miami, Fla. (Tel. 238-2953)

Mrs. Ruth L. Wert
 Secretary
 1511 Blue Road
 Coral Gables, Fla. (Tel. 665-5111)

Mrs. Irene W. Morrow
 Assistant Secretary-Treasurer
 3033 SW 7th Street
 Miami, Fla. 33135 (Tel. 996-0824)

BOARD OF TRUSTEES:

Mr. Leonard L. Abess
 Chairman of the Board
 City National Bank of Miami
 P. O. Box 4280
 Miami, Fla. 33101 (Tel. 372-5411)

Mr. Gardner Cowles, Chairman of Board
 and Editor-in-Chief
 Cowles Magazines & Broadcasting, Inc.
 888 Madison Avenue
 New York, N.Y. 10022 (Tel.)

Mr. Harry Hood Bassett, President
 The First National Bank of Miami
 P. O. Box 2500
 Miami, Fla. 33101 (Tel. 372-3011)

Mr. James H. Cox, Jr.
 President and Publisher
 The Miami News
 P.O. Box 615 - Biscayne Annex
 Miami, Fla. 33152 (Tel. 374-6211)

Mr. Sam Blank, Chairman of the Board
 National Brands, Inc.
 P.O. Box 5185 - Station B
 Miami, Fla. 33123 (Tel. 374-7801)

Mr. Radford R. Crane
 22 LaGorce Circle
 LaGorce Island
 Miami Beach, Fla. 33141 (Tel. 864-2008)

Mr. Patrick J. Cesarano, President
 Southern Underwriters, Inc.
 283 Catalonia Avenue
 Coral Gables, Fla. 33139 (Tel. 999-6261)

Mr. Lon Worth Crow, Jr., President
 Lon Worth Crow Company
 15 SW 8th Street
 Miami, Fla. 33130 (Tel. 371-9511)

Mr. Emile L. Cotton, Sr., Realtor
 11591 S. Dixie Highway
 Miami, Fla. 33156 (Tel. 235-2413)

Mr. Alfred H. Daniels, Chairman of Board
 Sordino's
 22 West Flagler Street
 Miami, Fla. 33131 (Tel. 373-1111)

FILED
 JUN 15 1967
 DEPT. OF REVENUE

* Mr. Oscar E. Dooly, President
Oscar E. Dooly Associates, Inc.
616 Ingraham Building
Miami, Fla. 33131 (Tel. 377-8761)

Mr. Edward F. Dunn, Vice President
D. R. Mead & Company
1900 Biscayne Boulevard
Miami, Fla. 33132 (Tel. 373-1101)

* Mr. Hugh P. Emerson, President
Aeroland Oil Company
2500 NW 70th Street
Miami, Fla. 33147 (Tel. 691-9321)

Mr. Jose A. Ferre
Biscayne Tower Building
100 Biscayne Boulevard
Miami, Fla. 33131 (Tel. 377-3092)

Mr. Thomas F. Fleming, Jr.
Chairman of the Board
First Bank & Trust Company of
Boca Raton
P. O. Box R
Boca Raton, Fla. 33432 (Tel.)

* Mr. Redmond Bunn Gaurier, Jr.
Attorney at Law
Worley, Gautier & Patterson
200 SE 1st Street
Miami, Fla. 33131 (Tel. 377-9501)

Mr. James Gerity, Jr.
(President, Gerity Broadcasting Co.,
Adrian, Mich.)
Mail to: Committee at 100
P.O. Box 2330
Miami Beach, Fla. 33140 (Tel. 531-0379)

Mr. William Arnold Harner
6775 Indian Creek Drive
Miami Beach, Fla. 33191 (Tel. 866-6083)

* Mr. Louis J. Hector, Attorney
Scott, McCarthy, Steel, Hector & Davis
14th Fl.-First National Bank Bldg.
Miami, Fla. 33131 (Tel. 377-3911)

Mr. Charles E. Kellstadt
Chairman of the Board
General Development Corp.
2628 Coral Way
Miami, Fla. 33195 (Tel. 448-1425)

Mr. Edgar B. Lau
120 Harbour Way
Bal Harbour
Miami Beach, Fla. 33154 (Tel. 866-5235)

Mr. J. Neville McArthur, President
McArthur Jersey Farm Dairy, Inc.
6851 NE 2nd Avenue
Miami, Fla. 33138 (Tel. 754-4521)

Mr. W. Sloan McGee, President
Earl V. Wilson Company
3500 NE 7th Street
Miami, Fla. 33125 (Tel. 693-7901)

* Baron dellirsch Meyer, Attorney
Meyer, Weiss, Rose & Arkin
907 Lincoln Road
Miami Beach, Fla. 33139 (Tel. 531-7411)

Mr. Hank Meyer
President
Hank Meyer Associates, Inc.
907 Lincoln Road
Miami Beach, Fla. 33139 (Tel. 531-7411)

Mrs. Charles M. Moon
(Celeste Shadburn Moon)
2101 Brickell Avenue
Miami, Fla. 33129 (Tel. 379-7056)

Mr. Robert M. Morgan, CPA
Morgan, Alcomus & Barnes
City National Bank Building
25 West Flagler Street
Miami, Fla. 33130 (Tel. 377-9631)

Mr. Wilbur L. Morrison
Executive Vice President
Pan American World Airways
P. O. Box 2076
Miami, Fla. 33159 (Tel. 637-2711)

* Mr. Max Orovitz, Attorney
1 Lincoln Road
Miami Beach, Fla. 33139 (Tel. 538-7646)

Mr. Stuart W. Patton, Attorney
Patton and Kanner
213 Security Trust Building
Miami, Fla. 33131 (Tel. 373-5761)

Mr. Ray H. Pearson, Attorney
Frates, Fay, Lloyd & Pearson
Concord Building
West Flagler Street
Miami, Fla. 33130 (Tel. 377-0241)

Dr. Warren W. Quillian, MD
140 Alhambra Circle
Coral Gables, Fla. 33134 (Tel. 996-2546)

Mr. John R. Ring, CPA
Ring, Mahony & Arner
1205 First National Bank Bldg.
100 S. Biscayne Boulevard
Miami, Fla. 33131 (Tel. 377-2501)

Mr. James A. Ryder, Chairman of Board
Ryder System, Inc.
P. O. Box 33-816
Miami, Fla. 33133 (Tel. 996-8461)

Mr. Don Shoemaker, Editor
The Miami Herald
1 Herald Plaza
Miami, Fla. 33101 (Tel. 350-2516)

Mr. Frank Smathers, Jr.
Chairman of the Board
Miami Beach First National Bank
1651 Alton Road
Miami Beach, Fla. 33139 (Tel. 541-7311)

Mr. McGeogor Smith
Chairman of the Board
Florida Power & Light Company
P.O. Box 3100
Miami, Fla. 33101 (Tel. 985-6211)

Mr. George B. Storer
Chairman of the Board
Storer Broadcasting Company
1177 Kane Concourse
Miami Beach, Fla. 33154 (Tel. 866-0211)

Mr. Edward F. Swenson, Jr., Investments
1515 First National Bank Bldg.
Miami, Fla. 33131 (Tel. 377-3677)

Mr. William H. Walker, Jr., Attorney
Blackwell, Walker & Gray
First Federal Building
100 NE 1st Avenue
Miami, Fla. 33132 (Tel. 371-3671)

TRUSTEES EMERITI:

Mr. Roscoe Brunstetter, Attorney
7520 Red Road
S. Miami, Fla. 33143 (Tel. 666-2595)

Mr. John C. Clark
24 Wall Street
Binghamton, N. Y. (Tel.)

Mr. John S. Knight
Publisher, The Miami Herald
1 Herald Plaza
Miami, Fla. 33101 (Tel. 350-2111)

Mr. Robert Pentland, Jr.
2800 North Surf Road
Hollywood, Fla. (Tel. 905-8968)

Dr. John W. Snyder, MD
402 Huntington Building
Miami, Fla. 33131 (Tel. 374-8211)

Mrs. Ione T. Staley
2525 Sunset Drive
Sunset Island #2
Miami Beach, Fla. (Tel.)

Mr. Arthur A. Ungar, Director
City National Bank of Miami
P.O. Box 3280
Miami, Fla. 33101 (Tel. 374-5311)

Mr. George E. Whitten
9102 West Bay Harbor Drive
Bay Harbor Island
Miami Beach, Fla. 33154 (Tel. 866-1959)

Denotes Members of Executive Committee
(plus Dr. Stanford, ex-officio)

Chairman of Board: Mr. Oscar E. Dooly
Vice Chairman: Mr. Harry H. Bassett
Chairman of the
Executive Committee: Mr. Max Gnovitz

Corporation Report for Foreign and Domestic Corporations

(Not For Profit and Exempt (Section 508.32(2), Florida Statutes))

State of Florida
TOM ADAMS

SECRETARY OF STATE

Tallahassee, Florida

Refer to This Number
in All Correspondence

UNIVERSITY OF MIAMI
HERSKON SAWYER JOHNSTON DUNWOODY
1600 FIRST NATIONAL BANK BUILDING
MIAMI FLA 33124

23-08-NP-702242

1967

1. UNIVERSITY OF MIAMI (General nature of business or activity)
2. Education

3. 1200 Campo Sano Coral Gables Dade Florida 33124
(Street or Post Office Box of principal place of business) (City) (County) (State)

4. a. Dr. Henry King Stanford, President - 2475 So. Bayshore Dr., Miami, Fla.
(Officers - Name) (Title) (Address)
b. Dr. Armin H. Gropp, Vice President - 6090 SW 116th St., Miami, Fla.
c. Dr. William R. Butler, Vice President - 14385 SW 87th Ave., Miami, Fla.
d. Mr. Donald V. Stophlet, Vice President - 13500 SW 63rd Ave., Miami, Fla.
e. Mr. Eugene E. Cohen, Vice Pres. & Treasurer - 7200 Hardee Drive, Miami, Fla.
f. Mrs. Ruth L. Wert, Secretary - 1511 Blue Road, Coral Gables, Fla.
g. Mr. Charles M. Capps - Asst. Secretary-Treasurer - 1444 Baracoa, Coral Gables, Fla.

5. a. see attached listing - Board of Trustees
(Directors - Name) (Law requires at least (3) three) (Address)
b.
c.
d.
e.
f.

6. Marshon Sawyer Johnston, Dunwoody & Cole - Miami, Fla. 1600 First Nat'l Bank Bldg
(Resident Agent Name) (Address)

Insurance companies are not to complete item 6 pursuant to Section 624.0221, Florida Statutes.

7. Last meeting of Directors April 11, 1967 8. Corporation Active? yes 9. If inactive -
(Month - Day - Year) (Yes or No) (Month - Day - Year)
10. began business in the future: 11. Date incorporated 4/7/61 12. If foreign corporation:
(Yes or No) (Month - Day - Year) (Month - Day - Year)

13. If foreign corporation, give the number
of States in which you do business.
facts to be true and correct as shown by our books.
Eugene E. Cohen
Eugene E. Cohen, Vice Pres. & Treasurer
By President or V-President

14. We, the undersigned, certify the above statement of

Ruth L. Wert
Attest: Ruth L. Wert
Secretary

STATE OF Florida
COUNTY OF Dade

Personally appeared before me Eugene E. Cohen
who deposes and says that he executed this certificate for and in behalf of said corporation and
that the statement herein contained is true and correct to the best of his knowledge and belief.

Sworn to and subscribed before me this 8th day of June 1967.

(Notary Seal)

Eugene E. Cohen
Signature of Officer (Including Acknowledgment)

NOTARY PUBLIC STATE OF FLORIDA at Tallahassee
MY COMMISSION EXPIRES JUNE 10, 1967
BONDED THROUGH FRED W. BUSTELL, MOBILE

Send Original to: TOM ADAMS, SECRETARY OF STATE, TALLAHASSEE, FLORIDA.
(SEE INSTRUCTIONS ON BACK OF LAST COPY)

ORIGINAL

**BOARD OF TRUSTEES
UNIVERSITY OF MIAMI**

February 1967

OSCAR E. DOOLY
Chairman

HARRY HOOD BASSETT
Vice Chairman

LEONARD L. ABESS
Chairman of the Board
City National Bank of Miami
P. O. Box 3280
Miami, Florida 33101
Tel. 374-5311

JOHN C. CLARK*
(Corporation Executive)
24 Wall Street
Binghamton, New York 13901

HARRY HOOD BASSETT
Chairman of the Board
The First National Bank of Miami
P. O. Box 2500
Miami, Florida 33101
Tel. 377-3411

EMILE L. COTTON, SR.
Real Estate
11601 S. Dixie Highway
Miami, Florida 33166
Tel. 235-2318

RAMI BLANK
Chairman of the Board
National Brands, Inc.
P. O. Box 6188, Station B
Miami, Florida 33123
Tel. 374-7401

GARDNER COWLES
Chairman of the Board
and Editor-in-Chief
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488 Madison Avenue
New York, N. Y. 10022
Tel. (212) MU 8-0300

MILO M. BRISCO
Director
Standard Oil Company (N.J.)
30 Rockefeller Plaza
New York, N. Y. 10020
Tel. (212) 974-4755

JAMES M. COX, JR.
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Cox Broadcasting Corp.
President and Publisher
The Miami News
P. O. Box 615, Biscayne Annex
Miami, Florida 33152
Tel. 350-2962

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Attorney
7620 Red Road
South Miami, Florida 33143
Tel. 666-2595

RADFORD R. CRANE
President
Rimersburg Coal Co.
22 LaGorce Circle
LaGorce Island
Miami Beach, Florida 33141
Tel. 860-8008

PATRICK J. CESARANO
President
Southern Underwriters Inc.
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Coral Gables, Florida 33134
Tel. 444-6261

LON WORTH CROW, JR.
President
Lon Worth Crow Company
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Miami, Florida 33130
Tel. 371-4531
After May 20, 1967:
75 S. E. 14th Street
Miami, Florida 33131
Tel. 371-7492

ALFRED H. DANIELS
Chairman of the Board
Burdine's
22 East Flagler Street
Miami, Florida 33101
Tel. 373-1111

OSCAR E. DOOLY
President
Oscar E. Dooly Associates, Inc.
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EDWARD F. DUNN
Vice President
D. R. Mead & Company
1900 Biscayne Boulevard
Miami, Florida 33132
Tel. 373-1101

HUGH P. EMERSON
President
Currier Corp.
P. O. Box 1614
Miami, Florida 33138
Tel. 758-1751

MAURICE A. FERRE
President
Maule Industries, Inc.
100 Biscayne Boulevard
Miami, Florida 33132
Tel. 374-1007

JOSE A. FERRE
Chairman of the Board
Maule Industries, Inc.
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Miami, Florida 33132
Tel. 377-3092

THOMAS F. FLEMING, JR.
Vice Chairman of the Board
The First National Bank of Miami
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Miami, Florida 33101
Tel. 377-3411

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200 S. E. First Street
Miami, Florida 33131
Tel. 377-4501

WILLIAM ARNOLD HANGER
(President)
Mason & Hanger-
Silas Mason Co., Inc.)
6776 Indian Creek Drive
Miami Beach, Florida 33141
Tel. 866-6083

LOUIS J. HECTOR
Attorney
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Hector and Davis
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First National Bank Building
Miami, Florida 33131
Tel. 377-3611

CHARLES H. KELLSTADT
Chairman of the Board
General Development Corp.
2828 Coral Way
Miami, Florida 33145
Tel. 448-1325

JOHN S. KNIGHT
Publisher
The Miami Herald
1 Herald Plaza
Miami, Florida 33101
Tel. 350-2111

EDGAR B. LAU
(Founder, Lau Blower Company)
120 Harbour Way
Bal Harbour
Miami Beach, Florida 33154
Tel. 866-3235

THOMAS C. MANN
(Former U. S. Ambassador and
Under Secretary of State)
President
Automobile Manufacturers Assn.
1819 Massachusetts Ave.
Washington, D. C. 20036
Tel. (202) 667-7733

J. NEVILLE McARTHUR
President
McArthur Jersey Farm Dairy, Inc.
6861 N. E. 2nd Avenue
Miami, Florida 33138
Tel. 754-4521

W. SLOAN McCREA

President
Earl V. Wilson Company of Florida
P. O. Box 856
Miami, Florida 33185
Tel. 445-7441

BARON & HIRSCH MEYER

Attorney
Mayer, Weiss, Rose & Arkin
407 Lincoln Road
Miami Beach, Florida 33189
Tel. 638-2531

HANK MEYER

President
Hank Meyer Associates, Inc.
407 Lincoln Road
Miami Beach, Florida 33189
Tel. 531-7411

ROBERT M. MORGAN, CPA
Morgan, Altman & Barnes
1201 City National Bank Building
25 West Flagler Street
Miami, Florida 33130
Tel. 877-9631

WILBUR L. MORRISON

(Senior Vice President and
Director, Pan American
World Airways, Retired)
P. O. Box 856
South Miami, Florida 33143
Tel. 667-6626

MAX GROVITZ

Attorney (Corporation Executive)
One Lincoln Road
Miami Beach, Florida 33139
Tel. 638-7646

STUART W. PATTON

Attorney
Patton and Kanner
213 Security Trust Building
Miami, Florida 33131
Tel. 573-5781

After June 1, 1967:
3rd Floor
Northeast Airlines Building
150 S. E. 2nd Avenue
Miami, Florida 33131

RAY H. PEARSON

Attorney
Foster, Fay, Floyd and Pearson
Concord Building
West Flagler Street
Miami, Florida 33180
Tel. 377-0241

ROBERT FENTLAND, JR.

(Investments)
2800 North Surf Road
Hollywood, Florida 33020
Tel. 945-6968
Hollywood Tel. WA 2-4583

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140 Alhambra Circle
Coral Gables, Florida 33134
Tel. 446-2346

JOHN R. RING, CPA

Ring, Mahony & Arner
1206 First National Bank Building
Miami, Florida 33131
Tel. 377-2501

JAMES A. RYDER

Chairman of the Board
Ryder System, Inc.
P. O. Box 816
Miami, Florida 33133
Tel. 444-8481

DON SHOEMAKER

Editor
The Miami Herald
1 Herald Plaza
Miami, Florida 33101
Tel. 350-2515
350-2516

FRANK SMATHERS, JR.

Chairman of the Board
Miami Beach First National Bank
1851 Alton Road
Miami Beach, Florida 33139
Tel. 631-0711

McGREGOR SMITH*

Chairman of the Board
Florida Power & Light Co.
P. O. Box 3100
Miami, Florida 33101
Tel. 445-6211

JOHN W. SNYDER, M.D.*
402 Huntington Building
Miami, Florida 33131
Tel. 374-8211

IONE T. STALEY (Mrs.)*
(Patron of the Arts)
1425 Northview Drive
Sunset Island No. 1
Miami Beach, Florida 33140
Tel. 538-6070

GEORGE E. STORER
Chairman of the Board
Storer Broadcasting Company
1177 Kane Concourse
Miami Beach, Florida 33154
Tel. 868-0211

EDWARD P. SWENSON, JR.
Edward P. Swenson and Co.
1515 First National Bank Building
Miami, Florida 33131
Tel. 377-3677

ARTHUR A. UNGAR*
Director
City National Bank of Miami
P. O. Box 3280
Miami, Florida 33101
Tel. 374-5311

WILLIAM H. WALKER, JR.
Attorney
Blackwell, Walker & Gray
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Miami, Florida 33132
Tel. 371-3671

GEORGE E. WHITTEN*
(Consultant)
9102 West Bay Harbor Drive
Bay Harbor Island
Miami Beach, Florida 33154
Tel. 868-1909

* Trustee Emeritus

HELEN L. WILSON, Secretary to Board of Trustees, University of
Miami, Coral Gables, Florida 33124 • Telephone 681-2511, Ext. 2331

Corporation Report for Foreign and Domestic Corporations

(Not For-Profit and Exempt (Section 608.22(2), Florida Statutes))

State of Florida
TOM ADAMS
SECRETARY OF STATE
Tallahassee, Florida

Refer to This Number
in All Correspondence

23-08-NP-702242 1968

UNIVERSITY OF MIAMI
MERSHON SAWYER JOHNSTON DUNWOODY
1600 FIRST NATIONAL BANK BUILDING
MIAMI, FLA 33134

1. UNIVERSITY OF MIAMI (Give exact name of corporation)		(General nature of business or activity) 2. Education	
3. 1200 Campo Sano (Street or Post Office Box of principal place of business)		Coral Gables (City)	Dade, Florida 33124 (County) (State)
4. Dr. Henry King Stanford, President - 2475 So. Bayshore Dr., Miami, Fla. (Officers-Name) (Title) (Address)			
b. Dr. Armin H. Gropp, Vice President - 6090 S.W. 116 Street, Miami, Fla.			
c. Dr. William R. Butler, Vice President - 7765 S.W. 139 Terrace, Miami, Fla.			
d. Mr. Charles R. Estill, Vice President - 7281 S.W. 131 Street, Miami, Fla.			
e. Mr. Eugene E. Cohen, Vice Pres. & Treasurer - 6700 S.W. 117 Street, Miami, Fla.			
f. Mrs. Ruth L. Wert, Secretary - 1511 Blue Road, Coral Gables, Fla.			
g. Mr. Charles M. Capps, Asst. Secretary-Treasurer - 1444 Baracoa, Coral Gables, Fla.			
5. a. See attached listing - Board of Trustees (Directors - Name) (Law requires at least (3) three) (Address)			
b. _____			
c. _____			
d. _____			
e. _____			
6. Mershon, Sawyer, Johnston, Dunwoody & Cole, 1600 First Nat. Bank Bldg., Miami, Fla. 33131 (Resident Agent Name) (Address)			
Insurance companies are not to complete item 6 pursuant to Section 624.0221, Florida Statutes.			
7. Last meeting of Directors June 5, 1968 (Month - Day - Year)		8. Corporation Active? yes (Yes or No)	
9. If inactive, will corporation begin business in the future? --- (Yes or No)		9. If inactive, inactively began --- (Month - Day - Year)	
10. Date incorporated 4/7/61 (Month - Day - Year)		11. Date Qualified in Fla. --- (Month - Day - Year)	
13. If foreign corporation, give the number of States in which you do business. _____ fact to be true and correct as shown by our books.			
14. We, the undersigned, certify the above statement of _____ Attest: Ruth L. Wert Secretary			

STATE OF Florida
COUNTY OF Dade

Personally appeared before me Eugene E. Cohen
who deposes and says that he executed this certificate for and in behalf of said corporation and
that the statement herein contained is true and correct to the best of his knowledge and belief.

Sworn to and subscribed before me this 13th day of June 19 68
(Notary Seal)

Signature of Eugene E. Cohen
Notary Public, State of Florida at Large
My Commission Expires July 31, 1971
Notary Public, State of Florida at Large
My Commission Expires July 31, 1971

Send Original to: TOM ADAMS, SECRETARY OF STATE, TALLAHASSEE, FLORIDA.
(SEE INSTRUCTIONS ON B)

ORIGINAL

BOARD
of
TRUSTEES

February - 1968

UNIVERSITY of MIAMI
Coral Gables, Florida

BOARD of TRUSTEES

OSCAR E. DOOLY, Chairman
HARRY HODD BASSETT, Vice Chairman

LEONARD L. ARENS
Chairman of the Board
City National Bank of Miami
P. O. Box 3250
Miami, Florida 33101
Tel. 371-4311

HARRY HODD BASSETT
Chairman of the Board
The First National Bank of Miami
and
Chairman of the Board
Southeast Bancorporation, Inc.
P. O. Box 2500
Miami, Florida 33101
Tel. 377-3411

JAMES S. HILLINGS, JR.
Real Estate
Greater Miami Federal Building
500 S. E. First Street
Miami, Florida 33131
Tel. 377-3429

SAM BLANK
Chairman of the Board
S. B. Blank & Co., Inc.
P. O. Box 210
Miami, Florida 33101
Tel. 432-3481

MILO M. DRISCO
Director and Vice President
Standard Oil Company (New Jersey)
30 Rockefeller Plaza
New York, N. Y. 10020
Tel. 212-371-4765

PATRICK J. CESARANO
President
Southern Underwriters, Inc.
283 Catalina Avenue
Coral Gables, Florida 33134
Tel. 442-1471

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Real Estate
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Miami, Florida 33156
Tel. 232-2313

GARDNER COWLES
Chairman of the Board and
Editorial Chairman
Cowles Communications, Inc.
183 Madison Avenue
New York, N. Y. 10022
Tel. 212-684-0000

JAMES M. COX, JR.
Chairman of the Board
Cox Broadcasting Corp.
and
President and Publisher
The Miami News
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Miami, Florida 33152
Tel. 350-2562

RADFORD R. CRANE
22 La Gorce Circle
La Gorce Island
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Tel. 860-4608

LON WORTH CROW, JR.
President
Lon Worth Crow Company
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Miami, Florida 33131
Tel. 371-7492

OSCAR E. DOOLY
President
Oscar E. Dooly Associates, Inc.
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Miami, Florida 33131
Tel. 377-4761

EDWARD F. DUNN
Vice President
D. R. Mead & Company
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Miami, Florida 33132
Tel. 373-1101

HUGH P. EMERSON
President
Camber Corp.
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Miami, Florida 33135
Tel. 788-1751

JOSÉ A. FERRÉ
Chairman of the Board
Miami Intercontinental, Inc.
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Miami, Florida 33132
Tel. 377-3022

MAURICE A. FERRÉ
President
Maule Industries, Inc.
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Miami, Florida 33132
Tel. 374-1007

THOMAS F. FLEMING, JR.
Vice Chairman of the Board
The First National Bank of Miami
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Tel. 377-3411

REDMOND HUNN GAUTHIER, JR.
Attorney
Worley, Gauthier, and Patterson
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Miami, Florida 33131
Tel. 377-4501

ROBERT Z. GREENE
President
River Corporation
and
Member, Executive Committee
and Member
Canton Corporation
4411 Pine Tree Drive
Miami Beach, Florida 33140
Tel. 631-2270

Mailing address June 1-November 1
31 East 17 Street
New York, N. Y. 10003

MEVILLE BELL GROSVENOR
Chairman of the Board and
Editor-in-Chief
National Geographic Society
17th and M Streets, N.W.
Washington, D. C. 20030
Tel. 202-296-7500

FLOYD D. HALL
Chairman and Chief Executive Officer
Kaiser Aluminum
10 River Avenue
New York, N. Y. 10020
Tel. 212-296-4300

WILLIAM ARNOLD HANGER
President
Hanger & Hanger-Silas Mason Co., Inc.
1718 Hanger Court Drive
Miami Beach, Florida 33141
Tel. 866-4083

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Attorney
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and Davis
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Miami, Florida 33131
Tel. 377-3611

EMILIO R. LAU
120 Harbor Way
Bay Harbor
Miami Beach, Florida 33154
Tel. 866-8233

THOMAS C. MANN
President
Automobile Manufacturers Association
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Tel. 202-667-7733

J. NEVILLE McARTHUR
President
McArthur Jersey Farm Dairy, Inc.
6821 N. E. 2 Avenue
Miami, Florida 33158
Tel. 761-1521

W. SLOAN McCREA
President
Earl V. Wilson Company of Florida
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HANK MEYER
President
Hank Meyer Associates, Inc.
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Tel. 531-7411

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Tel. 372-2501

JAMES A. HYDER
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Hyder System, Inc.
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866-3658

HELEN L. WILSON, Secretary to Board of Trustees, University
of Miami, Coral Gables, Florida 33124 • Telephone 284-5783

EXECUTIVE COMMITTEE

Max Orevitz, Chairman
 Harry Hood Bassett
 R. B. Gaudier, Jr.
 Stuart W. Patton
 Baron de Hirsch Meyer
 Don Shoemaker
 Ex officio:
 Oscar E. Dooly
 Henry King Stansford

ORGANIZATIONAL COMMITTEES

Regular Trustee Nominations

Responsibilities of the Committee on Regular Trustee Nominations are:

1. To prepare a slate of nominees to fill vacancies on the Board of Trustees.
2. To propose nominees for the Chairman of the Board, the Vice Chairman of the Board, and the President of the University.
3. To propose nominees for membership on the Executive Committee of the Board and, after consultation with the Chairman of the Board, to submit at the first regular meeting of the Board of Trustees after the annual meeting, a list of nominees for membership on the Executive Committee, which list may contain more names than there are members to be elected. Any three (3) trustees are empowered to make nominations in addition to those of the Committee on Regular Trustee Nominations.

Regular Trustee Nominations

Louis J. Hector, Chairman
 Harry Hood Bassett
 James S. Hillings, Jr.
 Allen M. Briscoe
 Hugh P. Emerson
 Thomas F. Fleming, Jr.
 Baron de Hirsch Meyer
 Robert M. Morgan

Evaluation

Responsibilities of the Committee on Evaluation are to consider the workings of the Board of Trustees and of the other existing committees of the Board and to make recommendations thereon. This Committee shall consist partly of the members of the Executive Committee and partly of other members of the Board of Trustees.

Stuart W. Patton, Chairman
 Max Orevitz, Vice Chairman
 Thomas F. Fleming, Jr.
 John R. Ring
 James A. Ryder

Committee Assignments

Responsibility of the Committee on Committee Assignments is to counsel with the Chairman of the Board on committee assignments for Board members.

This Committee shall report to the Chairman of the Board.

Harry Hood Bassett, Chairman
R. B. Gautier, Jr.
Max Orovitz

Alumni Trustee Nominations

Responsibilities of the Committee on Alumni Trustee Nominations are:

1. To request recommendations for nominees from other trustees and the Board of Directors of the Alumni Association.
2. To choose from the recommendations four (4) nominees and four (4) alternates in order of preference.
3. To contact the nominees chosen and
 - A. Inform them of responsibilities of office.
 - B. Request permission to place their names for nomination.
 - C. Request biographical material to accompany ballot.
4. To contact alternates, if necessary, under the same procedure.
5. To mail ballots to Alumni Association members, requesting return by January 1.
6. To count ballots and, at the annual meeting, to submit results to the Board of Trustees.

W. Sloan McCrea, Chairman
James S. Billings, Jr.
Patrick J. Cetrano
Edward F. Dunn
Maurice A. Ferré
Hank Meyer
Frank Smathers, Jr.

BUSINESS AFFAIRS COMMITTEES

Property

Responsibilities of the Committee on Property are:

1. To advise the administration on properties not used for educational purposes.
2. To recommend to the Executive Committee property purchases, sales and other actions necessary to meet broad University objectives.

8

3. To request, if considered necessary by the Committee, the employment of appraisers or brokers in order to provide information and/or specialized knowledge in property matters.

Leonard L. Abess
James S. Billings, Jr.
Lon Worth Crow, Jr., Chairman
Radford R. Crane
Maurice A. Ferré

Investments

Responsibilities of the Committee on Investments are:

1. To formulate the investment policy of the endowment fund and to advise the Executive Committee.
2. To have sole responsibility for all changes in endowment fund securities, subject to ratification of these actions by the Executive Committee.
3. To advise the administration on other securities investment matters.
4. To recommend professional investment counsel when considered necessary by the Committee.

Edward F. Swenson, Jr., Chairman
Thomas F. Fleming, Jr.
Wilbur L. Morrison
John R. Ring
James A. Ryder

Budget Review and Finance

Responsibilities of the Committee on Budget Review and Finance are:

1. To review, on a monthly basis, the administration of the approved annual budget in light of current operational problems and to report thereon to the Executive Committee periodically.
2. To consider extra-budgetary items requested by the administration.
3. To review, from time to time, the status of contingency funds and restricted accounts.
4. To review and make recommendations on proposals for banking and financing operations of the University.

Leonard L. Abess, Chairman
W. Sloan McCrea
Robert M. Morgan
Max Orovitz
John R. Ring

9

Gift Review

Responsibilities of the Committee on Gift Review are:

1. To review all gifts accepted by the administration of the University.
2. To approve acceptance of gifts in favor of the University which do not impose a monetary obligation upon the University and to approve rejection of offers of gifts which would impose an obligation upon the University.
3. To recommend to the Executive Committee, for approval, proposed gifts which would impose some obligation upon the University.
4. To consult experts, if necessary, in the various fields which may be involved in connection with evaluation of proposed gifts.
5. To report to the Executive Committee all gifts to the University.

Harry Hood Bassett, *Chairman*

Hugh P. Emerson

Baron deHirsch Meyer

ACADEMIC COMMITTEES

Academic Policies and Programs

Responsibilities of the Committee on Academic Policies and Programs are:

1. To make proposals to the Executive Committee and the Board of Trustees, after consultation with the administration, concerning the expansion or deletion of current academic programs and the structure and operation of new academic programs.
2. To exercise the same function with respect to academic policies.

Don Shoemaker, *Chairman*

Lon Worth Crow, Jr.

Maurice A. Ferré

Melville Bell Grosvenor

W. Sloan McCrea

Medical School

Responsibility of the Committee on the Medical School, after consultation with the administration, is to make proposals to the Executive Committee and the Board of Trustees concerning the School of Medicine, including the organization and administration of the School and its relationship with Jackson Memorial

10

Hospital and Dade County, other agencies within the Medical Center, the Dade County Medical Association, and the State of Florida.

R. B. Gautier, Jr., *Chairman*

Robert M. Morgan

Patrick J. Cesarano

Max Owens

Warren W. Quillian

MISCELLANEOUS COMMITTEES

Honorary Degrees

Responsibility of the Committee on Honorary Degrees is to evaluate the credentials of persons nominated for honorary degrees. All nominations for honorary degrees, from whatever source, shall be referred to this Committee for consideration before final action by the Board. The Committee may initiate nominations for honorary degrees.

Don Shoemaker, *Chairman*

Gardner Cowles

Wilbur L. Morrison

Frank Smathers, Jr.

Development Affairs

Responsibilities of the Committee on Development Affairs, after consultation with the administration, are to assist and advise the Executive Committee and the Board of Trustees on the following:

1. Legislative matters.
2. Alumni relations.
3. Publications.
4. Public relations.
5. Fund raising (with the exception of any current major fund-raising campaign).

Baron deHirsch Meyer, *Chairman*

Leonard L. Abess

James S. Billings, Jr.

Sam Blank

Milo M. Brisco

Patrick J. Cesarano

E. L. Cotton, Sr.

James M. Cox, Jr.

Redford R. Crane

Jack A. Ferré

Maurice A. Ferré

Robert Z. Green

Melville Bell Grosvenor

Floyd D. Hall

Edgar R. Lan

W. Sloan McCrea

Hank Meyer

J. Neville McArthur

Wilbur L. Morrison

Don Shoemaker

George B. Storer

Edward F. Swenson, Jr.

John O. Teeter

William H. Walker, Jr.

Leonard Gerald Wright

11

Athletic Policy

Responsibilities of the Committee on Athletic Policy are:

1. To review periodically the intercollegiate athletics program and, with the President of the University and the Faculty Committee on Athletics, establish broad policies to guide the intercollegiate athletic program.
2. To confer with the President of the University on recommendations to the Executive Committee for the appointment of head coaches.

This Committee shall report to the Board of Trustees.

William H. Walker, Jr., Chairman

Edward F. Dunn

R. B. Gardner, Jr.

Robert M. Morgan

Stuart W. Patton

John R. Ring

Frank Smathers, Jr.

Corporation Report for Foreign and Domestic Corporations

(Not For Profit and Exempt Service 605.22(1), Florida Statutes)

State of Florida

TOM ADAMS
SECRETARY OF STATE

Enter in This Space
in All Correspondence

JUN 26 3 35 PM '70

SECRETARY OF STATE 25-08-NP-702242

1970

UNIVERSITY OF MIAMI
HERSHON, SAWYER, JOHNSTON, DUNWOODY
1600 FIRST NATIONAL BANK BUILDING
MIAMI, FLA 33134

MICROFILMED

2242

1. UNIVERSITY OF MIAMI
(Give exact name of corporation)

2. Education
(General nature of business or activity)

3. 1200 Campo Sano Coral Gables Dade Florida 33124
(Street or Post Office Box of principal place of business) (City) (County) (State)

4. Dr. Henry King Stanford, President - 2475 So. Bayshore Dr., Miami, Florida
(Officers - Name) (Title) (Address)

5. Dr. Armin H. Gropp, Vice President - 6090 S.W. 116 Street, Miami, Florida
Dr. William R. Butler, Vice President - 7765 S.W. 139 Terrace, Miami, Florida
Mr. Charles R. Estill, Vice President - 7281 S.W. 131 Street, Miami, Florida
Mr. Eugene E. Cohen, Vice Pres. & Treasurer - 5700 S.W. 117th Street, Miami, Fla.
Mrs. Ruth L. Wert, Secretary - 1511 Blue Road, Coral Gables, Florida
Mr. Charles M. Copps, Asst. Secretary-Treasurer, 1404 Baracos, Coral Gables, Fla.
Dr. Emanuel Papper, Vice President, 1 Ocean Lane Drive, Key Biscayne, Fla. 33149
See attached listing - Board of Trustees
(Directors - Name) (Law requires at least (3) (three)) (Address)

6. Hershon, Sawyer, Johnston, Dunwoody & Cole - 1600 First Nat. Bank Bldg., Miami, Fla. 33133
(Resident Agent - Name) (Address)

Insurance companies are not to complete item 8 pursuant to Section 624.022, Florida Statutes.

7. Last meeting of Directors 6/9/70
(Month - Day - Year)

8. Corporation Active? YES
(Yes or No)

9. Inactive began 6/9/70
(Month - Day - Year)

10. If inactive, will corporation begin business in the future? YES
(Yes or No)

11. Date incorporated 4/7/61
(Month - Day - Year)

12. Date qualified in Fla. 6/9/70
(Month - Day - Year)

13. If foreign corporation, give the number of states in which you do business.
To be true and correct as shown by our books.

14. We, the undersigned, certify the above statement of
Eugene E. Cohen, Vice Pres. & Treasurer
By President or V-President
Attest: Ruth L. Wert
Secretary

STATE OF Florida
COUNTY OF Dade
Personally appeared before me Eugene E. Cohen
who deposes and says that he executed this certificate for and in behalf of said corporation and that the statement herein contained is true and correct to the best of his knowledge and belief.
Sworn to and subscribed before me this 23 day of June 1970
(Notary Seal)

Notary Public, State of Florida at Large

My Commission Expires June 30, 1971

Issued by American Not. & Com. Co.

Send Original to TOM ADAMS, SECRETARY OF STATE, TALLAHASSEE, FLORIDA

(SEE INSTRUCTIONS ON BACK OF LAST COPY)

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 and
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 Davis, Charman, Executive Committee
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 Eastern Air Lines, Inc.
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 Tel. 212-626-7828

NP#2242

UNIVERSITY OF MIAMI

Amend ART. VII

FILED IN OFFICE OF DEPARTMENT
OF STATE, STATE OF FLORIDA
by wa on 3/17/71

RICHARD (DICK) STONE
SECRETARY OF STATE

corp-1

MERSON, SAWYER, JOHNSTON, DUNWODY & COLE

1800 FIRST NATIONAL BANK BUILDING

MIAMI, FLORIDA 33131

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W. L. MERRISON, 1983-1984
O. S. SIMMONS, JR., 1985-1986

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ROBERT E. LIVINGSTON

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MOCA RATION OFFICE
THE FIRST BANK AND TRUST BUILDING
TELEPHONE (305) 381-5500

March 12, 1971

Honorable Richard Stone
Secretary of State
State of Florida
Tallahassee, Florida 32304

10:17 7 - 19600 *****5.00
10:17 9 - 19500 *****10.00

Dear Mr. Stone:

We enclose herewith the original and one copy of a Certificate of President and Secretary of the University of Miami which amends the University's Charter. We also enclose our check payable to your order in the amount of \$15.00. Please file the original certificate in your office and certify and return the copy to us.

Very truly yours,

MM
For the Firm

RBC/bj
Enclosures

10.00
5.00
15.00
00

*C.C. [unclear]
3/18/71*



mm

CERTIFICATE OF PRESIDENT AND SECRETARY
OF
UNIVERSITY OF MIAMI

The undersigned, HENRY KING STANFORD, President, and RUTH L. WERT, Secretary, of UNIVERSITY OF MIAMI, a corporation not for profit organized and existing under the laws of the State of Florida, hereby certify that at a meeting of the Board of Trustees of said Corporation duly called and held on the 16th day of February, 1971, at 12:15 o'clock, P.M., the following resolution was adopted:

RESOLVED, that the Charter of this University shall be amended in the manner provided by the Charter and by the laws of the State of Florida to add to ARTICLE VII thereof a new section which shall read as follows:

"Section 7. INDEMNIFICATION OF TRUSTEES. In the event a claim is made against a Trustee which is based upon actions taken in the performance of his duties to the University as a Trustee, then the University shall indemnify such Trustee and hold him harmless from and against any such claim, and if he requests that the University provide him with a defense against the claim, the University shall do so."

BE IT FURTHER RESOLVED, that the Officers of the University are hereby authorized and directed to take such actions and execute such documents as may be necessary or appropriate to so amend the said Charter.

IN WITNESS WHEREOF, we have caused the name of said Corporation to be subscribed and we have hereunto affixed the seal of said Corporation upon this 11th day of March, 1971.

UNIVERSITY OF MIAMI

By Henry King Stanford
Henry King Stanford, President

Attest: Ruth L. Wert
Ruth L. Wert, Secretary

(Seal)

STATE OF FLORIDA)
COUNTY OF DADE)

I HEREBY CERTIFY that on this 11th day of March, 1971, before me, the undersigned authority, personally appeared HENRY KING STANFORD and RUTH L. WERT, to me known to be the persons who executed the foregoing certificate as President and Secretary, respectively, of UNIVERSITY OF MIAMI, a Florida corporation not for profit, and each severally acknowledged the execution of such instrument as such officers, for and on behalf of and as the act and deed of said Corporation, for the uses and purposes therein expressed, pursuant to authority lawfully conferred upon them by said Corporation; and that the seal affixed thereto is the true and genuine corporate seal of said Corporation and was affixed thereunto by the said Secretary, being the proper custodian thereof, and pursuant to the authority lawfully conferred upon her.

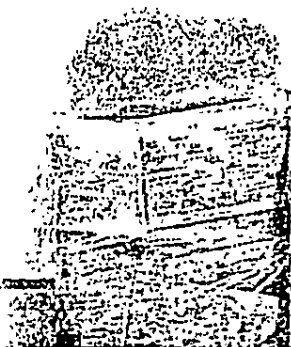
WITNESS my hand and official seal at Miami, said County and State the date aforesaid.



Notary Public
State of Florida at Large

My commission expires:

Notary Public, State of Florida at Large
My Commission Expires June 10, 1974
Bound by American Fidelity & Guaranty Co.



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Director, The Hoover Company
and
Chairman, The Hoover Foundation
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and
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Editorial Chairman
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1 Herald Plaza
Miami, Florida 33101
Tel. 330-8311

J. NEVILLE McARTHUR
President
McArthur Jersey Farm Dairy, Inc.
9831 N. E. 2 Avenue
Miami, Florida 33128
Tel. 754-4531

ROBERT MONTLAND, JR.
2800 North Surf Road
Hollywood, Florida 33020
Tel. 943-8288

MCGREGOR SMITH
Chairman of the Board
Florida Power & Light Co.
P. O. Box 2100
Miami, Florida 33101
Tel. 443-8221

JOHN W. SNYDER, M.D.
217 East Riva Alta Drive
Miami Beach, Florida 33139
Tel. 534-2584

IONE T. STALEY (Mrs.)
Bart House
8925 Collins Avenue
Miami Beach, Florida 33154

GEORGE B. STORER
Chairman of the Board
Storer Broadcasting Company
1177 Kane Concourse
Bay Harbor Island
Miami Beach, Florida 33154
Tel. 886-0211

GEORGE E. WHITTEN
9101 West Bay Harbor Drive
Bay Harbor Island
Miami Beach, Florida 33154
Tel. 886-1939

HELEN L. WILSON, Secretary to Board of Trustees, University of
Miami, Coral Gables, Florida 33134
Telephone 284-3782

EXECUTIVE COMMITTEE

Max Orovitz, Chairman
R. B. Gantler, Jr. Don Showmaker
W. Sloan McGree Frank Smathers, Jr.
Stuart W. Patton Ex officio:
John R. Ring Harry Hood Bassett
Henry King Stanford

ORGANIZATIONAL COMMITTEES

Trustee Nominations

Responsibilities of the Committee on Trustee Nominations shall be:

1. For Regular Trustee Nominations:
 - A. To prepare a slate of nominees to fill vacancies on the Board of Trustees.
2. For Alumni Trustee Nominations:
 - A. To request recommendations for nominees from other trustees and the Board of Directors of the Alumni Association.
 - B. To choose from the recommendations four (4) nominees and four (4) alternates in order of preference.
 - C. To contact the nominees chosen and:
 - (1) Inform them of responsibilities of office.
 - (2) Request permission to place their names for nomination.
 - (3) Request biographical material to accompany ballot.
 - D. To contact alternates, if necessary, under the same procedure.
 - E. To mail ballots to Alumni Association members, requesting return by January 1.
 - F. To count ballots and, at the annual meeting, to submit results to the Board of Trustees.
3. To propose nominees for the Chairman of the Board, the Vice Chairman of the Board, the President of the University, and other officers of the corporation.
4. To propose nominees for membership on the Executive Committee.

James S. Biddings, Chairman
Milo M. Brioso Stuart W. Patton
Neville A. Ferre Nell Schill
Charles H. Gantler Edward F. Swenson, Jr.
George W. Jenkins Ex officio:
Hank Meyer Harry Hood Bassett
R. B. Gantler, Jr.

Evaluation

Responsibilities of the Committee on Evaluation are to consider the workings of the Board of Trustees and of the other existing committees

of the Board and to make recommendations thereon. This Committee shall consist partly of the members of the Executive Committee and partly of other members of the Board of Trustees.

Louis J. Hector, Chairman

Samuel L. Higginbottom Ex officio:
Stuart W. Patton Harry Hood Bassett
R. B. Cantler, Jr.

Committee Assignments

Responsibility of the Committee on Committee Assignments is to confer with the Chairman of the Board on committee assignments for Board members.

This committee shall report to the Chairman of the Board.

R. B. Cantler, Jr., Chairman
James S. Billings W. Sloan McCrea
Max Orovitz

BUSINESS AFFAIRS COMMITTEES

Property

Responsibilities of the Committee on Property are:

1. To advise the administration on properties not used for educational purposes.
2. To recommend to the Executive Committee property purchases, sales and other actions necessary to meet broad University objectives.
3. To request, if considered necessary by the Committee, the employment of appraisers or brokers in order to provide information and/or specialized knowledge in property matters.

Leo Worth Crow, Jr., Chairman

Leonard L. Abess Lawrence B. Shelby
James S. Billings Ex officio:
Maurice A. Ferra Harry Hood Bassett
Edward C. Fogg III R. B. Cantler, Jr.

Investments

Responsibilities of the Committee on Investments are:

1. To formulate the investment policy of the endowment fund and to advise the Executive Committee.
2. To have sole responsibility for all changes in endowment fund securities, subject to ratification of these actions by the Executive Committee.

3. To advise the administration on other securities investment matters.
4. To recommend professional investment counsel when considered necessary by the Committee.

Edward F. Swenson, Jr., Chairman

Robert McIntosh Frank Smathers, Jr. (alternate)
John R. Ring Ex officio:
Herbert W. Hoover, Jr. (alternate) Harry Hood Bassett
James A. Ryder (alternate) R. B. Cantler, Jr.

Budget Review and Finance

Responsibilities of the Committee on Budget Review and Finance are:

1. To review, on a monthly basis, the administration of the approved annual budget in light of current operational problems and to report thereon to the Executive Committee periodically.
2. To consider extra-budgetary items requested by the administration.
3. To review, from time to time, the status of contingency funds and restricted accounts.
4. To review and make recommendations on proposals for book-keeping and financing operations of the University.

Leonard L. Abess, Chairman

Robert M. Morgan Ex officio:
Max Orovitz Harry Hood Bassett
John R. Ring R. B. Cantler, Jr.
Frank Smathers, Jr.

Gift Review

Responsibilities of the Committee on Gift Review are:

1. To review all gifts accepted by the administration of the University.
2. To approve acceptance of gifts in favor of the University which do not impose a monetary obligation upon the University and to approve rejection of offers of gifts which would impose an obligation upon the University.
3. To recommend to the Executive Committee, for approval, proposed gifts which would impose some obligation upon the University.
4. To consult experts, if necessary, in the various fields which may be involved in connection with evaluation of proposed gifts.

4. To report to the Executive Committee all gifts to the University.

Baron deHirsch Meyer, Chairman
 Emerson Allsworth
 Milo M. Brisco
 Neil Schiff
 Ex officio:
 Harry Hood Bassett
 R. B. Gaultier, Jr.

ACADEMIC COMMITTEES

Academic Affairs

Responsibilities of the Committee on Academic Affairs are:

1. To make proposals to the Executive Committee and the Board of Trustees, after consultation with the administration, concerning the expansion or deletion of current academic programs and the structure and operation of new academic programs.
2. To exercise the same function with respect to academic policies.

Don Shoemaker, Chairman
 Maurice A. Ferra
 Louis J. Hector
 Samuel L. Higginbottom
 W. Sloan McCree
 Ex officio:
 Harry Hood Bassett
 R. B. Gaultier, Jr.

Honorary Degrees

Responsibility of the Committee on Honorary Degrees is to evaluate the credentials of persons nominated for honorary degrees. All nominations for honorary degrees, from whatever source, shall be referred to this Committee for consideration before final action by the Board. The Committee may facilitate nominations for honorary degrees.

Robert Macht, Chairman
 Cardner Cowles
 Melville Bell Grosvenor
 George W. Jenkins
 Cliff W. Peery
 L. Gerald Wright
 Ex officio:
 Harry Hood Bassett
 R. B. Gaultier, Jr.

Medical School

Responsibility of the Committee on the Medical School, after consultation with the administration, is to make proposals to the Executive Committee and the Board of Trustees concerning the School of Medicine, including the organization and administration of the School and its relationship with Jackson Memorial Hospital and Dade County, other agencies within the Medical Center, the Dade County Medical Association, and the State of Florida.

R. B. Gaultier, Chairman

Leonard L. Abess
 Edward C. Fogg III
 Hank Meyer
 Robert M. Morgan
 Max Orlovitz
 Floyd A. Osterman
 Warren W. Quillian
 Marilyn Segal
 John O. Toster
 Ex officio:
 Harry Hood Bassett

MISCELLANEOUS COMMITTEES

Athletic Policy

Responsibilities of the Committee on Athletic Policy are:

1. To review periodically the intercollegiate athletics program and, with the President of the University and the Faculty Committee on Athletics, establish broad policies to guide the intercollegiate athletic program.
2. To confer with the President of the University on recommendations to the Executive Committee for appointment of head coaches.

This committee shall report to the Board of Trustees.

L. Gerald Wright, Chairman

Edward F. Dunn
 Dante B. Fawcett
 Robert M. Morgan
 Floyd A. Osterman
 Stuart W. Patton
 William H. Walker, Jr.
 Ex officio:
 Harry Hood Bassett
 R. B. Gaultier, Jr.

Student Affairs

Responsibilities of the Committee on Student Affairs, after consultation with the administration, are to assist and advise the Executive Committee and the Board of Trustees on those matters relating to all policies and practices of the Division of Student Affairs.

Charles H. Gaultier, Chairman

Edward F. Dunn
 Thomas F. Fleming, Jr.
 Edward C. Fogg III
 Louis J. Hector
 Warren W. Quillian
 Neil Schiff
 Don Shoemaker
 Frank Smathers, Jr.
 Ex officio:
 Harry Hood Bassett
 R. B. Gaultier, Jr.

Corporation Report
for Foreign and Domestic Corporations

(Not For Profit and Exempt (Section 608.22(7), Florida Statutes)

State of Florida
TOM ADAMS
SECRETARY OF STATE
Tallahassee, Florida

Refer to This Number
in All Correspondence

JUN 13 9 31 AM '69
23-08-NP-782242 1969
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

UNIVERSITY OF MIAMI
HERSHON SAWYER JOHNSTON DUNWOODY
1600 FIRST NATIONAL BANK BUILDING
MIAMI FLA 33124

(General nature of business or activity)
2. Education

1. UNIVERSITY OF MIAMI
(Give exact name of corporation)
3. 1200 Campo Sano Coral Gables Dade Florida 33124
(Street or Post Office Box or principal place of business) (City) (County) (State)
4. a. Dr. Henry King Stanford, President - 2475 So. Bayshore Dr., Miami, Florida
(Officer's Name) (Title) (Address)
- b. Dr. Armin H. Gropp, Vice President - 6090 S.W. 116 Street, Miami, Florida
c. Dr. William R. Butler, Vice President - 7765 S.W. 139 Terrace, Miami, Florida
d. Mr. Charles R. Estill, Vice President - 7281 S.W. 131 Street, Miami, Florida
e. Mr. Eugene E. Cohen, Vice Pres. & Treasurer - 6700 S.W. 117 Street, Miami, Fla.
f. Mrs. Ruth L. Wert, Secretary - 1511 Blue Road, Coral Gables, Florida
g. Mr. Charles M. Capps, Asst. Secretary-Treasurer, 1944 Barnco, Coral Gables, Fla.
5. a. See attached listing - Board of Trustees
(Directors - Name) (Law requires at least 3) (Address)
- b. _____
c. _____
d. _____
e. _____
6. Merson Sawyer Johnston Dunwoody & Cole - 1600 First Nat. Bank Building.
(Resident Agent Name) (Address) Miami, Fla. 33131

- Insurance companies are not to complete item 8 pursuant to Section 624.0221, Florida Statutes.
7. Last meeting of Directors 6/10/69 8. Corporation Active? yes 9. Inactive began _____
(Month - Day - Year) (Yes or No) (Month - Day - Year)
10. begin business in the future? _____ 11. Date Incorporated 4/7/61 12. Date Qualified in Fla. _____
(Yes or No) (Month - Day - Year) (Month - Day - Year)

13. If foreign corporation, give the number of States in which you do business. _____
fact to be true and correct as shown by our books.
- Eugene E. Cohen
Eugene E. Cohen, Vice Pres. & Treasurer
By President or V-President
14. We, the undersigned, certify the above statement of
Ruth L. Wert
Attest: Ruth L. Wert
Secretary

STATE OF Florida
COUNTY OF Dade Eugene E. Cohen
Personally appeared before me Eugene E. Cohen
who deposes and says that he executed this certificate for and in behalf of said corporation and
that the statement herein contained is true and correct to the best of his knowledge and belief.
Sworn to and subscribed before me this 10th day of June 1969.
(Notary Seal)

Send Original to TOM ADAMS, SECRETARY OF STATE, TALLAHASSEE, FLORIDA.
(SEE INSTRUCTIONS ON BACK OF LAST COPY)

ORIGINAL

NP
22
42

NO-2019

NP#2242

UNIVERSITY OF MIAMI

Amend ARTS VII, VIII, X
& XII

FILED IN OFFICE OF DEPARTMENT
OF STATE, STATE OF FLORIDA.
by QW on 7/5/72

RICHARD (DICK) STONE
SECRETARY OF STATE



STATE OF FLORIDA
Department of State
 THE CAPITOL
 TALLAHASSEE 32304

RICHARD (DICK) STONE
 SECRETARY OF STATE

Robert B. Cold, Esquire
 1600 First National Bank Building
 Miami, Florida 33131

ROY L. ALLEN, DIRECTOR
 DIVISION OF CORPORATIONS

November 9, 1972

Subject: Amendment to UNIVERSITY OF MIAMI, INC.

A refund for \$5.00 is enclosed for the reason checked:

1. ☐ Withdrawal of charter.
2. ☒ Overpayment of filing fee.
3. ☐ Charter not of record in this office.
4. ☐ Overpayment of certification fee.
5. ☐ Filing fee previously paid.
6. ☐ No fee required.
7. ☐ No response to our letter of
8. ☐ Overpayment of charter tax.
9. ☐ Comments:

If you have any questions regarding this matter, please let us know.

corp-77
 1-5-71

REQUISITION FOR REFUND

This money was originally received per validator stamp as follows:

<u>7/3/72</u>	<u>11000</u>	<u>1</u>	<u>7</u>	<u>\$10.</u>
Date	Validation No.	Machine No.	Dept. No.	Amount

Requested by: _____
 (Head of Department)

For use by Fiscal Department

Paid by Receiving Fund Check No. _____

Dated _____ Amount _____

gen-1
 4-30-63

MERSON, SAWYER, JOHNSTON, DUNWODY & COLE

1600 FIRST NATIONAL BANK BUILDING

MIAMI, FLORIDA 33131

TELEPHONE (305) 373-6481

ALEC BAKER
OF COUNSEL

M. L. MERSHON JR. 1923-1982
D. S. SIMONS JR. 1920-1981

HERBERT S. SAWYER
THOMAS H. JOHNSTON
JAMES R. DUNWODY
ATWOOD BUNWODY
P. E. DUNWODY, JR.
ROBERT S. COLE
THOMAS S. TARRANT JR.
A. ALTON FISHER JR.
JOHN D. ARMSTRONG
ROBERT A. WHITE
FRANK L. JONES JR.
GEORGE W. WRIGHT JR.
ROBERT S. LALLY
ROBERT S. LIVINGSTON
RUSSET V. HENDALL

JOHN W. PATTERSON
WEDDOW H. HELVIN, JR.
OSWEND C. HORE, JR.
ROBERT S. MURRAY
BARRY S. CRAIG
WILLIAM J. BURRA
KARL E. BLOCH, JR.
WILLIAM M. LOBEL
JAMES P. WINTER
WILLIAM WALKER, JR.
CHARLES C. KURE

OC

BOCA RATON OFFICE
710 FIRST BANK AND TRUST BUILDING
TELEPHONE (305) 381-5500

June 29, 1972

Hon. Richard Stone
Secretary of State
State of Florida
Tallahassee, Florida 32304

Dear Mr. Stone:

We enclose two executed copies of Certificate of President and Secretary of University of Miami, together with our firm check payable to your order in the amount of \$25.00. Please file one copy of the Certificate in your office and certify and return the other copy to us.

Very truly yours,

Robert B. Cole

Robert B. Cole
For the Firm

RBC/bj
Enclosures

PRIVILEGE TAX	
1. TAX	
2. TAX	15
3. TAX	10
4. TAX	
5. TAX	
6. TAX	25
7. TAX	
8. TAX	5

CC #5

AL - 34 7 110000 ****10.00
AL - 34 7 109900 ****15.00

FILED
JUL 5 2 00 PM '72
DEPARTMENT OF REVENUE
TALLAHASSEE, FLORIDA

CC #5
7/5/72
AW

CERTIFICATE OF PRESIDENT AND SECRETARY
OF
UNIVERSITY OF MIAMI

FILED
JUL 3 2 08 PM '72
OFFICE OF THE
CLERK OF THE
STATE OF FLORIDA

The undersigned, HENRY KING STANFORD, President, and ELLA
G. COLL, Secretary, of UNIVERSITY OF MIAMI, a corporation not for profit
organized and existing under the laws of the State of Florida, hereby certify
that at a meeting of the Board of Trustees of said Corporation duly called and
held on the 14th day of June, 1972, at 1:10 o'clock, P. M., the following
resolution was adopted:

RESOLVED, that the Charter of the University of Miami
shall be amended in the following respects in the manner pro-
vided by the said Charter and by the laws of the State of Florida:

Section 1 of Article VII shall be amended to read as follows:

"Section 1. — BOARD OF TRUSTEES. — The government
of the affairs of this corporation and the management of its
business shall be vested in a board of trustees. The board of
trustees shall consist of any number as determined by the board
of trustees from time to time, except that the number can never
be less than twenty (20). In addition to this minimum number of
regularly elected trustees there shall be a maximum of six (6)
alumni trustees who shall have the same powers, rights, and
privileges as the other members of the board. The president
shall be an ex officio member of the board of trustees with full
voting powers but no faculty member of the university shall be a
trustee unless the board of trustees shall hereafter so authorize
at a meeting of the board regularly called and held."

Section 3 of Article VII shall be amended to read as follows:

"Section 3. — RETIREMENT, EMERITUS TRUSTEE AND
HONORARY TRUSTEE. — The term of office of any trustee shall
expire and he shall retire on the date of the next annual meeting
of the board after he reaches the age of seventy (70), unless the

board makes an exception to this rule, in which event the board may re-elect such person from year to year thereafter. A person who retires after attaining the age of seventy (70) or after ten (10) years of active service on the board may be elected by the board as a trustee emeritus with full power to attend all board meetings, participate in all discussions and vote on all questions. An emeritus trustee shall be eligible to serve on committees of the board. The board also may elect as an honorary trustee a person who has performed an especially outstanding service for the university or one who has shown interest in the university and is of great renown. An honorary trustee may attend meetings of the board of trustees but shall not be entitled to vote."

Section 5 of Article VII shall be amended to read as follows:

"Section 5. — TERM OF ELECTION. — Alumni trustees shall serve a term of three years.

"Regularly elected trustees normally shall be elected for a term of three years but may be elected for shorter terms in order to keep the three classes of trustees numerically equal, as nearly as possible.

"A minimum attendance by a trustee, unless excused for good cause by the board, at three board meetings each year shall be required for re-election eligibility."

Section 1 of Article VIII shall be amended to read as follows:

"Section 1. — MEETINGS. — In addition to the annual meeting, there shall be a minimum of four regular meetings each year of the board of trustees on the campus of the University of Miami. The dates of these meetings shall be fixed, except under extraordinary circumstances, one year in advance. The annual meeting shall be held on the date of the mid-year graduation and shall be held at such place as may be designated by the president of the university."

Section 2 of Article VIII shall be amended to read as follows:

"Section 2. — SPECIAL MEETINGS. — Special meetings of the board of trustees may be held at any place and at any time whenever and wherever called by the chairman of the board, by any vice chairman, by the president of this corporation, or by written request of a majority of the board of trustees, provided,

however, that written notice of at least ten days shall be given by mail to each member of the board."

Section 1 of Article X shall be amended to read as follows:

"Section 1. — PRESIDENT AND OFFICERS. — The board of trustees shall elect the president of the university and fix his term of office and shall annually elect one of their number to be chairman of the board and one or more of their number to be vice chairmen of the board. The board shall also annually elect a vice president or vice presidents, a treasurer and a secretary, who may or may not be members of the board, and assistant treasurers and assistant secretaries, who shall not be members of the board, and such other officer or officers as the board of trustees may determine."

Section 2 of Article X shall be amended to read as follows:

"Section 2. — EXECUTIVE COMMITTEE. — The board of trustees shall elect seven (7) members of the board, who, with the chairman of the board and the president of the university, shall constitute an executive committee of nine (9) members, which executive committee, when the board is not in session, shall exercise all the powers of the board of trustees except (a) the power of making major changes in academic policy and of handling those business affairs which have a major impact upon academic policy, and (b) the power of electing or removing the president of the university, and (c) the power of adopting or altering the bylaws of the corporation. The executive committee shall have the power and authority to delegate to an investment committee to be established in the Bylaws the responsibility for investment activities of the university with the right to delegate such portion of that authority as the investment committee determines to an agent or agents selected by the investment committee with the approval of the executive committee."

"The executive committee shall elect its own chairman and vice chairman from the members of the executive committee."

"The number of the members of the executive committee may be increased or decreased by the board of trustees as the members of such board may determine from time to time."

Section 3 of Article X shall be amended to read as follows:

"Section 3. — TERM OF OFFICE. — The term of all officers except that of president, including the chairman of the board, shall be one year or until their respective successors are elected, or for such other term as the board of trustees may determine; however, any officer, except the president, may be removed from office at any time by the board of trustees or by the executive committee.

"A trustee shall not be eligible for election as chairman of the board or as chairman of the executive committee for more than five consecutive one-year terms of office."

Article XII shall be amended to read as follows:

"ARTICLE XII — QUORUMS

"A quorum of the board of trustees shall consist of at least fifteen members. A quorum of the executive committee shall consist of a majority of the members thereof.

"Any resolution, motion, question, or other action approved by a majority of the members present at a meeting at which a quorum is present shall be the lawful and authorized action or exercise of power by the board of trustees or by the executive committee, as the case may be, and any action taken pursuant thereto shall be the act and deed of this corporation, provided, however, that the president cannot be removed except by a vote of at least three-fourths of the trustees."

IN WITNESS WHEREOF, we have caused the name of said Corporation to be subscribed and we have hereunto affixed the seal of said Corporation upon this 28th day of June, 1972.

UNIVERSITY OF MIAMI

By Henry King Stanford
Henry King Stanford, President

(Seal)

Attest: Edward G. Coll
Edward G. Coll, Secretary

STATE OF FLORIDA)
COUNTY OF DADE)

I HEREBY CERTIFY that on this 28th day of June, 1972, before me, the undersigned authority, personally appeared HENRY KING STANFORD and EDWARD G. COLL, to me known to be the persons who executed the foregoing certificate as President and Secretary, respectively, of UNIVERSITY OF MIAMI, a Florida corporation not for profit, and each severally acknowledged the execution of such instrument as such officers, for and on behalf of and as the act and deed of said corporation, for the uses and purposes therein expressed, pursuant to authority lawfully conferred upon them by said Corporation; and that the seal affixed thereto is the true and genuine corporate seal of said Corporation, and was affixed thereunto by the said Secretary, being the proper custodian thereof, and pursuant to authority lawfully conferred upon him.

WITNESS my hand and official seal at Coral Gables,
said County and State the date aforesaid.

Ruth L. Went
Notary Public, State of Florida at Large

My commission expires:

Notary Public, State of Florida
My Commission Expires May 27, 1975
Issued by American Leg. & Consular Co.

Film
only

7

02

7-02249(K)

242(K)

6554

MERSON. SAWYER, JOHNSTON, DUNWODY & COLE

1600 FIRST NATIONAL BANK BUILDING

MIAMI, FLORIDA 33131

*CLERK-ONE (30%) 358-5100

ALEC MACCER
OF COURSE

* 2 6273 001-010
 - 1.4603-04 001-000
 Q 0 310000, 1.4600 000

[illegible][illegible]

MOCA NATION OFFICE
70 FIRST BANK AND TRUST BUILDING
POST OFFICE BOX 128
MOCA NATION, FLORIDA 33432
TELEPHONE (305) 391-5500

December 3, 1974

DEC 18th 7 - 49600 *****5.00
DEC 18th 9 - 49500 *****15.00

RECEIVED
JUL 12 9 11 AM '64
OFFICE OF STATE
TREASURER, FLORIDA
TALLAHASSEE

Honorable Dorothy Glisson
Secretary of State
State of Florida
Tallahassee, Florida 32304

Dear Ms. Glisson:

We are transmitting herewith two signed copies of a certified amendment to the Charter of the University of Miami, together with our firm check payable to your order in the amount of \$20.00 in payment of the following:

Filing Fee	\$15.00
Certified Copy (Corporation not for profit)	<u>5.00</u>
Total	\$20.00

Please file one copy of this amendment and certify and return the other copy to us.

Very truly yours,

Robert B. Cole
Robert B. Cole
For the Firm

RBC /bj
Enclosures

CC
12/12/74
Jil

NP = 1000

corporate record-20

2011

STATEMENT OF WORK

() New Corporation () Reincorporation () Amendment (\$617.02)

Filed: APRIL 7, 1964 By: Mr. & Mrs. Ferrell T. Simon, Inc.

Address: 120 W. 1st St., The Brickell
Miami, Florida

INCORPORATED: This document is a true and correct copy of the original filed in the office of the Secretary of State, State of Florida.

THIS DOCUMENT IS A TRUE AND CORRECT COPY OF THE ORIGINAL FILED IN THE OFFICE OF THE SECRETARY OF STATE, STATE OF FLORIDA.

NOTARIAL PUBLIC IN STATE OF FLORIDA, My Comm. Ex. 11, 1961. CHANGED

() Resident Agent Certificate. Filed April 10, 1964.

(E) 1962 Corporate Report. Filed May 20, 1963.

(G) 1963 Corporate Report. Filed May 20, 1964.

(D) 1964 Corporate Report. Filed May 20, 1965.

(E) Resident Agent filed April 10, 1964.

(F) (G) (H) (I) (J) (K) (L) (M) (N) (O) (P) (Q) (R) (S) (T) (U) (V) (W) (X) (Y) (Z)

July 23, 1965 65

(H) Amend ART. VII. Filed 3/17/71
(I) Amend ARTS VII, VIII, X & XII; filed July 3, 1972
(J) Amend ARTICLES; filed 7/6/73
(K) Amend such amending ARTICLES OF INCORPORATION,
Filed: 12/12/74.

A M E N D E D
C H A R T E R
of the
U N I V E R S I T Y of M I A M I

ARTICLE I - INCORPORATION OF THE UNIVERSITY OF MIAMI

The University of Miami is a duly chartered private educational institution incorporated under the laws of Florida; its original charter and all amendments thereto were granted by the Circuit Court of the Eleventh Judicial Circuit in and for Dade County, as permitted by the Florida Statutes prior to 1959. In order to obtain the advantages of reincorporation under the Florida Statutes of 1959, Chapter 617, Part 1, it was reincorporated by the Secretary of State of Florida on the 7th day of April, 1961, and the University of Miami accepted the provisions of said Chapter 617 of the Florida Statutes. This amended charter has been authorized by the Board of Trustees of the University of Miami, and a certified copy of such authorization has been filed in the office of the Secretary of State of Florida together with this amended charter.

ARTICLE II - RIGHTS AND OBLIGATIONS

The University of Miami shall be entitled to and possessed of all the privileges, franchises, and powers heretofore possessed under its previous charters and all amendments thereto. All the property, rights, and privileges of the University of Miami which were acquired by gift, grant, conveyance,

assignment, or otherwise are hereby ratified, approved, confirmed, and assured to the University of Miami in the same manner originally acquired under its previous charters and amendments. The University of Miami shall be subject to all the contracts, duties, and obligations heretofore resting upon the corporation or to which the corporation shall be in any way liable under its previous charters and all amendments thereto.

ARTICLE III - NAME AND LOCATION

The name of this corporation shall be UNIVERSITY OF MIAMI. The principal office and place of business of the corporation shall be in the City of Coral Gables, Dade County, Florida, but it may establish such branch offices elsewhere, either within the State of Florida or elsewhere in the United States and in foreign countries, as the Board of Trustees may from time to time determine. The main campus, colleges, schools, and libraries of the University shall be in Coral Gables, Florida, but this corporation may establish colleges, schools, institutes, divisions, branches, libraries, extension departments, research and other laboratories, activities, and operations of the University at such other place or places, either within the State of Florida or elsewhere in the United States and in foreign countries, as the Board of Trustees may from time to time determine.

ARTICLE IV - GENERAL PURPOSES OF THE UNIVERSITY

This corporation is not for profit, and it is formed for the purpose of establishing and operating an educational and scientific institution, otherwise known as the UNIVERSITY OF MIAMI, having as integral departments thereof such various colleges, schools, institutes, laboratories, research activities, operations, and other departments as may be deemed suitable by its Board of Trustees.

ARTICLE V - MEMBERSHIP

Section A. - QUALIFICATION AND MANNER OF ADMISSION

Membership is divided into two classes, one class to be known as the trustees and the other class to be known as general members.

Section B. - TRUSTEES

The trustees shall be members of this corporation, with the sole voting power in the management, control, and operation of the University.

Section C. - GENERAL MEMBERS

Other members of this corporation may be natural persons, corporations, foundations or other legal entities, including governmental bodies, and such members may be admitted to the corporation by a majority vote of the Board of Trustees or by a majority vote of the Executive Committee provided for in ARTICLE X of this amended charter. All reputable persons interested in higher education and in the purposes of the University shall be eligible for general membership.

ARTICLE VI - EXISTENCE AND DISSOLUTION

Section A. - TERM OF EXISTENCE -

This corporation shall have perpetual existence.

Section B. - DISSOLUTION -

If this corporation should ever be dissolved for any reason or should it discontinue its operations as a university or should its corporate existence be discontinued for any reason, its property and assets shall not belong to the trustees or to any other individual, firm, or corporation, but shall be the property and assets of the corporation or association, established for educational and scientific purposes, which succeeds the UNIVERSITY OF MIAMI, and to which such property and assets are assigned by this corporation. If no successor corporation or association is established to receive said property and assets, the same shall be the property of the people of the State of Florida to be used as provided by the laws of Florida.

ARTICLE VII - TRUSTEES

Section A. - BOARD OF TRUSTEES

The government of the affairs of this corporation and the management of its business shall be vested in a Board of Trustees. The Board of Trustees shall consist of any number as determined by the Board of Trustees from time to time, except that the number can never be less than twenty (20). In addition to this minimum number of regularly elected trustees, there shall be a maximum of six (6) alumni trustees. Alumni trustees shall have the same powers, rights, and privileges as regular trustees, except that alumni trustees will not be eligible for election as alumni trustees, or as regular trustees, within a period of one year after their service as alumni trustees. The President shall be an ex-officio member of the Board of Trustees with full voting powers, but no faculty member of the University shall be a trustee unless the Board of Trustees shall hereafter so authorize at a meeting of the Board regularly called and held.

Section B. - CLASSES OF TRUSTEES

The members of the Board of Trustees shall at all times be divided into three classes numerically equal, as nearly as possible. The names and address of the members of the present Board of Trustees are as follows:

<u>Terms Expire</u> <u>Annual Election 1975</u>	<u>Date Elected</u>
FRED BERENS 150 S. E. Second Avenue Miami, Florida 33131	January 26, 1972
DAVID BLUMBERG 1440 Brickell Avenue Miami, Florida 33131	January 25, 1973
RUSSELL B. CARSON, M.D. 708 East Broward Boulevard Fort Lauderdale, Florida 33301	January 26, 1972
RADFORD R. CRANE 22 LaCorce Circle Miami Beach, Florida 33141	January 31, 1961
M. P. DEMOS, M.D. 555 Biltmore Way Coral Gables, Florida 33134	January 26, 1972
HERBERT W. HOOVER, JR. 70 Park Drive Miami Beach, Florida 33154	January 23, 1970
NORMA CARLIN KIPNIS 120 Palm Avenue Miami Beach, Florida 33139	January 25, 1973
ROBERT MACHT P. O. Box 2500 Miami, Florida 33101	January 23, 1970

SARA H. McKILLIPS
8 LaGorce Circle
Miami Beach, Florida 33141

January 25, 1973

JAMES W. McLAMORE
7100 North Kendall Drive
Miami, Florida 33156

January 25, 1973

HANK MEYER
2990 Biscayne Boulevard
Miami, Florida 33137

January 27, 1967

ROBERT M. MORGAN
200 S. E. First Street
Miami, Florida 33131

January 25, 1965

MAX OROVITZ
One Lincoln Road
Miami Beach, Florida 33139

February 7, 1955

FLOYD A. OSTERMAN, M.D.
1415 East Sunrise Boulevard
Fort Lauderdale, Florida 33304

January 23, 1970

JOHN R. RING
2900 First Federal Building
Miami, Florida 33131

January 25, 1965

MARILYN SEGAL
700 Washington Street
Hollywood, Florida 33020

January 24, 1969

LAWRENCE B. SHEFFEY
200 Ocean Lane Drive
Key Biscayne, Florida 33149

January 23, 1970

FRANK SMATHERS, JR.
1111 Lincoln Road Mall
Miami Beach, Florida 33139

February 6, 1956

JOSEPH WEINTRAUB
150 S. E. Third Avenue
Miami, Florida 33131

January 25, 1973

L. GERALD WRIGHT
169 East Flagler Street
Miami, Florida 33131

January 26, 1972

Terms Expire
Annual Election 1976

Date of Election

GEORGE F. ANDERSON
P. O. Box 1266
Winter Park, Florida 32789

January 25, 1973

JAMES E. CHEEK
Howard University
Washington, D. C. 20001

January 29, 1971

BILL COLSON
66 West Flagler Street
Miami, Florida 33130

January 29, 1971

LON WORTH CROW, JR.
75 S. E. 14th Street
Miami, Florida 33131

January 23, 1970

MAURICE A. FERRE
100 Biscayne Boulevard
Miami, Florida 33132

January 23, 1970

JOHN W. FLEMING
P. O. Drawer 7028
Fort Lauderdale, Florida 33304

February 27, 1974

R. B. GAUTIER, JR.
200 S. E. First Street
Miami, Florida 33131

January 30, 1962

JOHNNY L. JONES
1410 N. E. Second Avenue
Miami, Florida 33132

February 27, 1974

RAY E. MARCHMAN, JR.
50 South LaSalle Street
Chicago, Illinois 60690

January 25, 1973

W. SLOAN McCREA
Box 855, Riverside Station
Miami, Florida 33135

January 26, 1968

STUART W. PATTON
150 S. E. Second Avenue
Miami, Florida 33131

January 30, 1962

JAMES A. RYDER
P. O. Box 520816
Miami, Florida 33152

February 2, 1960

NEIL SCHIFF
9856 North Kendall Drive
Miami, Florida 33156

February 27, 1974

HARPER SIBLEY, JR.
Ocean Reef Club
Key Largo, Florida 33037

June 14, 1972

THOMAS C. WASMUTH
22 East Flagler Street
Miami, Florida 33101

January 29, 1971

MILTON WEISS
401 Lincoln Road Mall
Miami Beach, Florida 33139

January 29, 1971

ELLEN K. WHITESIDE
101 East Flagler Street
Miami, Florida 33130

February 27, 1974

Terms Expire
Annual Election 1977

Date of Election

LEONARD L. ABESS
P. O. Box 3280
Miami, Florida 33101

June 16, 1965

LAWRENCE H. ADAMS
501 South Andrews Avenue
Fort Lauderdale, Florida 33310

February 27, 1974

STANLEY H. ARKIN
1827 Purdy Avenue
Miami Beach, Florida 33139

February 27, 1974

JAMES S. BILLINGS
200 S. E. First Street
Miami, Florida 33131

January 26, 1968

PATRICK J. CESARANO
283 Catalonia Avenue
Coral Gables, Florida 33134

January 24, 1969

EDWARD F. DUNN
59 Merrick Way
Coral Gables, Florida 33134

January 24, 1969

EDWARD C. FOCC III
5800 N. W. 74th Avenue
Miami, Florida 33154

January 24, 1969

GEORGE W. JENKINS
P. O. Box 407
Lakeland, Florida 33802

January 24, 1969

DON SHOEMAKER
1 Herald Plaza
Miami, Florida 33101

January 28, 1964

WILLIAM H. WALKER, JR.
100 N. E. First Avenue
Miami, Florida 33132

January 29, 1963

- - - - -

Ex officio:
HENRY KING STANFORD
University of Miami
Coral Gables, Florida 33124

June 14, 1972

As the terms of the trustees expire, the remaining trustees, at any annual, special or adjourned meeting, may fill the vacancies so created.

Section C. - RETIREMENT, EMERITUS TRUSTEE, and HONORARY TRUSTEE

The term of office of any trustee shall expire and he shall retire on the date of the next annual meeting of the Board after he reaches the age of seventy (70), unless the Board makes an exception to this rule, in which

event the Board may re-elect such person from year to year thereafter. A person who retires after attaining the age of seventy (70) or after ten (10) years of active service on the Board may be elected by the Board as a Trustee Emeritus with full power to attend all Board meetings, participate in all discussions, and vote on all questions. An Emeritus Trustee shall be eligible to serve on committees of the Board. The Board also may elect as an Honorary Trustee a person who has performed an especially outstanding service for the University or one who has shown interest in the University and is of great renown. An Honorary Trustee may attend meetings of the Board of Trustees but shall not be entitled to vote.

The names and addresses of the present Trustees Emeriti are as follows:

HARRY HOOD BASSETT
P. O. Box 2500
Miami, Florida 33101

SAM BLANK
P. O. Box 680310
Miami, Florida 33168

JOHN C. CLARK
24 LaGorce Circle
Miami Beach, Florida 33141

EMILE L. COTTON, SR.
11505 South Dixie Highway
Miami, Florida 33156

GARDNER COWLES
488 Madison Avenue
New York, N. Y. 10022

JAMES M. COX, JR.
P. O. Box 615, Biscayne Annex
Miami, Florida 33152

HUGH P. EMERSON
P. O. Box 2187
Miami Beach, Florida 33140

JOSE A. FERRE
100 Biscayne Boulevard
Miami, Florida 33132

ROBERT Z. GREENE
4411 Pine Tree Drive
Miami Beach, Florida 33140

MELVILLE BELL GROSVENOR
17th and M Streets, N. W.
Washington, D. C. 20036

WILLIAM ARNOLD HANGER
6775 Indian Creek Drive
Miami Beach, Florida 33141

LOUIS J. HECTOR
Southeast First National Bank Building
Miami, Florida 33131

JOHN S. KNIGHT
1 Herald Plaza
Miami, Florida 33101

WILBUR L. MORRISON
P. O. Box 430960
South Miami, Florida 33143

ROBERT PENTLAND, JR.
2600 North Surf Road
Hollywood, Florida 33020

WARREN W. QUILLIAN, SR., M.D.
140 Alhambra Circle
Coral Gables, Florida 33134

IONE T. STALEY
8995 Collins Avenue
Miami Beach, Florida 33154

GEORGE B. STORER
P. O. Box 707
Saratoga, Wyoming 82331

EDWARD F. SWENSON, JR.
1515 Southeast First National Bank Building
Miami, Florida 33131

GEORGE E. WHITTEN
5660 Collins Avenue
Miami Beach, Florida 33140

Section D. - ELECTIONS

At all elections held under this amended charter, a majority vote of the trustees constituting a quorum shall be required to elect.

Section E. - TERM OF ELECTION

Alumni trustees shall serve a term of three years. Regularly elected trustees normally shall be elected for a term of three years but may be elected for shorter terms in order to keep the three classes of trustees numerically equal, as nearly as possible. A minimum attendance by a trustee, unless excused for good cause by the Board, at three Board meetings each year shall be required for re-election eligibility.

Section F. - VACANCIES IN BOARD

At any annual, special, or adjourned meeting, the Board of Trustees may fill any vacancies on the Board of the University arising through death, resignation, non-election, or otherwise; the term of office of a trustee so elected shall be fixed by the Board at the time of his election.

Section G. - INDEMNIFICATION OF TRUSTEES

In the event a claim is made against a Trustee which is based upon actions taken in the performance of his duties to the University as a Trustee, then the University shall indemnify such Trustee and hold him harmless from and against any such claim, and if he requests that the University provide him with a defense against the claim, the University shall do so.

ARTICLE VIII - MEETINGS OF THE BOARD

Section A. - MEETINGS

In addition to the annual meeting, there shall be a minimum of four regular meetings each year of the Board of Trustees on the campus of the University of Miami. The dates of these meetings shall be fixed, except under extraordinary circumstances, one year in advance. The annual meeting shall be held on a date and at such place as may be designated by the President of the University.

Section B. - SPECIAL MEETINGS

Special meetings of the Board of Trustees may be held at any place and at any time whenever and wherever called by the Chairman of the Board, by any Vice-Chairman, by the President of this corporation, or by written request of a majority of the Board of Trustees, provided, however, that written notice of at least ten days shall be given by mail to each member of the Board.

ARTICLE IX - NAMES OF MANAGING OFFICERS

The officers who are to manage the affairs of this corporation until their successors are elected and qualified are:

Henry King Stanford, President

Eugene E. Cohen, Vice President for Financial Affairs

Donald E. Kubit, Secretary

Said officers as well as other vice presidents and deans, and other administrative officers who now manage the affairs of the University, are to continue in office until the first election or appointment under this amended charter.

ARTICLE X - OFFICERS - EXECUTIVE COMMITTEE

Section A. - PRESIDENT AND OFFICERS

The Board of Trustees shall elect the President of the University and fix his term of office and shall annually elect one of their number to be Chairman of the Board and one or more of their number to be Vice Chairmen of the Board. The Board shall also annually elect a Vice President or Vice Presidents, a Treasurer, and a Secretary, who may or may not be

members of the Board, and Assistant Treasurers and Assistant Secretaries, who shall not be members of the Board, and such other officer or officers as the Board of Trustees may determine.

Section B. - EXECUTIVE COMMITTEE

The membership of the Executive Committee shall consist of eight trustees elected annually by the Board of Trustees, who shall, in accordance with the Charter, serve with the Chairman of the Board, *ex officio*, the President of the University, *ex officio*, and the immediate past Chairman of the Executive Committee, *ex officio*, as the Executive Committee, which Executive Committee, when the Board is not in session, shall exercise all the powers of the Board of Trustees except (1) the power of making major changes in academic policy and of handling those business affairs that have a major impact upon academic policy, and, (2) the power of electing or removing the President of the University, and (3) the power of adopting or altering the Bylaws of the corporation. The Executive Committee shall have the power

and authority to delegate to an investment committee to be established in the Bylaws the responsibility for investment activities of the University with the right to delegate such portion of that authority as the investment committee determines to an agent or agents selected by the investment committee with the approval of the Executive Committee.

The Executive Committee shall elect its own chairman and vice-chairman from the members of the Executive Committee.

The number of the members of the Executive Committee may be increased or decreased by the Board of Trustees as the members of such Board may determine from time to time.

Section C. - TERM OF OFFICE

The term of all officers except that of President, including the Chairman of the Board, shall be one year or until their respective successors are elected, or for such other term as the Board of Trustees may determine; however, any officer, except the President, may be removed from office at any time by the Board of Trustees or by the Executive Committee.

A trustee shall not be eligible for election as Chairman of the Board or as Chairman of the Executive Committee for more than five consecutive one-year terms of office.

Section D. - REMOVAL OF PRESIDENT

The removal of the President from office shall be in the exclusive power of the Board of Trustees. The President cannot be removed except by an affirmative vote of three-fourths of the members of the Board of Trustees.

ARTICLE XI - AMENDMENTS TO BYLAWS AND CHARTER

Section A. - BYLAWS

The bylaws of the corporation shall be approved and adopted by the Board of Trustees. The bylaws may be amended, altered, or rescinded in whole or in part by the Board of Trustees from time to time as the Board may deem advisable, at any meeting and without notice.

Section B. - AMENDMENTS

An amendment to this amended charter may be proposed by any member of the Board of Trustees at any meeting and may be adopted by the Board at

such meeting or at any later meeting. When such amendment to the amended charter has been filed with the Secretary of State and approved by him, the same shall thereafter be deemed to be an amendment to this amended charter.

ARTICLE XII - QUORUMS

A quorum of the Board of Trustees shall consist of at least fifteen (15) members. A quorum of the Executive Committee shall consist of a majority of the members thereof.

Any resolution, motion, question, or other action approved by a majority of the members present at a meeting at which a quorum is present shall be the lawful and authorized action or exercise of power by the Board of Trustees or by the Executive Committee, as the case may be, and any action taken pursuant thereto shall be the act and deed of this corporation, provided, however, that the President cannot be removed except by a vote of at least three-fourths of the Trustees.

such meeting or at any later meeting. When such amendment to the amended charter has been filed with the Secretary of State and approved by him, the same shall thereafter be deemed to be an amendment to this amended charter.

ARTICLE XII - QUORUMS

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Any resolution, motion, question, or other action approved by a majority of the members present at a meeting at which a quorum is present shall be the lawful and authorized action or exercise of power by the Board of Trustees or by the Executive Committee, as the case may be, and any action taken pursuant thereto shall be the act and deed of this corporation, provided, however, that the President cannot be removed except by a vote of at least three-fourths of the Trustees.

ARTICLE XIII - PROXIES

Proxies cannot be used at any meeting of the Board of Trustees or of the Executive Committee for the transaction of any business of the corporation.

ARTICLE XIV - CORPORATE POWERS

Section A. - POWERS OF CORPORATION

Unless otherwise provided in this amended charter or bylaw, this corporation shall have power to:

1. Have succession in its corporate name in perpetuity as heretofore set forth in this amended charter;
2. Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person;
3. Adopt and use a common corporate seal and alter the same; provided, however, that such seal shall always contain the words "corporation not for profit",

4. Elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation.
5. Adopt, change, amend, and repeal bylaws, not inconsistent with law or this amended charter, for the administration of the affairs of the corporation and the exercise of its corporate powers;
6. Increase, by vote of its Board of Trustees cast as the bylaws may direct, the number of its Trustees so that the number of Trustees may be any number in the discretion of the Trustees but never less than twenty (20), and the Board of Trustees may change the number of Trustees from time to time in its discretion.
7. Make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage, and pledge of all or any of its property, franchises or income;

8. Conduct its affairs, carry on its operations, and have offices and exercise the powers granted by the Florida Statutes, in any state, territory, district, or possession of the United States, or any foreign country;
9. Purchase, take, receive, lease, take by gift, devise or bequest, or otherwise acquire, own, hold, improve, use, or otherwise deal in and with real or personal property, or any interest therein, wherever situated;
10. Acquire, enjoy, utilize, and dispose of patents, copyrights, and trademarks, and any licenses or other rights or interests thereunder or therein,
11. Sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of its property and assets;
12. Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of, and otherwise use and deal in and with,

shares and other interest in, or obligations of, whether for profit or non profit, other domestic or foreign corporations whether for profit or not for profit, associations, partnerships, or individuals, or direct or indirect obligations of the United States or of any other government, state, territory, governmental district, municipality, or of any instrumentality thereof,

13. Lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested,
14. Make donations for the public welfare or for religious, charitable, scientific, educational or other similar purposes,
15. Merge or consolidate with one or more other domestic corporations organized under the Florida Statutes pertaining to nonprofit corporations in accordance with said statutes,
16. Purchase or acquire the assets of one or more other educational institutions for the purpose of consolidating the assets and activities of such other educational institution or institutions with those of the University of Miami

17. Have and exercise all powers necessary or convenient to effect any or all of the purposes for which this corporation is organized or to exercise any of its corporate powers.

Section B. - POWER TO CONFER DEGREES AND DIPLOMAS

This corporation shall have power to confer degrees and diplomas, as is customary with universities, and to do any and all other things which may be lawful and proper for a university to do in carrying out the general objects for which it is incorporated.

Section C. - ENUMERATION OF POWERS

The enumeration of particular powers in this amended charter shall not be deemed or held to be exclusive but, in addition to the powers enumerated herein, implied hereby, incidental hereto, or appropriate to the exercise thereof, this corporation may do everything necessary and appropriate for the accomplishment of the objects enumerated in this amended charter, or necessary or incidental to the benefit and protection of the corporation, and may carry

on any lawful activity or operation necessary or incidental to the attainment of the objects of the corporation, whether or not such activities or operations are similar in nature to the objects enumerated in this amended charter, and may exercise all other powers which are now, or which may hereafter be, capable of being possessed, exercised, or enjoyed by literary, educational, vocational, scientific, historical, or medical institutions, corporations, and associations under the Constitution and laws of the State of Florida, and all powers of the corporation, whether expressed or implied, shall be possessed and exercised in the manner provided by this amended charter, and, when not so prescribed, then in such manner as may be provided by resolution or motion of the Board of Trustees or by the Executive Committee of this corporation.

ARTICLE XV - AUTHORIZATION

This amended Charter was duly adopted by the Board of Trustees of the University of Miami at a meeting regularly called for and held on October 16, 1974, and as evidence of such authorization this amended Charter is signed by the University of Miami in its name by its President and Secretary.

IN WITNESS WHEREOF, we have caused the name of said corporation to be subscribed and we have hereunto affixed the seal of said corporation upon this 6th day of November, 1974.

UNIVERSITY OF MIAMI

By

Henry King Thompson
President

Attest

Donald S. Rubin
Secretary

{Seal}

STATE OF FLORIDA
COUNTY OF DADE

I HEREBY CERTIFY that on this 6th day of November, 1974,
before me, the undersigned authority, personally appeared HENRY KING
STANFORD and DONALD E. KUBIT, to me known to be the persons who
executed the foregoing certificate as President and Secretary, respectively,
of UNIVERSITY OF MIAMI, a Florida corporation not for profit, and each
severally acknowledged the execution of such instrument as such officers,
for and on behalf of and as the act and deed of said corporation, for the
uses and purposes therein expressed, pursuant to authority lawfully
conferred upon them by said corporation; and that the seal affixed thereto
is the true and genuine corporate seal of said corporation, and was affixed
thereunto by the said Secretary, being the proper custodian thereof, and
pursuant to authority lawfully conferred upon him.

WITNESS my hand and official seal at Coral Gables, said County and
State the date aforesaid.

Eleanor A. Crane
Notary Public, State of Florida at Large

My commission expires

August 2, 1976

(G. P. SEAL)



Dorothy W. Glisson
SECRETARY OF STATE

Secretary of State

STATE OF FLORIDA
THE CAPITOL
TALLAHASSEE 32304

806/488-3140
(TWX) 810/831-3477

Please refer to this number for future correspondence regarding this corporation.

March 12, 1974
Tallahassee, Florida

March 12, 1974
1700 International Bank Bldg.
Tallahassee, Florida 32301

Subject: AMENDMENT TO ARTICLES OF INCORPORATION OF:
1974 INCORPORATION NO. 11

This will acknowledge receipt of the following documents for the above captioned corporation:

- 1. Check in the amount of \$ 1.00
- 2. Articles of Incorporation
- x 3. Amendment to Articles of Incorporation
- 4. Articles of Merger or Consolidation
- 5. Certificate of Withdrawal received and filed
- 6. Limited Partnership
- 7. Trademark Application

Enclosed please find:

- x 1. Certified Copy (ies)
- 2. Certificate under Seal
- 3. Photocopy (ies)
- 4. A refund of \$ will be forwarded later
- 5. Enclosures or details of filing:
- 6. Other

Filed: 12/1/77

Sincerely,

Dorothy W. Glisson
Secretary of State

By *N. E. Sims*
Nettie E. Sims, Chief
Bureau of Corporation Records

SFS/

Enclosures

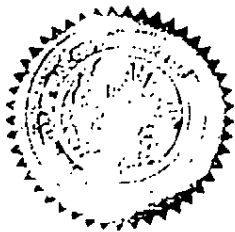
STATE OF FLORIDA

DEPARTMENT OF STATE



I, DOROTHY W. GLISSON, Secretary of State of the State of Florida, do hereby
certify that the following is a true and correct copy of

Certificate of Amendment to Certificate of Reincorporation
of UNIVERSITY OF MIAMI, a corporation not for profit,
organized and existing under the laws of the State of
Florida, amending ARTICLES OF INCORPORATION, filed on
the 12th day of December, A. D., 1974, as shown by the
records of this office.



GIVEN under my hand and the Great
Seal of the State of Florida, at
Tallahassee, the Capital, this the
12th day of December,
A.D., 1974

Dorothy W. Glisson
SECRETARY OF STATE

MP 2242

no

22

42

NP2242

UNIVERSITY OF MIAMI

Amended ARTICLES, filed
July 6, 1973

FILED IN OFFICE OF DEPARTMENT
OF STATE, STATE OF FLORIDA,
BY _____

RICHARD (DICK) STONE
SECRETARY OF STATE

1600 FIRST NATIONAL BANK BUILDING

* ELEC-CHP (100), 173-648

FOUCA HATON OFFICE
70 FINEST BARRA AND TRUST BUILDING
HOBST OFFICE BOX 129
FOUCA HATON, FLORIDA 37432
TELEPHONE (202) 30-3800

Honorable Richard Stone
Secretary of State
State of Florida
Tallahassee, Florida 32304

We are transmitting herewith two copies of a revised form of Charter for the University of Miami, together with our firm check payable to your order in the amount of \$20.00 in payment of the following:

Please file one copy of this Charter in your office and certify and return the other copy to us.

PRIVILEGE TAX

C. TAX	
FINING	1
D. COPY	1
P. C. FEE	
P. COPY	
C. CASH	
PAID	101

BRANLEY, DOR
CLARK, A. C. Trans
1950

cc - Miss F

Robert B. Cole
For the Firm

and certify and

CHARTER
of the
UNIVERSITY OF MIAMI*

ARTICLE I
INCORPORATION OF THE UNIVERSITY OF MIAMI

The University of Miami is a duly chartered private educational institution incorporated under the laws of Florida; its original charter and all amendments thereto were granted by the Circuit Court of the Eleventh Judicial Circuit in and for Dade County, as permitted by the Florida Statutes prior to 1959. In order to obtain the advantages of reincorporation under the Florida Statutes of 1959, Chapter 617, Part I, it was reincorporated by the Secretary of State of Florida on the 7th day of April, 1961, and the University of Miami accepted the provisions of said Chapter 617 of the Florida Statutes. This amended charter has been authorized by the Board of Trustees of the University of Miami, and a certified copy of such authorization has been filed in the office of the Secretary of State of Florida together with this amended charter.

ARTICLE II
RIGHTS AND OBLIGATIONS

The University of Miami shall be entitled to and possessed of all the privileges, franchises, and powers heretofore possessed under its previous charters and all amendments thereto. All the property, rights, and privileges of the University of Miami which were acquired by gift, grant, conveyance, assignment, or otherwise are hereby ratified, approved, confirmed, and assured to the University of Miami in the same manner originally acquired under its previous charters and amendments. The University of Miami shall be subject to all the contracts, duties, and obligations heretofore resting upon the corporation or to which the corporation shall be in any way liable under its previous charters and all amendments thereto.

ARTICLE III
NAME AND LOCATION

The name of this corporation shall be UNIVERSITY OF MIAMI. The principal office and place of business of the corporation shall be in the City of Coral Gables, Dade County, Florida, but it may establish such branch offices elsewhere, either within the State of Florida or elsewhere in the United States and in foreign countries, as the Board of Trustees may from time to time determine. The main campus, colleges, schools, and libraries of the University shall be in Coral Gables, Florida, but this corporation may establish colleges, schools, institutes, divisions, branches, libraries, extension departments, research and other laboratories, activities, and operations of the University at such other place or places, either within the State of Florida or elsewhere in the United States and in foreign countries, as the Board of Trustees may from time to time determine.

*As amended April 11, 1973

FILED
JUL 6 11 22 PM '73
RECEIVED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV GENERAL PURPOSES OF THE UNIVERSITY

This corporation is not for profit, and it is formed for the purpose of establishing and operating an educational and scientific institution, otherwise known as the UNIVERSITY OF MIAMI, having as integral departments thereof such various colleges, schools, institutes, laboratories, research activities, operations, and other departments as may be deemed suitable by its board of trustees.

ARTICLE V MEMBERSHIP

Section A. QUALIFICATION AND MANNER OF ADMISSION—Membership is divided into two classes, one class to be known as the trustees and the other class to be known as general members.

Section B. TRUSTEES—The trustees shall be members of this corporation, with the sole voting power in the management, control, and operation of the University.

Section C. GENERAL MEMBERS—Other members of this corporation may be natural persons, corporations, foundations or other legal entities, including governmental bodies, and such members may be admitted to the corporation by a majority vote of the Board of Trustees or by a majority vote of the Executive Committee provided for in ARTICLE X of this amended charter. All reputable persons interested in higher education and in the purposes of the University shall be eligible for general membership.

ARTICLE VI EXISTENCE AND DISSOLUTION

Section A. TERM OF EXISTENCE—This corporation shall have perpetual existence.

Section B. DISSOLUTION—If this corporation should ever be dissolved for any reason or should it discontinue its operations as a university or should its corporate existence be discontinued for any reason, its property and assets shall not belong to the trustees or to any other individual, firm, or corporation, but shall be the property and assets of the corporation or association established for educational and scientific purposes, which succeeds the UNIVERSITY OF MIAMI, and to which such property and assets are conveyed by this corporation. If no successor corporation or association is established to receive said property and assets, the same shall be the property of the people of the State of Florida to be used as provided by the laws of Florida.

ARTICLE VII TRUSTEES

Section A. BOARD OF TRUSTEES—The government of the affairs of this corporation and the management of its business shall be vested in a Board of Trustees. The Board of Trustees shall consist of any number as determined by the Board of Trustees from time to time, except that the number can never be less than twenty (20). In addition to this minimum number of regularly elected trustees, there shall be a maximum of six (6) alumni trustees who shall have the same powers, rights, and privileges as

the other members of the Board. The President shall be an ex-officio member of the Board of Trustees with full voting powers, but no faculty member of the University shall be a trustee unless the Board of Trustees shall hereafter so authorize at a meeting of the Board regularly called and held.

Section B.—CLASSES OF TRUSTEES—The members of the Board of Trustees shall at all times be divided into three classes numerically equal, as nearly as possible. The names and addresses of the members of the present Board of Trustees are as follows:

<i>Terms Expire</i>	<i>Date Elected</i>
<i>Annual Election 1974</i>	
JAMES E. CREEK Howard University Washington, D.C. 20001	January 29, 1971
BILL COLSON 66 West Flagler Street Miami, Florida 33130	January 29, 1971
LOR WORTH CROW, JR. 75 S.E. 14 Street Miami, Florida 33131	January 23, 1970
WALTER ETLING 1228 duPont Building Miami, Florida 33131	January 29, 1971
MAURICE A. FERRE 100 Biscayne Boulevard Miami, Florida 33132	January 23, 1970
THOMAS F. FLEMING, JR. P.O. Box "B" Boca Raton, Florida 33432	January 31, 1966
R. B. GAUTIER, JR. 200 S.E. First Street Miami, Florida 33131	January 30, 1962
OSCAR A. MCLELLAN P.O. Box 340 Coral Gables, Florida 33134	January 29, 1971
W. SLOAN MCCREA Box 855, Riverside Station Miami, Florida 33135	January 26, 1967

4

BARON d-HIRSCH MEYER
407 Lincoln Road
Miami Beach, Florida 33139
February 7, 1955

STUART W. PATTON
150 S.E. Second Avenue
Miami, Florida 33131
January 30, 1962

JAMES A. RYDER
P.O. Box 816
Miami, Florida 33133
February 2, 1960

HARPER SIBLEY, JR.
200 S.E. First Street
Miami, Florida 33131
June 14, 1972

THOMAS C. WASMUTH
22 East Flagler Street
Miami, Florida 33101
January 29, 1971

.. AILTON WEISS
.. 401 Lincoln Road
Miami Beach, Florida 33139
January 29, 1971

Terms Expire
Annual Election 1975

Date Elected

FRED BERENS
150 S.E. Second Avenue
Miami, Florida 33131
January 26, 1972

DAVID BLUMBERG
1440 Brickell Avenue
Miami, Florida 33131
January 25, 1973

RUSSELL B. CARSON
708 East Broward Boulevard
Fort Lauderdale, Florida 33301
January 26, 1972

RADFORD R. CRANE
22 LaGorce Circle
Miami Beach, Florida 33141
January 31, 1961

M. P. DENIOS
555 Biltmore Way
Coral Gables, Florida 33134
January 26, 1972

HERBERT W. HOOVER, JR.
70 Park Drive
Miami Beach, Florida 33154
January 22, 1970

NORMA KIPNIS
120 Palm Avenue
Miami Beach, Florida 33139
January 25, 1973

5

ROBERT MACHT P.O. Box 2500 Miami, Florida 33101	January 23, 1970
SARA H. McKILLIPS 5255 Collins Avenue Miami Beach, Florida 33140	January 25, 1973
JAMES W. McLAMORE 7100 North Kendall Drive Miami, Florida 33156	January 25, 1973
HANK MEYER 407 Lincoln Road Miami Beach, Florida 33139	January 27, 1967
ROBERT M. MORGAN 200 S.E. First Street Miami, Florida 33131	January 25, 1965
MAX OROVITZ One Lincoln Road Miami Beach, Florida 33139	February 7, 1955
FLOYD A. OSTERMAN 1415 East Sunrise Boulevard Fort Lauderdale, Florida 33304	January 23, 1970
JOHN R. RING 1200 First National Bank Bldg. Miami, Florida 33131	January 25, 1965
MARILYN SEGAL 700 Washington Street Hollywood, Florida 33020	January 24, 1969
LAWRENCE B. SHEFFEY 200 Ocean Lane Drive Key Biscayne, Florida 33149	January 23, 1970
FRANK SMATHERS, JR. 1111 Lincoln Road Mall Miami Beach, Florida 33139	February 8, 1956
HENRY KING STANFORD, ex officio University of Miami Coral Gables, Florida 33124	June 14, 1972

6

JOSEPH WEINTRAUB
150 S.E. Third Avenue
Miami, Florida 33131

January 25, 1973

L. GERALD WRIGHT
1016 duPont Building
Miami, Florida 33131

January 26, 1972

Terms Expire
Annual Election, 1976

Date Elected

GEORGE F. ANDERSON
P.O. Box 1266
Winter Park, Florida 32789

January 25, 1973

RAY E. MARCHMAN, JR.
50 South LaSalle Street
Chicago, Illinois 60690

January 25, 1973

Terms Expire
Annual Election, 1977

Date Elected

LEONARD L. ABESS
P.O. Box 3780
Miami, Florida 33101

June 16, 1965

JAMES S. BILLINGS
700 S.E. First Street
Miami, Florida 33131

January 26, 1968

PATRICK J. CESARANO
P.O. Box 730
Coral Gables, Florida 33134

January 24, 1969

JAMES M. COX, JR.
Box 615, Biscayne Annex
Miami, Florida 33152

January 28, 1964

EDWARD F. DUNN
1900 Biscayne Boulevard
Miami, Florida 33132

January 24, 1969

EDWARD C. FOGG III
Box 129, Tamiami Station
Miami, Florida 33144

January 24, 1969

SAMUEL L. HIGGINBOTTOM
Miami International Airport
Miami, Florida 33148

January 24, 1969

GEORGE W. JENKINS P.O. Box 407 Lakeland, Florida 33802	January 24, 1969
DON SHOEMAKER 1 Herald Plaza Miami, Florida 33101	January 28, 1964
EDWARD F. SWENSON, JR. 1515 First National Bank Bldg. Miami, Florida 33131	January 28, 1964
WILLIAM H. WALKER, JR. 100 N.E. First Street Miami, Florida 33132	January 29, 1963

As the terms of the trustees expire, the remaining trustees, at any annual, special or adjourned meeting, may fill the vacancies so created.

Section C. - RETIREMENT, EMERITUS TRUSTEE, and HONORARY TRUSTEE—The term of office of any trustee shall expire and he shall retire on the date of the next annual meeting of the Board after he reaches the age of seventy (70), unless the Board makes an exception to this rule, in which event the Board may reelect such person from year to year thereafter. A person who retires after attaining the age of seventy (70) or after ten (10) years of active service on the Board may be elected by the Board as a Trustee Emeritus with full power to attend all Board meetings, participate in all discussions, and vote on all questions. An Emeritus Trustee shall be eligible to serve on committees of the Board. The Board also may elect as an honorary Trustee a person who has performed an especially outstanding service for the University or one who has shown interest in the University and is of great renown. An Honorary Trustee may attend meetings of the Board of Trustees but shall not be entitled to vote.

Section D. - ELECTIONS—At all elections held under this amended charter, a majority vote of the trustees constituting a quorum shall be required to elect.

Section E. - TERM OF ELECTION—Alumni trustees shall serve a term of three years. Regularly elected trustees normally shall be elected for a term of three years but may be elected for shorter terms in order to keep the three classes of trustees numerically equal, as nearly as possible. A minimum attendance by a trustee, unless excused for good cause by the Board, at three Board meetings each year shall be required for re-election eligibility.

Section F. - VACANCIES IN BOARD—At any annual, special, or adjourned meeting, the Board of Trustees may fill any vacancies on the Board of the University arising through death, resignation, non-election, or otherwise, the term of office of a trustee so elected shall be fixed by the Board at the time of his election.

Section G. - INDEMNIFICATION OF TRUSTEES—In the event a claim is made against a Trustee which is based upon actions taken in the performance of his duties to the University as a Trustee, then the University shall indemnify such Trustee and hold him harmless from and against any such claim, and if he requests that the University provide him with a defense against the claim, the University shall do so.

ARTICLE VIII MEETINGS OF THE BOARD

Section A.—MEETINGS—In addition to the annual meeting, there shall be a minimum of four regular meetings each year of the Board of Trustees on the campus of the University of Miami. The dates of these meetings shall be fixed, except under extraordinary circumstances, one year in advance. The annual meeting shall be held on a date and at such place as may be designated by the President of the University.

Section B.—SPECIAL MEETINGS—Special meetings of the Board of Trustees may be held at any place and at any time whenever and wherever called by the Chairman of the Board, by any Vice-Chairman, by the President of this corporation, or by written request of a majority of the Board of Trustees, provided, however, that written notice of at least ten days shall be given by mail to each member of the Board.

ARTICLE IX NAMES OF MANAGING OFFICERS

The officers who are to manage the affairs of this corporation until their successors are elected and qualified are:

Henry King Stanford, President
Eugene E. Cohen, Vice-President for Financial Affairs
Edward G. Coll, Jr., Secretary

Said officers as well as other vice-presidents and deans, and other administrative officers who now manage the affairs of the University, are to continue in office until the first election or appointment under this amended charter.

ARTICLE X OFFICERS—EXECUTIVE COMMITTEE

Section A.—PRESIDENT AND OFFICERS—The Board of Trustees shall elect the President of the University and fix his term of office and shall annually elect one of their number to be Chairman of the Board and one or more of their number to be Vice-Chairman of the Board. The Board shall also annually elect a Vice-President or Vice-Presidents, a Treasurer, and a Secretary, who may or may not be members of the Board, and Assistant Treasurers and Assistant Secretaries, who shall not be members of the Board, and such other officer or officers as the Board of Trustees may determine.

Section B.—EXECUTIVE COMMITTEE—The membership of the Executive Committee shall consist of eight trustees elected annually by the Board of Trustees, who shall, in accordance with the Charter, serve with the Chairman of the Board, *ex officio*, the President of the University, *ex officio*, as the Executive Committee, which Executive Committee, when the Board is not in session, shall exercise all the powers of the Board of Trustees except (1) the power of making major changes in academic policy and of handling those business affairs that have a major impact upon academic policy, and, (2) the power of electing or removing the President of the University, and (3) the power of adopting or altering the Bylaws of the corporation. The Executive Committee shall have the power and

authority to delegate to an investment committee to be established in the Bylaws the responsibility for investment activities of the University with the right to delegate such portion of that authority as the investment committee determines to an agent or agents selected by the investment committee with the approval of the Executive Committee.

The Executive Committee shall elect its own chairman and vice-chairman from the members of the Executive Committee.

The number of the members of the Executive Committee may be increased or decreased by the Board of Trustees as the members of such Board may determine from time to time.

Section C.—TERM OF OFFICE—The term of all officers except that of President, including the Chairman of the Board, shall be one year or until their respective successors are elected, or for such other term as the Board of Trustees may determine; however, any officer, except the President, may be removed from office at any time by the Board of Trustees or by the Executive Committee.

A Trustee shall not be eligible for election as Chairman of the Board or as Chairman of the Executive Committee for more than five consecutive one-year terms of office.

Section D.—REMOVAL OF PRESIDENT—The removal of the President from office shall be in the exclusive power of the Board of Trustees. The President cannot be removed except by an affirmative vote of three-fourths of the members of the Board of Trustees.

ARTICLE XI AMENDMENTS TO BYLAWS AND CHARTER

Section A.—BYLAWS—The bylaws of the corporation shall be approved and adopted by the Board of Trustees. The bylaws may be amended, altered, or rescinded in whole or in part by the Board of Trustees from time to time as the Board may deem advisable, at any meeting and without notice.

Section B.—AMENDMENTS—An amendment to this amended charter may be proposed by any member of the Board of Trustees at any meeting and may be adopted by the Board at such meeting or at any later meeting. When such amendment to the amended charter has been filed with the Secretary of State and approved by him, the same shall thereafter be deemed to be an amendment to this amended charter.

ARTICLE XII QUORUMS

A quorum of the Board of Trustees shall consist of at least fifteen (15) members. A quorum of the Executive Committee shall consist of a majority of the members thereof.

Any resolution, motion, question, or other action approved by a majority of the members present at a meeting at which a quorum is present shall be the lawful and authorized action or exercise of power by the Board of Trustees or by the Executive Committee, as the case may be, and any action taken pursuant thereto shall be the act and deed of this corporation, provided, however, that the President cannot be removed except by a vote of at least three-fourths of the Trustees.

7-02, 242 (1)

NP # 3334 corrected card-ch
1992/12/14 2011

UNIVERSITY OF MIAMI

() New Corporation (X) Reincorporation () Amendment (\$617.02)

Filed: APRIL 7, 1961 By: ROBERTA, FERRELL E. STONE, Esq.
FLOR. BAR NO. 513, 513 Brickell
Avenue, Miami, Fla. 33130

ORIGINAL CHARTER: THE UNIVERSITY OF MIAMI
FILED IN DADA COUNTY CIRCUIT COURT ON AUGUST 3, 1954.
AMENDMENT FILED IN SAME COURT ON JULY 11, 1963, CHANGED
THE CORPORATE NAME TO: UNIVERSITY OF MIAMI.

(A) Resident Agent Certificate. Filed April 13, 1961.
(B) 1962 Nonprofit Corp. Report. Filed May 27, 1962.
(C) 1963 Nonprofit Corp. Report. Filed May 29, 1963.
(D) AMENDED ARTICLES OF INCORPORATION. Filed Nov. 18, 1963.
(E) Resident Agent filed 6/10/1964.
(F) NONPROFIT CORP. REP. 1964. Filed 6/10/64.
(G) AMENDED ARTICLES OF INCORPORATION. Filed 3/17/65. 65

(H) Amend ART. VII, filed 3/17/71

(I) Amend ARTS VII, VIII, X & XII; filed July 5, 1972

(J) Amended ARTICLES, filed 7/6/73

(K) Amend auth amending ARTICLES OF INCORPORATION,
Filed: 12/12/74.

(L) Amend Art. VII filed: 6/10/75

MERESHON, SAWYER, JOHNSTON, DUNWODY & COLE

1800 FIRST NATIONAL BANK BUILDING

MIAMI, FLORIDA 33131

TELEPHONE (305) 358-5100

ALLS, TAYLOR
OF COUNSEL

W. L. MERESHON, JR. (1901-1961)
D. B. SIMMONS, JR. (1901-1961)
HERBERT S. SAWYER
THOS. W. JOHNSTON
JAMES P. HENDERSON
THOS. DUNWODY, JR.
A. C. DUNWODY, JR.
ROBERT B. COLE
THOMAS V. TAYLOR, JR.
J. ALTON FISHER, JR.
JOHN D. ARMSTRONG
ROBERT A. WATTS
JERRY A. HUNTER, JR.
LESLIE W. HUNTER, JR.
HERBERT C. LINDGREN
ROBERT A. LINDGREN
LESLIE W. PATTERSON
ROBERT W. WATTS, JR.
LESLIE W. WATTS, JR.
ROBERT E. HUNTER
ROBERT E. WATTS

WILLIAM J. COLE
J. W. HUNTER, JR.
CHARLES C. LUNT
HENRY H. MARTIN, JR.
WILLIAM J. SAWYER
CHARLES D. WOODRUFF, JR.
W. MICHAEL MADSEN
BRUCE P. TRICE
PAUL W. HENDERSON
WILLIAM C. GRANT
JERRY A. HUNTER
LESLIE W. HUNTER
PAUL A. COLEMAN
JOSEPH A. BEASLEY
LESLIE W. HUNTER
JAMES M. HUNTER, JR.
LESLIE W. HUNTER
ROBERT E. HUNTER

BOCA RATON OFFICE
110 FIRST BANK AND TRUST BUILDING
BOCA RATON, FLORIDA 33432
TELEPHONE (305) 394-5500

June 6, 1975

Honorable Bruce A. Smathers
Secretary of State
State of Florida
Tallahassee, Florida 32304

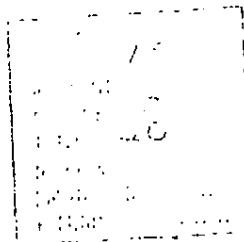
Dear Mr. Smathers:

We enclose two executed copies of a Certificate of the President and Secretary of University of Miami together with our check payable to your order in the amount of \$20.00. Please file one copy of this certificate in your office and certify and return the other copy to us.

Very truly yours,

Robert B. Cole
Robert B. Cole
For the Firm

RBC/bj
Enclosures



FILED
JUN 10 3 10 PM '75
STATE
DEPT. OF STATE
TALLAHASSEE, FLORIDA



Secretary of State

STATE OF FLORIDA
THE SECRETARY
TALLAHASSEE, FLORIDA

June 11, 1975

Telephone Number
904/188-2675

Bruce A. Smathers
SECRETARY OF STATE

ROBERT B. COLE, ESQ.
1600 First Natl. Bank Bldg.
Miami, Fla. 33131

Charter Number: 7-02,242

Subject: AMENDMENT TO: UNIVERSITY OF MIAMI

This will acknowledge receipt of the following documents for the above captioned corporation:

- ☒ 1. Check in the amount of \$20.00
- ☐ 2. Articles of Incorporation
- ☒ 3. Amendment to Articles of Incorporation
- ☐ 4. Articles of Merger or Consolidation
- ☐ 5. Certificate of Withdrawal received and filed
- ☐ 6. Limited Partnership
- ☐ 7. Trademark Application

ENCLOSURE

- ☒ 1. Certificate of Interest
- ☐ 2. Certificate of Transfer
- ☐ 3. Photocopies
- ☐ 4. Other

Date: 6/16/75

Sincerely,

Mary Pugh, Supervisor
Charter Section

cc: Bill

cc: [unclear]

Certificate of Amendment to Certificate of Incorporation
of UNIVERSITY OF MIAMI, a corporation organized under
the laws of the State of Florida, filed on the 10th
day of June, A.D., 1975, as shown by the records of this
office.

11th June,

75

CERTIFICATE OF PRESIDENT AND SECRETARY
OF
UNIVERSITY OF MIAMI

FILED
JUN 10 3 10 PM '75
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

The undersigned, HENRY KING STANFORD, President, and DONALD E. KUBIT, Secretary, of the UNIVERSITY OF MIAMI, a corporation not for profit organized and existing under the laws of the State of Florida, hereby certify that at a meeting of the Board of Trustees of said Corporation duly called and held on the 21st day of May, 1975, at 9:30 o'clock, A.M., the following Resolution was adopted:

RESOLVED, that the Charter of the University of Miami shall be amended in the following respects in the manner provided by the said Charter and by the laws of the State of Florida:

Section C of Article VII shall be amended to read as follows:

"Section C - INDEMNIFICATION OF TRUSTEES AND OFFICERS - In the event a claim is made against a Trustee or Officer of the University by reason of any threatened, pending or completed action, suit or proceeding based upon an act alleged to have been committed by such person in the performance of his duties to the University as a Trustee or Officer of the University or in his capacity as trustee, director, officer, employee or agent of a corporation, trust or entity which he served at the request of the University, the University shall provide counsel for and shall indemnify and hold harmless such Trustee or Officer against judgments, fines and amounts paid in settlement thereof, provided, however, that

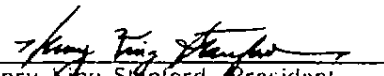
- 1) in order for any Trustee or Officer to be entitled to indemnification, the University must have been advised promptly of the claim and afforded an opportunity to provide a defense,
- 2) such Trustee or Officer shall have cooperated fully in the defense of the claim,
- 3) the University shall have the right of control of the defense of the claim and shall control any settlement thereof, and

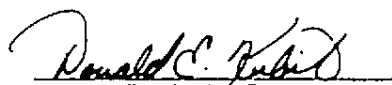
- 4) the Board of Trustees determines that such Trustee or Officer acted in good faith in the reasonable belief that such action was in the best interests of the University and, in criminal actions or proceedings, without reasonable ground for belief that such action was unlawful.

If such Trustee or Officer employs separate counsel to be associated with counsel provided by the University, he shall bear the expense of such separate counsel including attorneys' fees and expenses but shall be entitled to indemnification if the requirements above set forth are met. If the foregoing requirements are not met or if such Trustee or Officer takes over his own defense, he shall bear the expense thereof including attorneys' fees and costs and expenses, and the University shall not be bound to indemnify."

IN WITNESS WHEREOF, we have caused the name of the said Corporation to be subscribed and we have hereunto affixed the seal of the said Corporation upon this 27th day of May, 1975.

UNIVERSITY OF MIAMI

By 
Henry King Stanford, President

Attest: 
Donald E. Kubit, Secretary

(Seal)

STATE OF FLORIDA)
)
COUNTY OF DADE)

I HEREBY CERTIFY that on this 27th day of May, 1975, before me, the undersigned authority, personally appeared HENRY KING STANFORD and DONALD E. KUBIT, to me known to be the persons who executed the foregoing certificate as President and Secretary, respectively, of the UNIVERSITY OF MIAMI, a Florida corporation not for profit, and each severally acknowledged the execution of such instrument as such officers, for and on behalf of and as the act and deed of said corporation, for the uses and purposes therein expressed, pursuant to authority lawfully conferred upon them by said Corporation; and that the seal affixed thereto is the true and genuine corporate seal of said Corporation, and was affixed thereto by the said Secretary, being the proper custodian thereof, and pursuant to authority lawfully conferred upon him.

WITNESS my hand and official seal at Coral Gables, said County and State the date aforesaid.

Edmund A. Crane

Notary Public, State of Florida at Large.
My Commission Expires Aug. 2, 1976.

RICHARD (DICK) STONE

Secretary of State

THE CAPITOL

TALLAHASSEE, FLA.

32304

STATE OF FLORIDA

05 0740

DEPARTMENT OF STATE

PRIVILEGE TAX RETURN

FOR CORPORATIONS & OTHER ENTITIES

BLK. RT.
U.S. POSTAGE
PAID
TALLAHASSEE, FLA.
PERMIT #88

DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

ADDRESS CORRECTION REQUESTED

702242-23-08

###

UNIVERSITY OF MIAMI
HERSHEN SAWYER JOHNSTON DUNWOODY
1600 FIRST NATIONAL BANK BUILDING
MIAMI FLA

33124

DATE DUE: JAN. 1, 1972

DATE DELINQUENT: MAR. 1, 1972

PLEASE TYPE

Change Mailing Address to:

Zip

(Exact Corporate Name)

Fed. Emp. I.D. No.

1. University of Miami

2. N59-0624458

(Street Address of Principal Office in Fla.)

(City)

(County)

(State)

(Zip)

3. Memorial Drive

Coral Gables

Dade

Florida

33124

(Officers Name)

(Title)

(Street Address)

(City)

4.(a) Dr. Henry King Stanford, President - 2475 S. Bayshore Dr., Miami, Florida

(b) Dr. Armin H. Gropp, Vice President - 6090 SW 116 Street, Miami, Florida

(c) Mr. Eugene E. Cohen, Vice Pres. & Treasurer - 6700 SW 117 St. Miami, Florida

(d) Dr. William R. Butler, Vice President - 7765 SW 139 Terrace, Miami, Florida

(Directors, Trustees, Managers)

(Street Address)

(City)

5.(a) Mrs. Ruth L. Wert, Secretary - 1511 Blue Road, Coral Gables, Florida

(b) SEE ATTACHED LIST FOR BOARD OF TRUSTEES

(c) Charles M. Capps, Asst. Secretary-Treasurer - 1444 Baracoa, Coral Gables, Fla

(d)

(Resident Agent Name)

(Street Address)

(City)

6. Mershon, Sawyer, Johnston, Dunwoody & Cole, 1600 First Nat. Bank Bldg., Miami, Fla.

33131

7. General Nature of Business: education

8. Date Formed or Incorporated: 11/7/61

9. If Foreign Corporation, Date Qualified in Florida: -/-/-

10. Capital Stock (or number and book value of all certificates of interest or participation):

Class or Type

Par or State Value

Shares Authorized

Number

Book Value

(a) \$ 0

(b) \$

(c) \$

(d) \$

(e) Total Book Value of Stock (Certificates) Issued \$ 0

11. If you do not have Capital Stock, describe the general rules applicable to all members by which the property rights and interests of each are determined

12. Close of annual accounting period for this return: 5/31/72

13. I/We declare that all Florida documentary stamp taxes applicable to corporate stock (or certificates of interest or participation) transactions for the 12 month period ending Dec. 31 have been paid as required under Chapter 201, Florida Statutes, and I/We further declare that this return is true and correct.

University of Miami

(Corporate)

Attest:

Charles M. Capps

(Corporate Name)

By:

Eugene E. Cohen

Return Original (with Tax Payment) to DEPARTMENT OF STATE

THE CAPITOL

TALLAHASSEE, FLORIDA 32304

READ INSTRUCTIONS ON BACK

READ INSTRUCTIONS ON BACK

PRIVILEGE TAX \$5.00
PROFIT ENTITIES \$5.00
NON-PROFIT ENTITIES \$2.00

PRIVILEGE TAX \$5.00
PROFIT ENTITIES \$5.00
NON-PROFIT ENTITIES \$2.00

1 702242
WATER NUMBER
2 6-22-66
DATE INC. OR IF FOREIGN
DATE QUALIFIED IN FLA

3 UNIVERSITY OF MIAMI
AGENT NAME

4 FED. EMP. I.D. NO 50-6194417
5 SICC 8699
(SEE PAGE 11)

6 James A. Jackson
7940 N.E. 2nd Ave.
Miami, Florida 33138
RESIDENT AGENT

7 OFFICERS/DIRECTORS NAMES CITY / STATE
James A. Jackson Miami, Florida P
Eugene E. Cohen Coral Gables, Fl. C
Howard R. Cottrell Coral Gables, Fl. S/T

8 FISCAL CLOSE OF ACCOUNTING PERIOD 12

9 The Jackson Foundation, Inc.
% Howard R. Cottrell, Treasurer
University of Miami, P.O. Box 248007
Coral Gables, Florida 33124
MAILING ADDRESS

10 PRIMARY STOCK
AUTH STK Not Applicable PAR VALUE ---

I DECLARE THAT ALL FLORIDA DOCUMENTARY STAMP TAXES APPLICABLE TO CORPORATE STOCK (OR CERTIFICATES OF INTEREST OR PARTICIPATION) TRANSACTIONS DURING THE PREVIOUS YEAR HAVE BEEN PAID AS REQUIRED BY CHAPTER 201, FLORIDA STATUTES, I FURTHER DECLARE THAT I AM THE AUTHORIZED PERSON TO SIGN THE REPORT FOR THIS ENTITY AND THAT IT IS TRUE AND CORRECT

AUTHORIZED SIGNATURE Howard R. Cottrell
11 TITLE Secretary/Treasurer
TEL NO. (305) 284-6150

ANNUAL REPORT
FOR CORPORATIONS AND
OTHER ENTITIES

SECRETARY OF STATE
RICHARD (DICK) STONE
P.O. BOX 6327
TALLAHASSEE, FLA 32301

VALIDATION AREA - DO NOT WRITE IN THIS SPACE
R: 25-74 1 .285*****2.00

DUE JAN 1, 1974 DELINQUENT JULY 1, 1974
COMP. AREA PAGE 1

CORRECTIONS AND ADDITIONAL INFORMATION-PLEASE TYPE

4a FED EMPLOYER ID NO
5a SICC
(SEE PAGE 11)
6a
7a OFFICERS/DIRECTORS STREET ADDRESS TITLE

* ADDITIONAL OFFICERS/DIRECTORS ATTACH ADDENDUM SHEET *

8a FISCAL CLOSE OF ACCOUNTING PERIOD (MONTH)

9a

9b STREET

10a ADDRESS
CAPITAL STOCK OR NUMBER OF SHARES OF STOCK OR INTEREST OR PARTICIPATION
CLASS OR TYPE PAR NO PAR OR STATED VALUE SHARES AUTHORIZED (NUMBER AND TYPE)

(1) Not Applicable

(2) IF YOU DO NOT HAVE CAPITAL STOCK, DESCRIBE THE GENERAL RULES APPLICABLE TO ALL MEMBERS BY WHICH THE PROPERTY RIGHTS AND INTERESTS OF EACH ARE DETERMINED
Not Applicable

12 RESIDENT AGENT SIGNATURE Howard R. Cottrell
IN OFFICE FROM 2015-1-1

PLEASE READ INSTRUCTIONS ON PAGE 2
FLING FEES \$5.00 PROFIT ENTITY \$2.00 NON PROFIT

ANNUAL REPORT FOR CORPORATIONS AND OTHER ENTITIES		VALIDATION AREA - DO NOT WRITE IN THIS SPACE 507981 13-12 11 - 85600 *****2.00	
① CHARTER NUMBER 767247	② DATE INC. OR IF FOREIGN DATE QUALIFIED IN FLA. 4/7/61	SECRETARY OF STATE RICHARD (DICK) STONE P.O. BOX 8227 TALLAHASSEE, FLA. 32301	DUE JAN. 1, 1971 DELINQUENT JULY 1, 1971 CORP. ANTI. PAGE 1
③ EXACT NAME UNIVERSITY OF SOUTH FLORIDA		④ FED. EMP. I.D. NO. 2a - 08-12-1965 ⑤ SICC 221 (SEE PAGE 11)	
⑥ RESIDENT AGENT EUGENE E. COHEN		⑦ OFFICERS/DIRECTORS NAMES CITY / STATE TAMPA / FLA. UNIVERSITY OF SOUTH FLORIDA 4001 SOUTH GATEWAY BLVD. TAMPA, FLA. 33629	
⑧ FISCAL CLOSE OF ACCOUNTING PERIOD 12/31/60		⑧a ADDITIONAL OFFICERS/DIRECTORS ATTACH ADDENDUM SHEET 1 ⑧b FISCAL CLOSE OF ACCOUNTING PERIOD (MONTH) 05	
⑩ PRIMARY STOCK AUTH. STK. PAR VALUE		⑧c ADDRESS Mr. Eugene E. Cohen Vice President for Financial Affairs University of Miami P. O. Box 8007 Coral Gables, Fla. 33124	
I DECLARE THAT ALL FLORIDA DOCUMENTARY STAMP TAXES APPLICABLE TO CORPORATE STOCK (FOR CERTIFICATES OF INTEREST OR PARTICIPATION) TRANSACTIONS DURING THE PREVIOUS YEAR HAVE BEEN PAID AS REQUIRED BY CHAPTER 201, FLORIDA STATUTES. I FURTHER DECLARE THAT I AM THE AUTHORIZED PERSON TO SIGN THE REPORT FOR THIS ENTITY AND THAT IT IS TRUE AND CORRECT.		⑩d CAPITAL STOCK OR OTHER PROPERTY RIGHTS CLASS OR TYPE PAR OR STATED VALUE SHARES AUTHORIZED 11 Members have no property rights. \$	
AUTHORIZED SIGNATURE <i>Eugene E. Cohen</i> Eugene E. Cohen		12 IF YOU DO NOT HAVE CAPITAL STOCK, DESCRIBE THE GENERAL RULES APPLICABLE TO ALL MEMBERS BY WHICH THE PROPERTY RIGHTS AND INTERESTS OF EACH ARE DETERMINED	
11 TITLE Vice Pres., Financial Affairs TEL NO. 284-3255		12 RESIDENT AGENT SIGNATURE	

 PLEASE READ INSTRUCTIONS ON PAGE 2
 FILING FEES \$5.00 PROFIT ENTITY \$2.00 NON PROFIT



State of Florida
Department of State
ANNUAL REPORT
for Corporations and Other Entities

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U.S. POSTAGE
PAID
MIAMI, FLA.
PERMIT NO. 616

ADDRESS CORRECTION
REQUESTED

DATE DUE: JAN. 1, 1973

DATE DELINQUENT: MAR. 1, 1973

Please refer to this number for future correspondence
regarding this corporation

702242-23-05
UNIVERSITY OF MIAMI
HERSCHEL SAMPYER JOHNSTON CUNWOODY
1600 FIRST NATIONAL BANK BUILDING
MIAMI, FLA 33124

MI 10-73 1 1426*****2.00

1st C811

PLEASE TYPE

CHANGE MAILING ADDRESS TO:

Zip

1. UNIVERSITY OF MIAMI

2. N590624458

(Exact Corporate Name)

End. Emp. I.D. No.

3. Ashe Building Coral Gables, Florida (Dade County)

33124

(Street Address of Principal Office in Fla.)

(City)

(County)

(State)

(Zip)

(Officers Names)

(Title)

(Street Address)

(City)

(State)

4. (a) Henry King Stanford President P.O. Box 8042 Coral Gables, Florida

(b) Carl E. B. McKenry Vice President

(c) Eugene E. Cohen Vice President

(d) Edward G. Cott, Jr. Secretary

(Directors, Trustees, Managers)

(Street Address)

(City)

(State)

5. (a) See Addendum

(b)

(c)

(d)

6. (Florida Resident Agent Name)

(Florida Street Address)

(City)

(Zip)

Robert B. Cole

1600 First National Bank Bldg Miami Fla 33131

7. General Nature
of Business

8221

8. Date Formed

or Incorporated

6 / 1 / 25

9. If Foreign Corporation,

Date Qualified in Florida

/ /

10. Capital Stock (for number and book value of all certificates of interest or participation):

SHARES ISSUED

Class or Type

Par or Stated Value

Shares Authorized

Number

Book Value

(a) None

(b)

(c)

11. If you do not have Capital Stock, describe the general rules applicable to all members by which the property rights and interests of each are determined: Members have no property rights

12. Fiscal close of accounting period: 5 / 31
MO DA

13. I/WE declare that all Florida documentary stamp taxes applicable to corporate stock (or certificates of interest or participation) transactions for the 12 month period ending Dec. 31, 1972 have been paid as required under Chapter 201, Florida Statutes, and I/WE further declare that this report is true and correct.

(Corporate Seal)

(Corporate Name)

Attest:

Edward G. Cott, Jr.
Secretary

By:

Henry King Stanford
President

Return Original (with Filing Fee) to DEPARTMENT OF STATE
DRAWER 18
THE CAPITOL
TALLAHASSEE, FLORIDA 32304

Corp - AR 71

READ INSTRUCTIONS ON BACK

FILING FEE PER PROFIT ENTITY \$5.00
PER NON-PROFIT ENTITY \$2.00

BOARD OF TRUSTEES
UNIVERSITY OF MIAMI
Coral Gables, Florida

(As Composed December 31, 1972)

Leonard L. Abess
P. O. Box 3280
Miami, Florida 33101

Emerson Allsworth
25 East Las Olas Boulevard
Fort Lauderdale, Fla. 33301

Harry Hood Bassett
P. O. Box 2500
Miami, Florida 33101

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150 S. E. Second Avenue
Miami, Florida 33131

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200 S. E. First Street
Miami, Florida 33131

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Miami, Florida 33155

Russell B. Carson, M. D.
708 E. Broward Boulevard
Fort Lauderdale, Fla. 33301

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Coral Gables, Florida 33134

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Washington, D. C. 20001

Bill Colson
66 West Flagler Street
Miami, Florida 33130

Gardner Cowles
488 Madison Avenue
New York, N. Y. 10022

James M. Cox, Jr.
P. O. Box 615, Biscayne Annex
Miami, Florida 33152

Radford R. Crane
22 LaGorce Circle
Miami Beach, Florida 33141

Lon Worth Crow, Jr.
75 S. E. 14 Street
Miami, Florida 33131

M. P. Demos, M. D.
555 Biltmore Way
Coral Gables, Florida 33134

Edward F. Dunn
1900 Biscayne Boulevard
Miami, Florida 33132

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1228 duPont Building
Miami, Florida 33131

Maurice A. Ferre
100 Biscayne Boulevard
Miami, Florida 33132

Thomas F. Fleming, Jr.
P. O. Box B
Boca Raton, Florida 33432

Edward C. Fogg III
P. O. Box 129, Tamiami Sta.
Miami, Florida 33144

R. B. Gautier, Jr.
200 S. E. First Street
Miami, Florida 33131

Melville Bell Grosvenor
17th and M Streets, N. W.
Washington, D. C. 20036

William Arnold Hanger
6775 Indian Creek Drive
Miami Beach, Florida 33141

Samuel L. Higginbottom
Miami International Airport
Miami, Florida 33148

10/3

Durand A. Holladay
P. O. Box 340
Coral Gables, Florida 33134

Herbert W. Hoover, Jr.
70 Park Drive
Miami Beach, Florida 33154

George W. Jenkins
P. O. Box 407
Lakeland, Florida 33802

Robert Macht
P. O. Box 2500
Miami, Florida 33101

W. Sloan McCrea
Box 930, Riverside Station
Miami, Florida 33135

Baron deHirsch Meyer
407 Lincoln Road
Miami Beach, Florida 33139

Hank Meyer
407 Lincoln Road
Miami Beach, Florida 33139

Robert M. Morgan
25 West Flagler Street
Miami, Florida 33130

Wilbur L. Morrison
P. O. Box 960
South Miami, Florida 33143

Max Orovitz
One Lincoln Road
Miami Beach, Florida 33139

Floyd A. Osterman, M. D.
1415 E. Sunrise Boulevard
Fort Lauderdale, Fla. 33304

Stuart W. Patton
160 S. E. Second Avenue
Miami, Florida 33131

John R. Ring
1200 First National Bank Bldg.
Miami, Florida 33131

James A. Ryder
P. O. Box 816
Miami, Florida 33133

Neil Schiff
P. O. Box 922, Kendall Branch
Miami, Florida 33156

Marilyn Segal
700 Washington Street
Hollywood, Florida 33020

Lawrence B. Sheffey
200 Ocean Lane Drive
Key Biscayne, Florida 33149

Don Shoemaker
1 Herald Plaza
Miami, Florida 33132

Frank Smathers, Jr.
1111 Lincoln Road Mall
Miami Beach, Florida 33139

Harper Sibley, Jr.
200 S. E. First Street
Miami, Florida 33131

Henry King Stanford, *ex officio*
University of Miami
Coral Gables, Florida 33124

Edward F. Swenson, Jr.
1515 First National Bank Bldg.
Miami, Florida 33131

William H. Walker, Jr.
100 N. E. First Avenue
Miami, Florida 33132

Thomas C. Wasmuth
22 East Flagler Street
Miami, Florida 33101

Milton Weiss
401 Lincoln Road
Miami Beach, Florida 33139

L. Gerald Wright
1016 duPont Building
Miami, Florida 33131

243

TRUSTEES EMERITI

Sam Blank
P. O. Box 310
Miami, Florida 33168

Roscoe Brunstetter
1830 Ponce de Leon Boulevard
Coral Gables, Florida 33134

John C. Clark
24 LaGorce Circle
Miami Beach, Florida 33141

Emile L. Cotton, Sr.
11505 S. Dixie Highway
Miami, Florida 33156

Hugh P. Emerson
P. O. Box 1514
Miami, Florida 33138

Jose A. Ferre
100 Biscayne Boulevard
Miami, Florida 33132

Robert Z. Greene
4411 Pine Tree Drive
Miami Beach, Florida 33140

Louis J. Hector
First National Bank Building
Miami, Florida 33131

John S. Knight
1 Herald Plaza
Miami, Florida 33132

Robert Pentland, Jr.
2300 North Surf Road
Hollywood, Florida 33020

Warren W. Quillian, M. D.
140 Alhambra Circle
Coral Gables, Florida 33134

Ione T. Staley
8995 Collins Avenue
Miami Beach, Florida 33154

George B. Storer
1177 Kane Concourse
Miami Beach, Florida 33154

George E. Whitten
5660 Collins Avenue
Miami Beach, Florida 33140

30/3

CORPORATION ANNUAL REPORT

FORM 12-75 1 047*****00

1. 702242
2. 06/01/1975
3. 06-0624423

3. SEC. 1221
4. CHANGE TO
5. FISCAL CLOSE OF ACCOUNTING PERIOD: 12
6. CHANGE TO

7. YEAR OF LAST REPORT
8. YEAR OF THIS REPORT
9. 12

10. CITY OF MIAMI

11. 1001 FIRST NATIONAL BANK BLDG

12. 33131

APPROVED AND FILED
APR 29 9 38 AM '75
FLORIDA DEPT OF STA
CORPORATIONS DIVISION
TALLAHASSEE, FLORIDA

PLEASE READ INSTRUCTIONS ON BACK

13. CITY OF MIAMI
14. 33124

Mr. Eugene E. Cohen
University of Miami, Box 24807
Coral Gables, Fla. 33124

15. 8565 Old Cutler Rd

XXXXXXXXXXXXXXXXXXXX
Miami, Fla.

DIR

XXXXXXXXXXXXXXXXXXXX
Eugene E. Cohen
6700 SW 117th St

XXXXXXXXXXXXXXXXXXXX
Miami, Fla.

SEC

XXXXXXXXXXXXXXXXXXXX
Donald E. Kubik
7643 SW 170th St

XXXXXXXXXXXXXXXXXXXX
Miami, Fla.

SEC

XXXXXXXXXXXXXXXXXXXX
COTRELL, Howard
8720 SW 148th St

MIAMI, FL

Trans.

> see att. list

XXXXXXXXXXXXXXXXXXXX

XXXXXXXXXXXXXXXXXXXX

Eugene E. Cohen

Vice President

20 January 1975

Members have no property rights.

A private, non-profit, international fraternity
An equal opportunity employer

UNIVERSITY OF MIAMI
CORAL GABLES, FLORIDA 33124

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THE BOARD OF TRUSTEES

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March 5, 1975

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JAMES S. BILLINGS Vice Chairman
STUART W. PATTON, Vice Chairman

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Lawrence H. Adams
George F. Anderson
Stanley H. Arkin
James S. Billings
David Blumberg
Patrick J. Cesarano
James L. Check
Charles L. Cobb, Jr.
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Edward C. Fogg III
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R. B. Gaudier, Jr.
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Thomas E. Lee, Jr.

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Hoyd A. Osterman, M.D.
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Lawrence L. Shelley
Leon Shoemaker
Harper Soboy, Jr.
Frank Smathers, Jr.
William H. Walker, Jr.
Freeman C. Vasmataz - deceased
Joseph Ventrone
Milton Weiss
Ellen R. Whiteside
L. Gerald Wright

Henry King Stanford, ex officio

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Samuel B. Bell
Frank L. Bell, Jr.
Gardner Cook
Harford P. Crane
Hugh P. Emerson
John A. Green
Robert L. Green
Mabelle Bell Groves
William Arnold Hanger

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William L. Leeson
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Morton W. Condon, Sr., M.D.
John F. Staley
George B. Storer
Edward E. Swenson, Jr.
George T. Whitten

CORPORATION ANNUAL REPORT

1976 18 -240500 *****5.00

1 7.22.72
CORPORATION NUMBER

2 11/17/1961
DATE OF ORIGIN OR
DATE OF REVISION

3 5.21
STANDARD FEE
4 1.75
CHANGE TO

5 1.75
REASON FOR REPORT
FILED IN THIS OFFICE

6 1.75
REASON FOR REPORT
FILED IN THIS OFFICE

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7 1.75
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8 1.75
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10 1.75
REASON FOR REPORT
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11 1.75
REASON FOR REPORT
FILED IN THIS OFFICE

NAME OF OFFICER OR DIRECTOR	STREET ADDRESS	CITY, STATE	ZIP CODE
STANLEY, RYAN	1500 1ST ST. N.W.	MIAMI, FL.	33143
STANLEY, RYAN	1500 1ST ST. N.W.	MIAMI, FL.	33156
STANLEY, RYAN	1500 1ST ST. N.W.	MIAMI, FL.	33157
STANLEY, RYAN	1500 1ST ST. N.W.	MIAMI, FL.	33176
STANLEY, RYAN	1500 1ST ST. N.W.	MIAMI, FL.	33131
BILLINGS, James S.	200 SE 1ST ST.	Miami, FLA	33131

12 1.75
REASON FOR REPORT
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13 1.75
REASON FOR REPORT
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14 1.75
REASON FOR REPORT
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15 1.75
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16 1.75
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internal

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(Composed as of the Annual Meeting held on February 11, 1976)

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Florida Power & Light Co.
P. O. Box 8248
Fort Lauderdale, Fla. 33310

Mr. Stanley H. Arkin
Arkin Construction Co., Inc.
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Miami Beach, Fla. 33139

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Bache & Co., Inc.
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Investment Real Estate
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Miami, Florida 33131

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Arvida Corporation
1 Biscayne Tower, 20th floor
Miami, Florida 33131

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Colson and Hicks
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Miami, Florida 33130

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Southeast Mortgage Co.
1390 Brickell Avenue
Miami, Florida 33131

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McArthur Jersey Farm Dairy
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Miami, Florida 33138

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Coral Gables, Florida 33134

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59 Merrick Way, Suite 201
Coral Gables, Florida 33134

Mr. Maurice A. Ferre
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Miami, Florida 33132

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Fleming, O'Bryan & Fleming
P. O. Drawer 7028
Fort Lauderdale, Fla. 33304

Mr. Edward C. Fogg III
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5800 N. W. 74th Avenue
Miami, Florida 33166

Hon. John Gale
11th Judicial Circuit Court
817 Dade County Court House
Miami, Florida 33130

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Miami Beach, Florida 33139

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Miami, Florida 33156

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70 Park Drive, Suite 4
Bal Harbour, Florida 33154

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Publix Super Markets, Inc.
P. O. Box 407
Lakeland, Florida 33802

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Dade County Public Schools
1410 N. E. Second Avenue
Miami, Florida 33132

Mr. Thomas N. Kearns
Meekins, Inc.
3500 Pembroke Road
Hollywood, Florida 33021

Ms. Norma Carlin Kipnis
120 Palm Avenue
Miami Beach, Florida 33139

Mr. Thomas E. Lee, Jr.
Adams, George, Wood & Lee
66 West Flagler Street
Miami, Florida 33130

Mr. Robert Macht
Southeast Banking Corp.
P. O. Box 012500
Miami, Florida 33101

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Greater Miami Fed Sav & Loan
200 S. E. First Street
Miami, Florida 33131

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817 Dade Federal Building
101 East Flagler Street
Miami, Florida 33130

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8 LaGorce Circle
LaGorce Island
Miami Beach, Florida 33141

Mr. James W. McLamore
Southeast Bank Building
7100 N. Kendall Dr., Suite 211
Miami, Florida 33156

Mr. Hank Meyer
Hank Meyer Associates, Inc.
2990 Biscayne Boulevard
Miami, Florida 33137

Mr. Billy E. Miller
First Florida Building Corp.
5900 S.W. 73rd Street
Miami, Florida 33143

Mr. Max Orovitz
Investments
One Lincoln Rd., Suite 314
Miami Beach, Florida 33139

Dr. Floyd A. Osterman
1415 E. Sunrise Blvd.
Ft. Lauderdale, Fla. 33304

Mr. Stuart W. Patton
Patton, Kanner, Nadeau, et al
150 S. E. Second Avenue
Miami, Florida 33131

Mr. Ogden M. Phipps
Bessemer Securities Corp.
245 Park Avenue
New York, N. Y. 10017

Mr. Richard B. Plumer
Richard Plumer Interior Design
155 N. E. 40th Street
Miami, Florida 33137

Mr. John R. Ring, CPA
Coopers & Lybrand
2900 First Federal Building
Miami, Florida 33131

Mr. Neil Schiff
9856 N. Kendall Drive
Miami, Florida 33176

Dr. Marilyn Segal
700 Washington Street
Hollywood, Florida 33020

Mr. Don Shoemaker
The Miami Herald
1 Herald Plaza
Miami, Florida 33101

Mr. Harper Sibley, Jr.
Ocean Reef Club
Key Largo, Fla. 33037

Mr. Frank Smathers, Jr.
Flagship First National Bank
1111 Lincoln Road Mall
Miami Beach, Fla. 33139

Mr. William H. Walker, Jr.
Blackwell, Walker, Gray, et al
1 S. E. Third Avenue
Miami, Florida 33131

Mr. Joseph Weintraub
Pan American Bancshares, Inc.
150 S. E. Third Avenue
Miami, Florida 33131

Mr. Milton Weiss
Financial Fed Sav & Loan Assn.
401 Lincoln Road Mall
Miami Beach, Florida 33139

Mr. L. Gerald Wright
3700 Granada Boulevard
Coral Gables, Fla. 33134

Henry King Stanford, ex officio

TRUSTEES EMERITI

Mr. Leonard L. Abess
City National Bank Corp.
P. O. Box 013280
Miami, Florida 33101

Mr. Harry Hood Bassett
Southeast Banking Corp.
P. O. Box 012500
Miami, Florida 33101

Mr. Sam Blank
National Brands, Inc.
P. O. Box 680310
Miami, Florida 33168

Mr. Gardner Cowles
Cowles Communications, Inc.
488 Madison Avenue
New York, N. Y. 10022

Mr. Radford R. Crane
22 LaGorce Circle
LaGorce Island
Miami Beach, Fla. 33141

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Miami Beach, Fla. 33140

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Miami, Florida 33132

Mr. Robert Z. Greene
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Miami Beach, Fla. 33140

Dr. Melville Bell Grosvenor
3995 Douglas Road
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Mr. W. Arnold Hanger
6775 Indian Creek Drive
Miami Beach, Fla. 33141

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Steel, Hector & Davis
Southeast First Nat'l Bank Bldg.
Miami, Florida 33131

Mr. John S. Knight
The Miami Herald
1 Herald Plaza
Miami, Florida 33101

Mr. Wilbur L. Morrison
P. O. Box 430960
South Miami, Fla. 33143

Col. Robert Pentland, Jr.
2800 North Surf Road
Hollywood, Florida 33020

Dr. Warren W. Quillian, Sr.
140 Alhambra Circa
Coral Gables, Fla. 33134

Mr. James A. Ryder
Ryder System, Inc.
P. O. Box 520816
Miami, Florida 33152

Mrs. Ione L. Staley
8995 Collins Avenue
Miami Beach, Fla. 33154

Mr. Edward F. Swenson, Jr.
Edward F. Swenson & Co.
1515 First National Bank Bldg.
Miami, Florida 33131

Mr. George E. Whitten
5660 Collins Ave., Apt. 9E
Miami Beach, Florida 33140

NP # 2242

corrected card-cb 0

9/12/74

2011

UNIVERSITY OF MIAMI

() New Corporation (X) Reincorporation () Amendment (\$617.00)

Filed: APRIL 7, 1961 By: Redfern, Ferrell & Simon, 2nd Floor, 550 Bldg., 550 Brickell Avenue, Miami 32, Florida

ORIGINAL CHARTER: THE UNIVERSITY OF MIAMI ~~(INCORPORATED)~~. FILED IN DADE COUNTY CIRCUIT COURT ON AUGUST 3, 1934. AMENDMENT FILED IN SAME COURT ON JULY 11, 1955, CHANGED THE CORPORATE NAME TO: UNIVERSITY OF MIAMI.

- (A) Resident Agent Certificate. Filed April 13, 1961.
- (B) 1962 Nonprofit Corp. Report. Filed May 27, 1962.
- (C) 1963 Nonprofit Corp. Report. Filed May 29, 1963.
- (D) AMENDED ARTICLES OF INCORPORATION. Filed Nov. 18, 1963.
- (E) Resident agent filed April 10, 1964.

1964 YR 64
1965 YR 65
NON-PROFIT CORP. RPT. IN
NON-PROFIT CORP. RPT. FILED
(over)

SEE IMPORTANT DISSOLUTION NOTICE ON OTHER SIDE

 STATE OF FLORIDA DEPARTMENT OF STATE BUREAU OF CORPORATIONS CORPORATION ANNUAL REPORT 1977 NAME: UNIVERSITY OF MIAMI ADDRESS: 170 EUGENE ST. CORN. VENTURA AVE. P.O. BOX 241007 SAN MARCO CANAL CABLES, FL 33124	MY-4-77 489*****5.00 1 JAN 1977 READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE MAKING ENTRIES
NAME: UNIVERSITY OF MIAMI ADDRESS: 170 EUGENE ST. CORN. VENTURA AVE. P.O. BOX 241007 SAN MARCO CANAL CABLES, FL 33124	NAME: JOHN L. GREEN JR TITLE: EXEC VP FOR ADMIN & FINANCE

STANFORD, HENRY KING	2225 1014	4345 OLD CUTLER RD.	MIAMI FL.
GREEN, JOHN L. JR	1014	Bayshore Dr	MIAMI FL.
CUMER, RICHARD E	1014	Bayshore Dr	MIAMI FL.
MURPHY, DONALD S.	SEC 1042	3171 13TH ST.	MIAMI FL.
MILONEY, MICHAEL	1014	Bayshore Dr	MIAMI FL.
CORRELL, ROBERT	1014	Bayshore Dr	MIAMI FL.
PATTON, THOMAS W	1014	Bayshore Dr	MIAMI FL.
GAUTHIER, JERRY JR.	1014	Bayshore Dr	MIAMI FL.
TERRELL, ROBERT	1014	Bayshore Dr	MIAMI FL.
REEDING, JAMES E	1014	Bayshore Dr	MIAMI FL.
MORRIS, JAMES E	1014	Bayshore Dr	MIAMI FL.

1977-1978

1977-1978

1/5/77

Corporate Officers of the University of Miami, Coral Gables, Fla.
(elected at Annual Meeting, Board of Trustees, February 23, 1977)

DR. HENRY KING STANFORD
President of the University
University of Miami
740 Ashe Building
Coral Gables, Florida 33124

DR. LOUIS WINGFIELD
Executive Vice President for Academic Affairs
University of Miami
740 Ashe Building
Coral Gables, Florida 33124

DR. JOHN L. GREENE, Jr.
Executive Vice President for Administration & Finance
University of Miami
740 Ashe Building
Coral Gables, Florida 33124

DR. M. PAPPER, D.D.
Vice President for Medical Affairs
University of Miami School of Medicine
1325A Medical Science Building
1600 N.W. 17th Avenue
Miami, Florida 33136

WILLIAM R. BUTLER
Vice President for Student Affairs
University of Miami
740 Ashe Building
Coral Gables, Florida 33124

OSAKA I. HARRIS, JR.
Vice President for Development
University of Miami
Coral Gables, Florida 33124
Telephone: 375-1111

WILLIAM R. BUTLER
Vice President for Student Affairs
University of Miami
740 Ashe Building
Coral Gables, Florida 33124

WILLIAM R. BUTLER
Vice President for Student Affairs
University of Miami
740 Ashe Building
Coral Gables, Florida 33124

page 2 Corporate Officers (11/1/77)

BRYCE DUNHAM
Assistant Secretary of the University
University of Miami
129 Ashe Building
Coral Gables, Florida 33146

MICHAEL J. BULLOBBY
Treasurer
University of Miami
129 Ashe Building
Coral Gables, Florida 33146

STEPHEN H. ASHMAN
Associate Treasurer
University of Miami
129 Ashe Building
Coral Gables, Florida 33146

BERNARD A. BURET
Associate Treasurer
University of Miami
129 Ashe Building
Coral Gables, Florida 33146

BOARD OF TRUSTEES - UNIVERSITY OF MIAMI - CORAL GABLES, FLA.

as composed
FEBRUARY 27, 1977

STUART W. PATTON, CHAIRMAN
PATRICK J. CESARANO
and
JAMES W. McLAMORE
VICE CHAIRMEN

Mr. Jose P. Bared
Pres., Bared & Goba Co., Inc.
7760 N.W. 12th Street
Miami, Florida 33156

Mr. Fred Bergan
Second Vice President
Rache Halsey Street, Inc.
1717 Biscayne Tower
Miami, Florida 33133

Mr. James S. Bittling
Investment Real Estate
200 S.W. Fifth Street
Miami, Florida 33133

Mr. David Blumberg
Pres., Planned Development Corp.
1510 Brickell Avenue
Miami, Florida 33131

Mrs. Norma Ann Kay
170 Peter Avenue
Miami Beach, Florida 33404

Mr. James F. Ayres
Vice President, First Nat.
Trust & Savings Bank
666 N.W. 11th Street, Room 500
Miami, Florida 33136

Mr. Robert C. Lawrence
President, Joseph Lawrence
& Sons, Inc.
1001 Collins Highway, Suite 100
Miami, Florida 33134

Mr. Joseph E. Smith, Jr.
President, Smith & Sons, Inc.
10000 S.W. 24th Street
Miami, Florida 33157

Mr. Bill Colson, Attorney
Colson & Hicks
66 West Flagler Street
Miami, Florida 33130

Mr. George V. Corrigan, Jr.
Vice Pres. & Gen. Mgr., Burdine's
Dadeland Mall
Miami, Florida 33156

Mr. Leo Southwood, Jr.
President, The Royal
Southern Mortgage Company
1190 Brickell Avenue
Miami, Florida 33131

Mrs. Jean McArthur Davis
President, McArthur Dairy, Inc.
6831 N.E. Second Avenue
Miami, Florida 33138

Mr. Edward F. Dunn
President, Eddie Dunn Insurance Co.
11 Merrick Way - Suite #751
Coral Gables, Florida 33134

Mr. Walter Kling
President, Walter Kling Co., Inc.
1001 Brickell Avenue
Miami, Florida 33131

Mr. Stephen A. Koppe
President, Marie Industries, Inc.
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Miami, Florida 33157

Mr. Robert E. Smith, Jr.
President, Smith & Sons, Inc.
10000 S.W. 24th Street
Miami, Florida 33157

Page 2 -- BOARD OF TRUSTEES (2/25/77)

Mr. Edward C. Fogg III
President, Farm Stores, Inc.
5600 N.W. 74th Avenue
Miami, Florida 33166

Judge John Gale
11th Judicial Circuit Court
417 Dade County Courthouse
Miami, Florida 33130

Mr. R. B. Gantier, Jr., Attorney
Morley, Gantier & Sams
100 S.E. First Street
Miami, Florida 33131

Mr. R. Ray Goode
Executive Vice President
The Babcock Company
7915 Ponce de Leon Blvd
Coral Gables, Florida 33146

Mr. A. John Goshgarian
Attorney
2111 S.W. 8th Street
Miami, Florida 33135

Mr. Melvin M. Greenberg, Attorney
Greenberg, Francis, Hoffman, et al
1501 Brickell Avenue
Miami, Florida 33141

Mr. Joseph A. Halladay
President
1401 S.W. 8th Avenue
Miami, Florida 33135

Mr. Herbert A. Henson, Jr.
Director, The Henson Company
Chairman, The Henson Foundation
10 Park Drive, Suite 101
411 Exchange, Miami 33134

Mr. Joseph W. Johnson
Chairman, Johnson & Johnson
Public Opinion Marketing, Inc.
1100 Biscayne Blvd
Coral Gables, Florida 33134

Mr. John J. Jones
Deputy Supervisor
Dade County Public Schools
1110 N.E. Second Avenue
Miami, Florida 33132

Mr. Thomas N. Kearns
President, Meekins, Inc.
1500 Pembroke Road
Hollywood, Florida 33021

Mr. Thomas E. Lee, Jr., Attorney
Adams, George, Lee, Schulte & Ward
60 West Flagler Street
Miami, Florida 33130

Mr. Robert Macht
Chairman of the Board and
Chief Executive Officer of
Lunar Group, Inc.
4107 Chancellor Row
Dallas, Texas 75247

Mr. Donald J. Mariutto
President, Mariutto & Sons, Inc.
1721 Ponce de Leon Blvd
Coral Gables, Florida 33146

Mr. W. Sloan McCrea
Chairman of the Board and
Chief Executive Officer,
Paul J. Wilson Company
Box 44, Riverside Station
Miami, Florida 33155

Mr. Ellen W. McDonnell
President, P. F. Macayne Kennel Club
President, Siscayne Foundation,
President, Hippodrome Co.
411 Dade Federal Building
111 East Flagler Street
Miami, Florida 33131

Mr. Richard W. McEwen,
Vice President, Cardiner
111 East Flagler Street
Miami, Florida 33131

Mr. John H. Myers, President
Myers & Myers
111 East Flagler Street
Miami, Florida 33131

Mr. Joseph J. Murphy
President
111 East Flagler Street
Miami, Florida 33131

page 3 -- BOARD OF TRUSTEES (1/25/77)

Mr. Hank Meyer
President, Hank Meyer Associates, Inc.
2990 Biscayne Boulevard
Miami, Florida 33137

Mr. Billy E. Miller
President, First Florida Building Corp.
900 S.W. 7th Street
Miami, Florida 33133

Mr. Max Orlovitz
Investments
200 S.W. First Street, Suite 1001
Miami, Florida

Wendy A. O'Brien, M.D.
1415 East Sunrise Blvd.
Fort Lauderdale, Florida 33304

Mr. Stuart W. Patton, Attorney
Patton, Munger, Nease & Miller
150 S.W. Second Avenue
Miami, Florida 33131

Mr. Gordon M. Phipps
Chairman of the Board
American Foreign Commerce Corp.
140 Park Avenue
New York, N.Y. 10017

Mr. Richard S. Phipps, President
41 East Phipps Drive
150 N.W. 10th Street
Miami, Florida 33136

Mr. Frank R. Rasmussen
100 S.W. 1st Street
Miami Beach, Florida 33401

Mr. William A. Rasmussen
1111 North Miami Avenue
Miami, Florida 33136

Mr. Ray Rasmussen
1111 North Miami Avenue
Miami, Florida 33136

Mr. Ray Rasmussen
1111 North Miami Avenue
Miami, Florida 33136

Mr. Don Shoemaker, Editor
The Miami Herald
One Herald Plaza
Miami, Florida 33101

Mr. Harper Sibley, Jr.
Chairman of the Board
Ocean Reef Club
Key Largo, Florida 33037

Mr. Frank Smathers, Jr.
Chairman of the Board -
Flagship First Nat'l Bank of N.Y.
Director - Flagship Bank, Inc.
1111 Lincoln Road Mall
Miami Beach, Florida 33139

Mr. Peter Storer
President, Storer Broadcasting Co.
1111 Yule Concourse
Miami Beach, Florida 33134

Mr. William H. Walker, Jr.
First Federal Savings & Loan Assn.
1 S.E. Third Avenue
Miami, Florida 33131

Mr. Milton Weiss, President
Financial Fed. Sav. & Loan Assn.
101 Lincoln Road Mall
Miami Beach, Florida 33139

Mr. Gordon E. Williamson
100 Park Avenue
New York, N.Y. 10017

Mr. Donald Wright
Chairman of the Board
Chief Executive Officer
Wright, Inc.
1111 Alhambra Circle
Miami Beach, Florida 33139

Mr. Henry King Stanford, ex officio
President, University of Miami
1111 Alhambra Building
Miami Beach, Florida 33139

page 4 -- BOARD OF TRUSTEES (2/25/77)

Trustees Emeriti

Mr. Leonard L. Abgar
Chairman of the Board
City National Bank Corp.
P. O. Box 813280
Miami, Florida 33101

Mr. Barry Hood Bassett
Chairman of the Board
Southeast Banking Corp.
P. O. Box 812509
Miami, Florida 33101
P. O. Box 812509
Miami, Florida 33101

Mr. Sam Blank
Chairman of the Board
National Brands, Inc.
P. O. Box 680116
Miami, Florida 33168

Mr. Gordon Cowles
Honorary Chairman of the Board
Cowles Communications, Inc.
Suite 1000
630 Fifth Avenue
New York, N.Y. 10022

Mr. Edward R. Cuno
Investments
1700 Green Street
Chicago, Illinois
Miami Beach, Florida 33404

Mr. Louis A. Fawcett
Chairman of the Board
Fawcett Investment Co.
1000 S.W. 8th Street
Miami, Florida

Mr. Robert J. Gorman
Chairman of the Board
Gorman Corporation
1000 S.W. 8th Street
Miami, Florida 33134

Mr. John J. Gorman
Chairman of the Board
Gorman Corporation
1000 S.W. 8th Street
Miami, Florida 33134

Dr. Melville B. Grosvenor
Chairman of the Board
and Editor-in-Chief
National Geographic Society
17th and M Streets, N.W.
Washington, D.C. 20036

Winter address
1905 Douglas Road
Crown Point, Florida 33111

Mr. Louis J. Hector
Attorney - Steel, Hector & Davis
Southeast First Nat'l Bank Bldg
Miami, Florida 33131

Mr. John S. Knight
Editorial Director, The Miami Herald
1 Herald Plaza
Miami, Florida 33101

Mr. Wilbur L. Morrison
Secretary of the Board
(Secretary of the Board, Pan American World Airways)
P. O. Box 102260
South Miami, Florida 33153

Mr. Robert Penland, Jr.
CFA and Investor
1800 N. South Road
Maitland, Florida 32751

Mr. J. W. Quinn, Jr., M.D.
1000 S.W. 8th Street
Miami, Florida 33134

Mr. James A. Quinn
Chairman of the Board
Quinn System, Inc.
P. O. Box 110916

Mr. J. W. Quinn, Jr.
1000 S.W. 8th Street
Miami, Florida 33134

Mr. Robert T. Swenson, Jr., Pres.
Robert T. Swenson & Co.
1000 S.W. 8th Street, National Bank Bldg
Miami, Florida 33134

page 5 -- BOARD OF TRUSTEES (2/25/77)

Mr. George E. Whitten
5660 Collins Avenue, Apt. 9E
Miami Beach, Florida 33149

Mr. Joseph Weintraub
Chairman of the Board
Pan American Bank Shares
150 S.E. 1st Avenue
Miami, Florida 33131

Honorary Trustee

Mr. William L. McKnight

THE FILING FEE FOR THE 1978 ANNUAL REPORT IS \$10.

STATE OF FLORIDA

DEPARTMENT OF STATE

DIVISION OF CORPORATIONS



Bruce A. Smathers

Secretary of State

CORPORATION ANNUAL REPORT

1978

THIS REPORT MUST BE ACCOMPANIED BY A STAFFED FROM LCR 1201 (2-77)

READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE MAKING ENTRIES

1. Name and Address of Corporation Principal Office

UNIVERSITY OF MIAMI

170 JENNIFER GREENWAY

P.O. BOX 249007 SAN ANTONIO

CORRAL GABLES, FL 33124

2. Other Change of Address of Corporation Principal Office, P.O. Box Number Alone is NOT Sufficient.

Street Address

P.O. Box No.

City

State

Zip Code

3. Current Information on Qualification To Do Business in Florida

0677-11341

4. Federal Employer Identification Number (EIN)

50-7624456

5. Date of Last Report

1077

6. Name and State Domicile of Each Officer and Director

Name of Officers and Directors	Title	Residence	Current Address of Each Officer and Director (Do NOT Use Post Office Box Number)	City and State
CHARLES M. CARPIS	PRES		1776 Entrada Pl.	Rocky Point, FL 33431
	EXEC		1644 Baracoon	Coral Gables, FL 33124
			1672 S.W. 57 St.	Miami, FL
		Board	160 S.W. 82nd St.	Miami, FL
		Board	1711 W. 10th St.	Miami, FL

7. Signature of President

Signature

Print Name and Title

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8. Signature of Secretary

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9. Signature of Treasurer

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11. Signature of Vice President

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63. Signature of Vice President

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Print Name and

NOTE: THE FOLLOWING FEE FOR THE 1978 ANNUAL REPORT IS \$10

THE FILING FEE FOR THE 1979 ANNUAL REPORT IS \$10.

CORPORATION
ANNUAL REPORT



STATE OF FLORIDA
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS

1979

THIS REPORT MUST BE ACCOMPANIED BY A \$10 FEE

DO NOT WRITE IN THIS SPACE

APPROVED
AND
FILED

JUN 6 12 13 PM 1979

FLORIDA

READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE MAKING ENTRIES

1. Name and Address of Corporation Principal Office

702242
UNIVERSITY OF MIAMI
C/O JOHN L. GREEN, JR.
P.O. BOX 248067 SAN AMARO
CORAL GABLES, FL.

33124

If above address is incorrect in any way, print the correct address in Item 2. Include Zip Code.

2. Enter Change of Address of Corporation Principal Office. P.O. Box Number Alone is NOT Sufficient.

Street Address

P.O. Box No.

City

State

Zip Code

3. Date Incorporated or Qualified To Do Business in Florida

4/27/1961

4. Federal Employer Identification Number (FEIN)

59-0624458

5. Date of Last Report

1978

6. Names and Street Addresses of Each Officer and Director

Name of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Number)	City and State
STANFORD, HENRY KING	P.	8565 GLO CUTLER RD. 1335 Alegriano	MIAMI FL.
GREEN, JOHN L. JR.	V.	7850 Camino Real, #403	MIAMI FL.
CAPPS, CHARLES M.	S.	7340 S.W. 82nd St., #C106	MIAMI FL.
ASHMAN, STEPHEN N.	I.		MIAMI FL.
PATTON, STUART W.	D.	150 S.E. SECOND ST.	MIAMI FL.
CESARANO, PATRICK J.	D.	201 AL AMERA CIR	MIAMI FL.

7. Registered Agent Information

Name
COLLEEN ROBERT B.
Street Address (Do NOT Use P.O. Box Number)
1500 FIRST NATIONAL BANK BLDG
City, State and Zip Code
MIAMI FL 33131

If you wish to change Registered Agent on this form, print all new information below.

Name

Street Address (Do NOT Use P.O. Box Number)

City, State and Zip Code

8. See signature restrictions under instructions on reverse side of this form.

I Certify that I am an Officer of the Corporation, the President or President Emeritus of the Corporation, and I am required by Chapter 689, F.S., to file this report. I understand that the report shall have the same legal effects as if made under oath.

Name of Signing Officer

CHARLES M. CAPPS

Title

SECRETARY OF THE UNIVERSITY

Signature Number

284-4025

Date
6/22/79

Form 600-001-0001

NOTE: THE FILING FEE FOR THE 1979 ANNUAL REPORT IS \$10.

AMENDMENT

CERTIFICATE OF PRESIDENT AND SECRETARY
OF
UNIVERSITY OF MIAMI

The undersigned, HENRY KING STANFORD, President, and CHARLES M. CAPPS, Secretary, of the UNIVERSITY OF MIAMI, a corporation not for profit organized and existing under the laws of the State of Florida, hereby CERTIFY that at a meeting of the Board of Trustees of said corporation duly called and held on the 28th day of March, 1979, at 9:00 o'clock, A.M., the following Resolution was adopted:

RESOLVED, that the Charter of the University of Miami shall be amended in the following respects in the manner provided by the said Charter and by the laws of the State of Florida:

Section C of Article VII shall be amended to read as follows:

"Section C. Retirement, Emeritus Trustee, and Honorary Trustee

The term of office of any trustee shall expire and he shall retire on the date of the next annual meeting of the Board after he reaches the age of seventy (70), unless the Board makes an exception to this rule, in which event the Board may re-elect such person from year to year thereafter. A person who retires after attaining the age of seventy (70) or after ten (10) years of active service, or who retires because of ill health after five (5) years of active service on the Board may be elected by the Board as a Trustee Emeritus with full power to attend all Board meetings, participate in all discussions, and vote on all questions. An Emeritus Trustee shall be eligible to serve on committees of the Board. The Board also may elect as an Honorary Trustee a person who has performed an especially outstanding service for the University or one who has shown interest in the University and is of great renown. An Honorary Trustee may attend meetings of the Board of Trustees but shall not be entitled to vote.

Section E of Article VII shall be amended to read as follows:

"Section E. Term of Election

All trustes shall serve a term of three years. Regularly elected trustees normally shall be elected for a term of three years but may be elected for shorter terms in order to keep the three classes of trustees numerically equal, as nearly as possible. A minimum attendance by a trustee, unless ex-

SECRETARY OF STATE
MIAMI, FLORIDA
MAY 2 1 04 PM '79

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cused for good cause by the Board, at three Board meetings each year shall be required for re-election eligibility."

Section H of Article VII shall be amended to read as follows:

"Section H. Resignation

Members of the Board of Trustees may resign from their position as a member of the Board of Trustees and their resignation shall become effective with the delivery of a written notice of resignation to the Secretary of the University."

Section B of Article X shall be amended to read as follows:

"Section B. Executive Committee

The membership of the Executive Committee shall consist of nine trustees elected annually by the Board of Trustees who shall, in accordance with the Charter, serve with the Chairman of the Board, ex-officio, the President of the University, ex-officio, the immediate past Chairman of the Board, ex-officio, and the immediate past Chairman of the Executive Committee, ex-officio, as the Executive Committee, which Executive Committee, when the Board is not in session, shall exercise all the powers of the Board of Trustees except (1) the power of making major changes in academic policy and of handling those business affairs that have a major impact upon academic policy, and (2) the power of electing or removing the President of the University, and (3) the power of adopting or altering the Bylaws of the Corporation. The Executive Committee shall have the power and authority to delegate to an investment committee to be established in the Bylaws the responsibility for investment activities of the University with the right to delegate such portion of that authority as the investment committee determines to an agent or agents selected by the investment committee with the approval of the Executive Committee.

The Executive Committee shall elect its own Chairman and Vice Chairman from the members of the Executive Committee.

The number of the members of the Executive Committee may be increased or decreased by the Board of Trustees as the members of such Board may determine from time to time."

Section C of Article X shall be amended to read as follows:

"Section C. Term of Office

The term of all officers except that of the President, including the Chairman of the Board, shall be one year or until

their respective successors are elected, or for such other term as the Board of Trustees may determine, however, any officer, except the President, may be removed from office at any time by the Board of Trustees or by the Executive Committee.

A trustee shall not be eligible for election as Chairman of the Board for more than three consecutive one-year terms of office. A trustee shall not be eligible to serve as Chairman of any Committee of the Board of Trustees for more than four consecutive years without the approval of two-thirds of the membership of the Executive Committee."

IN WITNESS WHEREOF, we have caused the name of the said Corporation to be subscribed and we have hereunto affixed the seal of the said Corporation this 16th day of October, 1979.

UNIVERSITY OF MIAMI

By Henry King Stanford
Henry King Stanford, President

Charles M. Capps
Charles M. Capps, Secretary

(Corporate Seal)

FILED
Nov 2 1 05 PM '79
SECRETARY OF STATE
MIAMI, FLORIDA

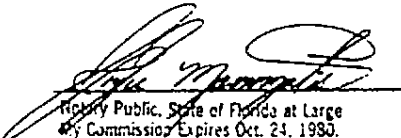
STATE OF FLORIDA)
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OF FLORIDA
OCT 16 1979

I HEREBY CERTIFY that on this 16th day of October, 1979, before me, the undersigned authority, personally appeared HENRY KING STANFORD and CHARLES M. CAPPS, to me known to be the persons who executed the foregoing certificate as President and Secretary, respectively, of the UNIVERSITY OF MIAMI, a Florida corporation not for profit, and each severally acknowledged the execution of such instrument as such officers, for and on behalf of and as the act and deed of said corporation, for the uses and purposes therein expressed, pursuant to authority lawfully conferred upon them by said Corporation; and that the seal affixed thereto is the true and genuine corporate seal of said Corporation, and was affixed thereunto by the said Secretary, being the proper custodian thereof, and pursuant to authority lawfully conferred upon him.

WITNESS my hand and official seal at Coral Gables, said County and State the date aforesaid.

(Official Seal)


Henry Public, State of Florida at Large
My Commission Expires Oct. 24, 1980.

DUE DATE ON OR AFTER JANUARY 1 AND ON OR BEFORE JULY 1 OF EACH YEAR

CORPORATION
ANNUAL REPORT



FLORIDA DEPARTMENT OF STATE
General Limestone
DIVISION OF CORPORATIONS

1980

DO NOT WRITE IN THIS SPACE

READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE MAKING ENTRIES
PLEASE STAPLE CHECK TO ANNUAL REPORT

1. Name and address of corporation as follows:

UNIVERSITY OF MIAMI
C/O CHARLES M. CAPPS
P.O. BOX 248042
CORAL GABLES
FLORIDA 3312

2. Enter Change of Address of Corporation (Print and
Office P.O. Box Number Alone is NOT Sufficient)
Same Address: UNIVERSITY OF MIAMI

C/O CHARLES M. CAPPS

P.O. Box No.

P.O. BOX 248042

City

CORAL GABLES

State
FLORIDA

Zip Code
3312

3. If the corporation is not a corporation, please enter the name of the person or persons who own or control the corporation.

4. If the corporation is not a corporation, please enter the name of the person or persons who own or control the corporation.

NAME AND ADDRESS OF EACH STOCKHOLDER	NAME AND ADDRESS OF EACH STOCKHOLDER
STAFF	MIAMI, FL.
LIEBERMAN, DAVID A.	1901 NORTH 17TH STREET HOLLYWOOD, FLORIDA
XXXXXXXXXXXXXXXXXXXX	XXXXXXXXXXXXXXXXXXXX
CH	MIAMI, FL.
CH	MIAMI, FL.
CH	MIAMI, FL.
CH	MIAMI, FL.

5. Registered Agent Information

Name
Address
City
State
Zip

To change the Registered Agent and/or
Registered Office a separate statement
signed by the new Registered Agent and
executed by the President or Vice Pres-
ident of the corporation must be filed with
a fee of \$3.

6. See signature restrictions under instructions on reverse side of this form.

7. I hereby certify that I am an officer or a free corporation, the President or Trustee Empowered to Execute This Report as Required by Chapter
501 F.S. I further certify that I understand My Signature On This Report Shall Have the Same Legal Effect As If Made Under Oath.

Signature of Reporting Officer
Charles M. Capps

Title
Secretary of the University

Long-Term Number
284 4025

Date
3/5/80

CW 1054
LP 4.17.80

MERSHON, SAWYER, JOHNSTON, DUNWODY & COLE

1600 SOUTHEAST FIRST NATIONAL BANK BUILDING

MIAMI, FLORIDA 33131

305.354.4100

CABLE MERCOLE TELETYPE 515703

TELECOMMUNICATIONS 354-8248

702242

February 13, 1981

RECEIVED
DEPT. OF STATE
REVENUE
000596 FEB 17 81

State of Florida
Secretary of State
Division of Corporations
The Capitol
Tallahassee, Florida 32304

Gentlemen:

We have enclosed for filing a Certificate of the President and Secretary of University of Miami, a not for profit corporation re-incorporated pursuant to Florida Statutes Section 617.012, amending the charter of the corporation. We have also enclosed our check in the amount of \$15.00 to cover the cost of filing the Certificate.

Please provide us with a certified copy of the Certificate. We have enclosed a copy thereof and a second check in the amount of \$15.00 for this purpose.

We appreciate your assistance.

Cordially,

MERSHON, SAWYER, JOHNSTON,
DUNWODY & COLE, a partnership
including professional associations

By:

Darryl B. Deaktor

PREVIOUS FEE	
C. TAX	
FILING	35
D. COPY	
S. A. FEE	
P. COPY	
STAMP	
TOTAL	30.00
BALANCE DUE	
RECEIVED	

DBD/rq
Enc.

REVENUE
000597 FEB 17 81
DEPT. OF STATE
RECEIVED

25

FILED

FEB 19 1 20 PM '81

ALLIANCE STATE
ALLIANCE STATE

CERTIFICATE OF PRESIDENT AND SECRETARY
OF
UNIVERSITY OF MIAMI

The undersigned President and Secretary of University of Miami, a Florida corporation not for profit which was re-incorporated pursuant to Florida Statutes Section 617.012, hereby certify that at a meeting of the Board of Trustees of the corporation duly called and held on January 23, 1981, the following resolution was adopted:

RESOLVED, that Section A of Article VII of the amended charter of the corporation be and it hereby is amended to add at the end thereof the following sentence:

"The prohibition against alumni trustees being eligible for election as alumni trustees, or as regular trustees, within a period of one (1) year after their service as alumni trustees shall not apply in any election to fill a vacancy on the Board of Trustees created by the death or resignation of a regularly elected trustee."

WHEREFORE, the undersigned have caused the name of said corporation to be subscribed and have hereunto affixed

the seal of said corporation upon this 10th day of
February, 1981.

UNIVERSITY OF MIAMI

By: Henry King Stanford
Henry King Stanford, President

(CORPORATE SEAL)

Charles M. Capps
Charles M. Capps, Secretary

STATE OF FLORIDA)
COUNTY OF DADE 1

I HEREBY CERTIFY that on this 10th day of February, 1981, before me, the undersigned authority, personally appeared HENRY KING STANFORD and CHARLES M. CAPPS, to me known to be the persons who executed the foregoing certificate as President and Secretary, respectively, of University of Miami, a Florida corporation not for profit, and each severally acknowledged the execution of such instrument as such officers, for and on behalf of and as the act and deed of said corporation, for the uses and purposes therein expressed, pursuant to authority lawfully conferred upon them by said corporation; and that the seal affixed thereto is the true and genuine corporate seal of said corporation and was affixed thereto by the said Secretary, being the proper custodian thereof, and pursuant to the authority lawfully conferred upon him.

WITNESS my hand and official seal at Coral Gables, said County and State the date aforesaid.


Notary Public
State of Florida at Large

My commission expires:

FILED

FEB 13 1 30 PM '91

CLERK OF DISTRICT COURT
MAY 11 1991

CERTIFICATE OF PRESIDENT AND SECRETARY
OF
UNIVERSITY OF MIAMI

The undersigned President and Secretary of University of Miami, a Florida corporation not for profit which was re-incorporated pursuant to Florida Statutes Section 617.012, hereby certify that at a meeting of the Board of Trustees of the corporation duly called and held on January 22, 1991 the following resolution was adopted:

RESOLVED, that Section A of Article VII of the amended charter of the corporation be and it hereby is amended to add at the end thereof the following sentence:

"The prohibition against alumni trustees being eligible for election as alumni trustees, or as regular trustees, within a period of one (1) year after they receive an alumni trusteeship shall not apply in any election to fill a vacancy on the Board of Trustees created by the death or resignation of a regularly elected trustee."

Witness my hand and the seal of the corporation this 22nd day of January, 1991, at Miami, Florida.

the seal of said corporation upon this 10th day of
February, 1981.

UNIVERSITY OF MIAMI

By: Henry King Stanford
Henry King Stanford, President

(CORPORATE SEAL)

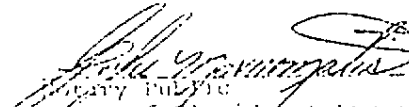
Charles H. Capps
Charles H. Capps, Secretary

STATE OF FLORIDA)

COUNTY OF DADE)

I HEREBY CERTIFY that on this 10th day of February, 1981, before me, the undersigned authority, personally appeared HENRY KING STANFORD and CHARLES M. CAPPS, to me known to be the persons who executed the foregoing certificate as President and Secretary, respectively, of University of Miami, a Florida corporation not for profit, and each severally acknowledged the execution of such instrument as such officers, for and on behalf of and as the act and deed of said corporation, for the uses and purposes therein expressed, pursuant to authority lawfully conferred upon them by said corporation; and that the seal affixed thereto is the true and genuine corporate seal of said corporation and was affixed thereunto by the said Secretary, being the proper custodian thereof, and pursuant to the authority lawfully conferred upon him.

WITNESS my hand and official seal at Coral Gables, said County and State the date aforesaid.


Henry Polyc
State of Florida at Large

My commission expires:
1981
Notary Public for the State of Florida

DUE DATE ON OR AFTER JANUARY 1 AND ON OR BEFORE JULY 1 OF EACH YEAR

CORPORATION: ANNUAL REPORT 1981 THIS REPORT MUST BE ACCOMPANIED BY A \$10 FEE	FLORIDA DEPARTMENT OF STATE George F. Lusk Secretary of State DIVISION OF CORPORATIONS	DO NOT WRITE IN THIS SPACE FILED JUL 2 3 31 PM '81

◀ READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE MAKING ENTRIES ▶
 PLEASE STAPLE CHECK TO ANNUAL REPORT

1. Name and Address of Corporation Principal Office 702242 UNIVERSITY OF MIAMI C/O CHARLES M. CAPPS P.O. BOX 248007 SAN AMARO CORAL GABLES, FL 33124	2. Enter Change of Address of Corporation Principal Office. P.O. Box Number Alone is Not Sufficient. Street Address _____ P.O. Box No. _____ City _____ State _____ Zip Code _____
3. Date Incorporated or Date to Do Business in Florida: 9/27/1961	4. Federal Employer Identification Number: 52-0624458
5. Date of Last Report: 1980	

Names of Officers and Directors	Title	Street Address of Each Officer and Director (Do NOT Use Post Office Box Numbers)	City and State
STANFORD, HENRY KING	P	8565 OLD COTLER RD.	MIAMI, FL
LIEBERMAN, DAVID A.	V	4901 N. 37th ST.	HOLLYWOOD, FL
CAPPS, CHARLES M.	S	7850 CAMINO REAL #403	MIAMI, FL
ASHMAN, STEPHEN N.	T	7340 S.W. 82ND ST.	MIAMI, FL
McLamore, James W.	D	7100 N. Kendall Drive, Suite 211	MIAMI, FL
Cobb, Charles E., Jr.	C	One Biscayne Tower	MIAMI, FL

(SEE ATTACHED LIST OF DIRECTORS)

Registered Agent Information Name: _____ Address: _____ City, State and Zip Code: MIAMI, FL 33131		To change the Registered Agent and/or Registered Office, a separate statement signed by the new Registered Agent and executed by the President or Vice President of the corporation must be filed with a fee of \$3.
See signature restrictions under instructions on reverse side of this form. I Certify That I Am An Officer of the Corporation, the Receiver or Trustee Empowered to Execute This Report as Required by Chapter 607 F.S. I Further Certify That I Understand My Signature On This Report Shall Have the Same Legal Effects As if Made Under Oath.		
Name of Signing Officer: Stephen N. Ashman Signature: <i>Stephen N. Ashman</i>	Title: Treasurer of the University of Miami Telephone (Area Code) Number: (305) 284-6297	Date: July 2, 1981

DO NOT WRITE IN THIS SPACE

702242

Mershen Sawyer Co.

100 SE. Oak Blvd

Miami

305 355 5100

Account by S. L. Hume

Phone 33131

777

702242

1177C
7/2/87

OK
MR
WNT

CAS 5.00

81 10.00

15.00

BOARD OF TRUSTEES, UNIVERSITY OF MIAMI, CORAL GABLES, FLORIDA 33124

JAMES W. McLAMORE, Chairman
CHARLES E. COBB, JR., Vice Chairman

REGULAR MEMBERS

WILLIAM H. ALLEN, JR.
Vice Chairman & Executive Vice President
General Banking Division
Southeast First National Bank of Miami
Post Office Box 612500
Miami, Florida 33101
Telephone # 577-3749

STANLEY H. ARKIN
Vice President
Arkin Construction Company
1827 Purdy Avenue
Miami Beach, Florida 33139
Telephone # 538-8721

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The Bared & Company, Inc.
Post Office Box 524002
Miami, Florida 33152
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LESLIE O. BARNES
Chairman of the Board and Chief
Executive Officer
Ryder System, Inc.
3600 Northwest 82nd Avenue
Miami, Florida 33166
Telephone # 593-3640

FRED BERENS
Vice President
Hache Halsey Stuart Shields, Incorporated
One Biscayne Tower
Miami, Florida 33131
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JAMES S. BILLINGS
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Billings & Eitel Associates, Inc.
200 Southeast First Street, Suite #1100
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DAVID BLUMBERG
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Planned Development Corporation
1440 Brickell Avenue
Miami, Florida 33131
Telephone # 358-4100

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Gulf & Western Food Products
Company
Post Office Drawer GW
West Palm Beach, Florida 33402
Telephone # 1-684-3939

ROY J. CARVER
Chairman
Bandag, Incorporated
25 Palm Bay Tower
One Palm Bay Court
Miami, Florida 33135
Telephone # 758-4401

PATRICK J. CESARANO
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Southern Underwriters, Inc.
(201 Alhambra Circle)
Post Office Box 340730
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Telephone # 442-7028

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Arvida Corporation
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Miami, Florida 33131
Telephone # 358-3300

LON WORTH CROW, JR.
151 Majorca Avenue, Suite A
Coral Gables, Florida 33134
Telephone # 443-1506

EFFECTIVE JANUARY 1, 1981

Page 2--Board of Trustees, University of Miami, Coral Gables, Florida

MAXWELL DAUER
President
Florida Medical Center
5000 West Oakland Park Boulevard
Fort Lauderdale, Florida 33313
Telephone # 940-6545

JEAN McARTHUR DAVIS
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McArthur Dairy, Inc.
6851 Northeast Second Avenue
Miami, Florida 33138
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MORTON EHRLICH
Senior Vice President Planning
Eastern Airlines, Incorporated
Miami International Airport, Bldg. #16
Miami, Florida 33148
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RICHARD A. ELIAS
Physician
Drs. Nichol, Phillips, Elias, Sayfie
& Worthington, P.A.
559 Brickell Avenue, Suite 610
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ALFONSO FANULL, JR.
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Flo-Sun Land Corporation
115 Royal Poinciana Plaza
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Mayor of Miami
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200 Southeast First Street
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1500 Monza Avenue, Suite #300
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EMIL J. GOULD
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Housing Engineers of Florida, Inc.
35 Northeast 40th Street
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MELVIN N. GREENBERG
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Greenberg, Traurig, Hoffman, Lipoff,
Quentel & Wolff
1401 Brickell Avenue
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2600 Barentania Circle
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J. STEPHEN HUDSON
Chairman and Chief Executive Officer
Flagship National Bank of Miami
777 Brickell Avenue
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Telephone # 579-7409

GEORGE W. JENKINS
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Publix Super Markets, Incorporated
Post Office Box 407
Lakeland, Florida 33802
Telephone # (813)-686-1188

Page 3--Board of Trustees, University of Miami, Coral Gables, Florida

THOMAS N. KEARNS
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Meekins, Inc.
3500 Pembroke Road
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Telephone # 983-5100

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Publisher
The Miami News
Post Office Box 615
Miami, Florida 33152
Telephone # 350-2207

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Vice Chairman and Treasurer
Peninsula Federal Savings & Loan
Association
200 Southeast First Street, Suite #1005
Miami, Florida 33131
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ELLEN W. McDONNELL
Executive Vice President, Biscayne
Kennel Club, President, Biscayne
Foundation, President, Hippodrome
Company
817 Dade Federal Building
101 East Flagler Street
Miami, Florida 33136
Telephone # 371 6028

RICHARD W. McFEN
Chairman of the Board
Burdines Florida
Post Office Box 2350
Miami, Florida 33101
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SARA HOPKINS McKILLIPS
Eight LaGorce Circle
LaGorce Island
Miami Beach, Florida 33141
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7100 North Kendall Drive, Suite 211
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One Herald Plaza
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President
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396 Alhambra Circle, 7th Floor
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& Kubit
150 Southeast Second Avenue
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1350 West 29th Street
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Telephone # 532-3351

Page 4--Board of Trustees, University of Miami, Coral Gables, Florida

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Officer
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1177 Kane Concourse
Miami Beach, Florida 33154
Telephone # 355-0111

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Pan American Land Development Corp.
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Miami, Florida 33145
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NILS Y. WESSELL
Summer Season Address:
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Maine 04017
Telephone # (207)-846-4265
Winter Season Address:
Sunset South #6C
Middle Gulf Drive
Sanibel, Florida 33957
Telephone # (813)-472-4220

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Vice President
General Business Group/International
IBM Corporation
44 South Broadway, 8th Floor
White Plains, New York 10601
Telephone # (914)-685-4860

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President
University of Miami
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Vice President, Southern Division
Florida Power & Light Company
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M. P. "MICKEY" DEMOS
Physician
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Allsworth, Eoumar, Schuler, Padula
& Laystrom
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SECRETARY TO THE BOARD OF TRUSTEES

CHARLES M. CAPPS
Secretary of the University
University of Miami
Post Office Box 248042
Coral Gables, Florida 33124
Telephone # 284-4025

EMERITI MEMBERS:

LEONARD L. ABESS
Director and Vice Chairman of the Board
City National Bank of Hallandale
1995 E. Hallandale Beach Boulevard
Hallandale, Florida 33009
Telephone # 345-7227 or 949-7161

HARRY HOOD BASSETT
Chairman of the Board
Southeast Banking Corporation
Post Office Box 912500
Miami, Florida 33101
Telephone # 577-1011

GARDNER COWLES
Honorary Chairman of the Board
Cowles Communications, Incorporated
630 Fifth Avenue, Suite #1612
New York, New York 10020
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Miami, Florida 33129
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Chairman of the Board, Lowe Corporation
Chairman of the Board, Reynolds
Products, Incorporated
4111 Pinetree Drive
Miami Beach, Florida 33146
Mailing Address: July 1, Nov. 1
111 East 17th Street
New York, New York 10003
Telephone # 533-2209

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Chairman Emeritus & Editor Emeritus
National Geographic Society
5510 Grosvenor Lane
Bethesda, Maryland 20013
Winter Season Address:
3995 Douglas Road
Coconut Grove, Florida 33133

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Chairman, The Hoover Foundation
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Telephone # 864-0865

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Editor Emeritus
The Miami Herald
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Telephone # 350-2511

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(Senior Vice President & Director, Retired)
Pan American World Airways
Post Office Box 343800
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Telephone # 446-7226

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140 Alhambra Circle
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Jartan, Incorporated
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JOSEPH WEINTRAUB
Chairman of the Board
Pan American Bancshares, Incorporated
150 Southeast Third Avenue
Miami, Florida 33131
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IONE T. STALEY
Surf House
8995 Collins Avenue
Miami Beach, Florida 33154
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EDWARD F. SWENSON, JR.
President
Edward F. Swenson & Company
Southeast First National Bank Building
Suite #1711
Miami, Florida 33131
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GEORGE E. WHITTEN
5660 Collins Avenue, Apt. #9E
Miami Beach, Florida 33140
Telephone # 866-1959

WILLIAM H. WALKER, JR.
Attorney-at-Law
Blackwell, Walker, Gray, Powers
Flick & Hochl
Chairman of the Board
First Federal Savings & Loan Association
One Southeast Third Avenue
Miami, Florida 33131
Telephone # 352-8680

.....

DUE DATE ON OR AFTER JANUARY 1 AND ON OR BEFORE JULY 1 OF EACH YEAR

CORPORATION
ANNUAL REPORT

1981

READ NOTICE AND INSTRUCTIONS ON OTHER SIDE BEFORE MAKING ENTRIES
PLEASE STAPLE CHECK TO ANNUAL REPORT

722242
UNIVERSITY OF MIAMI
C/O CHARLES M. CAPPS
P.O. BOX 245007 SAN AMARCO
CORAL GABLES, FL

73124

4/07/1981

59-0674452

1980

STANFORD, HENRY KING	JP	5555 OLD CHILDRS RD.	MIAMI FL.
LEIBERMAN, DAVID A.	V	4801 N. 17TH ST.	HOLLYWOOD, FL
CAPPS, CHARLES M.	JS	7850 CAMINO REAL #403	MIAMI, FL
ASHMAN, STEPHEN H.	T	7140 S.W. 82ND ST.	MIAMI FL.
McLamore, James W.	G	7100 N. Kendall Drive, Suite 211	MIAMI, FL
Colb, Charles E., Jr.	C	One Biscayne Tower	MIAMI, FL

(SEE ATTACHED LIST OF DIRECTORS)

Registered Agent for

COLF, ROBERT
1630 FIRST NATIONAL BANK BLDG
MIAMI, FL

73131

CHARLES M. CAPPS

Secretary of the University

(305) 284-4025

February 19, 1981

BOARD OF TRUSTEES, UNIVERSITY OF MIAMI, CORAL GABLES, FLORIDA 33124

JAMES W. McLAMORE, Chairman
CHARLES E. COBB, JR., Vice Chairman
NEIL SCHIFF, Vice Chairman

ELECTED MEMBERS

LAWRENCE H. ADAMS
Vice President, Southern Division
Florida Power & Light Company
Post Office Box 529311
Miami, Florida 33152
Telephone # 412-5100

WILLIAM H. ALLEN, JR.
Chairman & President
Farr American Bank, N.A.
Post Office Box 910831
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Telephone # 577-5704

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& Laystrom
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Fort Lauderdale, Florida 33316
Telephone # 935-1172

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Arkin Construction Company
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Miami Beach, Florida 33409
Telephone # 413-3121

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President
The Barell & Company, Inc.
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LESLIE O. BARNES
Chairman of the Board and Chief
Executive Officer
Hyder System, Inc.
3600 Northwest 34th Avenue
Miami, Florida 33166
Telephone # 794-9119

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Vice President
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Miami, Florida 33131
Telephone # 674-5719

JAMES S. BILLINGS
Chairman
Billings & Etzel Associates, Inc.
200 Southeast First Street, Suite 1100
Miami, Florida 33131
Telephone # 358-5121

DAVID BLEMBERG
President
Planned Development Corporation
1440 Brickell Avenue
Miami, Florida 33171
Telephone # 358-4100

PATRICK J. CESARANO
President
Southern Underwriters, Inc.
Post Office Box 340730
Coral Gables, Florida 33134
Telephone # 462-7028

CHARLES E. COBB, JR.
Chairman and Chief Executive Officer
Arvida Corporation
One Biscayne Tower, 20th Floor
Miami, Florida 33131
Telephone # 358-3100

LON NORTH CROW, JR.
489 Arvida Parkway
Coral Gables, Florida 33156
Telephone # 666-6804

EFFECTIVE JUNE 1, 1991

GEORGE W. JENKINS
Chairman, Executive Committee
Publix Super Markets, Inc.
Post Office Box 407
Lakeland, Florida 33802
Telephone # (813)-586-1166

THOMAS N. KEARNS
President
Meekins, Inc.
3500 Pembroke Road
Hollywood, Florida 33021
Telephone # 983-5100

DAVID KRASLOW
Publisher
The Miami News
Post Office Box 615
Miami, Florida 33152
Telephone # 350-2297

DONALD V. MARIOTTO
President
Mariotto & Sons, Inc.
4573 Ponce de Leon Boulevard
Coral Gables, Florida 33146
Telephone # 661-8556

W. SLOAN McCREA
Vice Chairman and Treasurer
Peninsula Federal Savings & Loan
Association
200 Southeast First Street, Suite #1005
Miami, Florida 33131
Telephone # 377-6951

ELLEN W. McDONNELL
Executive Vice President, Biscayne
Kennel Club, President, Biscayne
Foundation, President, Hippodrome
Company
843 Brickell Avenue, Suite #1100
Miami, Florida 33131
Telephone # 374-6026

RICHARD W. McEWEN
Chairman of the Board
Burdines Florida
Post Office Box 2350
Miami, Florida 33101
Telephone # 577-2391

JAMES W. McLAMORE
Investor
7100 North Kendall Drive, Suite #211
Miami, Florida 33156
Telephone # 667-1044

JOHN E. McMULLAN
Executive Editor
The Miami Herald
One Herald Plaza
Miami, Florida 33101
Telephone # 350-2593

HANK MEYER
President
Hank Meyer Associates, Inc.
2990 Biscayne Boulevard
Miami, Florida 33137
Telephone # 576-5700

BILLY L. MILLER
President
First Florida Building Corporation
5900 Southwest 73rd Street
Miami, Florida 33143
Telephone # 665-1146

ARCHIE L. MONROE
President
Esso Inter-America, Inc.
396 Alhambra Circle, 7th Floor
Coral Gables, Florida 33134
Telephone # 441-6204

STUART W. PATTON
Attorney-at-Law
Patton, Kanner, Segal, Zeller, King,
& Kubit
150 Southeast Second Avenue
Miami, Florida 33131
Telephone # 373-5161

EDDIE T. PEARSON
Executive Director, Vocational & Adult
Education
Dade County Public Schools
1150 Northeast Second Avenue
Miami, Florida 33132
Telephone # 359-3111

RICHARD S. PLUMER
President
Richard Plumer Interior Design
155 Northeast 16th Street
Miami, Florida 33137
Telephone # 571-5533

WILLIE C. ROBINSON
President
Florida Memorial College
15800 Northwest 12nd Avenue
Opa Locka, Florida 33064
Telephone # 825-1141 ext. #100

BLANKA A. ROSENSTEIN
1350 West 29th Street
Miami Beach, Florida 33140
Telephone # 342-3150

FRANCIS P. ROSENFIELD
Owner
1100 Ponce de Leon Boulevard
Coral Gables, Florida 33131
Telephone # 441-0999

JOEL SCHIFF
President
Schiff Construction Company
9515 North Kendall Drive
Miami, Florida 33156
Telephone # 344-5000

MARILYN SEGAL
Professor
Nova University
3301 College Avenue
Fort Lauderdale, Florida 33314
Telephone # 1-475-7558

DON SHOEMAKER
Senior Editor
The Miami Herald
One Herald Plaza
Miami, Florida 33101
Telephone # 356-2515

FRANK SMATHERS, JR.
11511 Southwest 57th Avenue
Miami, Florida 33156
Telephone # 665-1131

PETER STORER
Vice Chairman and Chief Executive
Officer
Storer Broadcasting Company
1177 Kane Concourse
Miami Beach, Florida 33154
Telephone # 866-0211

ALBERTO VADIA
President
Pan American Land Development Corp.
2200 Coral Way
Miami, Florida 33145
Telephone # 354-7221

MICHAEL WEINTRAUB
Vice President & Chief Executive Officer
Pan American Bancshares
150 Southeast Third Avenue 15th Floor
Miami, Florida 33131
Telephone # 577-5425

NILS Y. WESSELL

Summer Season Address:
Chebeague Island
Maine 04017
Telephone # (207)-846-4205
Winter Season Address:
Sunset South #6C
Middle Gulf Drive
Sanibel, Florida 33957
Telephone # (813)-472-4220

GORDON R. WILLIAMSON

Vice President
General Business Group/International
IBM Corporation
44 South Broadway, 8th Floor
White Plains, New York 10601
Telephone # (914)-686-4860

GEORGE S. WISE

President
George S. Wise & Company
999 South Bayshore Drive, Suite #1202
Miami, Florida 33131
Telephone # 358-3166

EX OFFICIO MEMBERS

HENRY KING STANFORD

President
University of Miami
Post Office Box 248006
Coral Gables, Florida 33124
Telephone # 264-5155

GEORGE E. WILLIAMSON, II

President, Citizens Board
George Williamson Cadillac Company
7250 North Kendall Drive
Miami, Florida 33156
Telephone # 666-1501

ROBERT PAUL

Immediate Past President, Citizens Board
Attorney-at-Law
Paul, Landy, Bailey & Harper
200 Southeast First Street, Penthouse
Miami, Florida 33131
Telephone # 356-9300

ARTHUR HERTZ

Immediate Past President, Alumni
Association

Executive Vice President:

Wometco Enterprises
Post Office Box 2440
Miami, Florida 33101
Telephone # 374-6261

THOMAS R. SPENCER, JR.

President, Alumni Association
Partner
Myers, Kaplan, Levinson, Kent &
Richards
1420 Brickell Avenue
Miami, Florida 33131
Telephone # 371-9041

AUDREY FINKELSTEIN

President Elect, Alumni Association
815 Catalonia Avenue
Coral Gables, Florida 33134
Telephone # 443-5433

SECRETARY TO THE BOARD OF TRUSTEES

CHARLES M. CAPPS

Secretary of the University
University of Miami
Post Office Box 248042
Coral Gables, Florida 33124
Telephone # 264-4025

ELECTED ALUMNI REPRESENTATIVES

EMERITI MEMBERS:

LEONARD L. ABESS

Director and Vice Chairman of the Board
City National Bank of Hallandale
1995 E. Hallandale Beach Boulevard
Hallandale, Florida 33009
Telephone # 945-7127 or 949-2161

HARRY ROOD BASSETT

Chairman of the Board
Southeast Banking Corporation
Post Office Box 812503
Miami, Florida 33161
Telephone # 577-1011

GARDNER COWLES

Honorary Chairman of the Board
Cowles Communications, Incorporated
639 Fifth Avenue, Suite #1612
New York, New York 10020
Telephone # (212) 745-6162

JOSE A. DEPRE

1201E Ponce de Leon
Coral Gables, Florida 33134

ROBERT Z. GPELLE

Chairman of the Board, Rowe Corporation,
Chairman of the Board, Reynolds
Products, Incorporated
1411 Pinebrook Drive
Miami Beach, Florida 33140
Mail Stop Address: July 1-Nov. 1
71 East 17th Street
New York, New York 10003
Telephone # 404-2209

MPEVILLE B. GROSSMANN

Chairman Emeritus & Editor Emeritus
National Geographic Society
1110 Grosvenor Lane
Boulder, Maryland 20010
Winter Season Address:
1995 Tropical Road
Gainesville, Florida 32601

LOUIS J. HECTOR

Attorney-at-Law
Steel, Hector & Davis
Southeast First National Bank Building
Miami, Florida 33131
Telephone # 577-2867

HERBERT W. HOOVER, JR.

Director, The Hoover Company;
Chairman, The Hoover Foundation
70 Park Drive, Suite #1
Bal Harbour, Florida 33154
Telephone # 864-8865

JOHN S. KNIGLER

Editor Emeritus
The Miami Herald
One Herald Plaza
Miami, Florida 33101
Telephone #350-2511

WILBUR L. MORRISON

(Senior Vice President & Director, Retired)
Pan American World Airways
Post Office Box 312800
Coral Gables, Florida 33134
Telephone # 446-7226

WARREN W. QUELLIAN, SR.

Physician
110 Alhambra Circle
Coral Gables, Florida 33134
Telephone # 446-2546

JAMES A. RYDER

President
Jartran, Incorporated
Post Office Box 343799
Coral Gables, Florida 33134
Telephone # 446-8788

EDWARD F. SWENSON, JR.
President
Edward F. Swenson & Company
Southeast First National Bank Building
Suite #1711
Miami, Florida 33131
Telephone # 377-3677

WILLIAM H. WALKER, JR.
Attorney-at-Law
Blackwell, Walker, Gray, Powers
Flick & Heehl
Chairman of the Board
First Federal Savings & Loan Association
One Southeast Third Avenue
Miami, Florida 33131
Telephone # 358-8880

JOSEPH WEINTRAUB
Chairman of the Board
Pan American Bancshares, Incorporated
150 Southeast Third Avenue
Miami, Florida 33131
Telephone # 577-5840

GEORGE E. WHITTEN
5660 Collins Avenue, Apt. #9E
Miami Beach, Florida 33140
Telephone # 866-1959

1982

Read Notice and Instructions on Other Side Before Making Entries
Filing Fee of \$10 Required -- Make Checks Payable To: Secretary of State

702242
UNIVERSITY OF MIAMI
C/O CHARLES M. CAPPS
P.O. BOX 248007 SAN AMARO
CORAL GABLES, FL

33124

San Amaro Drive

P.O. Box 248042

Coral Gables,

FLORIDA

33124

04/07/1981

59-0624454

07/02/1981

FOOT, EDWARD T. II
LIEBERMAN, DAVID A.
CAPPS, CHARLES M.
COOK, DEANE M.
MCCLAMORE, JAMES W.
COBB, CHARLES E., JR.
SCHIFF, IRVING

P
V
S
T
G
D
D

8565 OLD CUTLER RD.
4901 N. 37TH ST.
7850 CAMINO REAL #403
19520 SW 13th Avenue
7100 N. KENDALL DR. #211
ONE BISCAYNE TOWER
9955 North Kendall Drive

MIAMI FL.
HOLLYWOOD, FL
MIAMI, FL
MIAMI FL.
MIAMI, FL
MIAMI, FL
MIAMI, FL
Miami, FL

Registered Agent Information

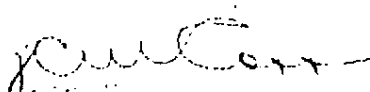
COLE, ROBERT B

1500 FIRST NATIONAL BANK BLDG

MIAMI, FL

33131

\$1.00 additional fee required for Registered Agent changes


CHARLES M. CAPPS

Secretary of the University

305/284-4025

DUE DATE ON OR AFTER JANUARY 1 AND ON OR BEFORE JULY 1 OF EACH YEAR

1983

Read Notice and Instructions on Other Side Before Making Entries
Filing Fee of \$10 Required — Make Checks Payable To: Secretary of State

702242
UNIVERSITY OF MIAMI
SAN AMARO DRIVE
PO BOX 248242
CORAL GABLES, FL

33124

04/07/1981

SP-2624453

02/31/1982

COOK, DIANE M	T	10520 SW 124 STREET	MIAMI, FL	0000
CORR, CHARLES E JR	D	ONE BISCAYNE TOWER	MIAMI, FL	0000
MCLAMORE, JAMES W	D	7100 N KENDALL DR #211	MIAMI, FL	0000
CAPPS, CHARLES W	S	7250 CAMINO REAL #402	MIAMI, FL	0000
SCHIFF, NEIL	D	7555 N KENDALL DRIVE	MIAMI, FL	0000
FOOTE, EDWARD T II	P	2565 OLD CUTLER RD	MIAMI, FL	0000
Cobb, Charles F., Jr.	D	9400 S. Dadeland Blvd.	Miami, FL.	0000
Dee, Paul T.	S	6260 SW 144th Street	Miami, FL	0000
Don, [unclear]	S	[unclear]	[unclear]	

Registered Agent Information

COLE, ROBERT B

1450 FIRST NATIONAL BANK BLDG

MIAMI, FL

11131

\$100 additional fee required for Registered Agent changes

Dorothy M. Ball

Assistant Secretary of
the University

204 1025



University of Miami
Coral Gables, Florida 33124

OFFICE OF THE SECRETARY
P.O. Box 248042 305-284-4025

April 19, 1983

702242
5/19 PR

Secretary of State
Corporate Division
The Capitol
Tallahassee, Florida 32304

Re: University of Miami

Dear Sir or Madam:

I am enclosing herewith an original and one copy of the Articles of Amendment of Charter and By-laws for the above-named not-for-profit corporation. In addition, a check in the sum of \$30.00 is enclosed which represents the following fees:

Filing Fee	\$15.00
Certified copy	15.00
Total	<u>\$30.00</u>

Please file the original of the enclosed Articles of Amendment of Charter and By-laws and return a certified copy to the undersigned.

Your prompt attention to this matter would be appreciated.

Cordially,

Paul T. Dee

Paul T. Dee
General Counsel

Amend

Name	Availability
Document	Examiner
By-Laws	By-Laws
By-Laws	By-Laws
By-Laws	By-Laws
By-Laws	By-Laws
By-Laws	By-Laws
By-Laws	By-Laws
By-Laws	By-Laws
By-Laws	By-Laws

MAY 17 1983

C. TAX	
FILING	15
R. ASSET	
C. COPY	15
TOTAL	30.00
N. BANK	
BALANCE DUE	
REFOUND	
PHOTO COPY	

overpayment of
Certified Copy \$10.00



University of Miami
Coral Gables, Florida 33124

OFFICE OF THE SECRETARY
P.O. Box 248042 305-284-4025

May 10, 1983

Doris McDuffie
Document Examiner
Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32301

Re: UNIVERSITY OF MIAMI
Charter No. 702342

Dear Ms. McDuffie:

Per your instructions in your April 29, 1983 letter to this office, I am enclosing corrected Articles of Amendment of Charter. The amount of \$30.00 for filing fee and certified copy has been retained by your office.

Thank you kindly for your cooperation in this matter.

Very truly yours,

Paul F. Dee
Secretary of the University

PTD:ckv
Enclosure



FLORIDA DEPARTMENT OF STATE
George Firestone
Secretary of State

D.W. McKinnon, Director
Division of Corporations
904/488-9636

Mrs. Nettie Sims, Chief
Bureau of Corporate Records
904/488-9353

April 29, 1983

UNIVERSITY OF MIAMI
Office of the Secretary
P. O. Box 248042
Coral Gables, Florida 33124

Attn: Mr. Paul T. Dee

SUBJECT: UNIVERSITY OF MIAMI
Charter No. 702242

Dear Sir:

We have received your document for the above corporation and your check(s) totaling \$30.00. However, the document has not been filed and is being returned for the following:

By-laws are not filed with this office. Please retain for your records.

Per our telephone conversation, you are sending a corrected amendment to the Articles of Incorporation.

If you have any further questions concerning the filing of your document, please call (904)488-9020, the Domestic Charter Section.

Sincerely,

Doris McDuffie
Document Examiner
Division of Corporate Records

/dmc

FILED

MAR 13 2 16 PM '83

CLERK OF DISTRICT COURT
MIAMI, FLORIDA

ARTICLES OF AMENDMENT
OF CHARTER

University of Miami, a not-for-profit corporation organized under the laws of Florida, under its corporate seal and the hands of its President, Edward T. Foote II, and Secretary, Paul T. Dee, hereby certifies that:

I

The Board of Trustees of the University of Miami at a regularly scheduled meeting held on October 20, 1982, resolved that the Charter of the University of Miami be amended in part to read as follows:

ARTICLE VII - Trustees

Section B. Classes of Trustees

The members of the Board of Trustees shall at all times be divided into three classes numerically equal, as nearly as possible. The names and addresses of the members of the present Board of Trustees are as follows:

<u>Terms Expire</u>	<u>Date Elected</u>
<u>Annual Election 1983</u>	
Lawrence H. Adams Post Office Box 529311 Miami, Florida 33152	March 26, 1980
Emerson Allsworth 1177 Southeast Third Avenue Fort Lauderdale, Florida 33316	March 8, 1978
Jose P. Bared Post Office Box 529602 Miami, Florida 33152	February 11, 1977
Patrick J. Cosarano Post Office Box 340730 Coral Gables, Florida 33134	January 24, 1969

Victor E. Clarke 247 Greco Avenue Coral Gables, Florida 33134	May 26, 1982
Charles E. Cobb, Jr. 9400 South Dadeland Boulevard Miami, Florida 33156	March 5, 1975
Lon North Crow, Jr. 480 Arvida Parkway Coral Gables, Florida	January 23, 1970
Jean McArthur Davis 6851 Northeast Second Avenue Miami, Florida 33138	March 5, 1975
M. P. Demos, M.D. 1531 San Remo Avenue Coral Gables, Florida 33146	March 26, 1980
Richard A. Elias, M.D. 550 Brickell Avenue, Suite 610 Miami, Florida 33131	March 28, 1979
Alfonso Fajul, Jr. 316 Royal Poinciana Plaza Palm Beach, Florida 33480	March 8, 1978
R. Burr Gauthier, Jr. 200 Southeast First Street Miami, Florida 33131	January 30, 1962
R. Ray Goode 1500 Monza Avenue, Suite 300 Coral Gables, Florida 33146	May 26, 1976
Melvin N. Greenberg 1501 Brickell Avenue Miami, Florida 33131	October 8, 1976
George W. Jenkins Post Office Box 107 Lakeland, Florida 33862	January 24, 1969
Thomas N. Kearns 3560 Pembroke Road Hollywood, Florida 33021	March 5, 1975
W. Shaun McGee 200 Southeast First Street Suite 1005 Miami, Florida 33131	January 26, 1968

Ellen W. McDonnell 848 Brickell Avenue, Suite 1100 Miami, Florida 33131	February 27, 1974
Richard W. McEwen Post Office Box 2350 Miami, Florida 33101	February 25, 1977
Billy E. Miller 5900 Southwest 73rd Street Miami, Florida 33143	March 5, 1975
Archie Monroe 396 Alhambra Circle, 7th Floor Coral Gables, Florida 33134	March 28, 1979
Kenneth M. Myers 1428 Brickell Avenue, Suite 700 Miami, Florida 33131	May 26, 1982
Stuart W. Patton 150 Southeast Second Avenue Miami, Florida 33131	January 30, 1962
Eddie T. Pearson 1450 Northeast Second Avenue #210 Miami, Florida 33132	March 25, 1981
Don Shoemaker One Herald Plaza Miami, Florida 33101	January 28, 1964
Frank Smathers, Jr. 11511 Southwest 57th Avenue Miami, Florida 33156	February 6, 1956
Peter Storer 1177 Kane Concourse Miami Beach, Florida 33154	February 25, 1977
Alberto Vadia 2300 Coral Way Miami, Florida 33145	March 26, 1980
George S. Wise 999 South Bayshore Drive Suite 1202 Miami, Florida 33131	March 25, 1981

<u>Terms Expire</u> <u>Annual Election 1984</u>	<u>Date Elected</u>
William H. Allen, Jr. Post Office Box 010831 Miami, Florida 33101	March 26, 1980
Stanley H. Arkin 1827 Purdy Avenue Miami Beach, Florida 33139	March 8, 1978
Leslie O. Barnes 3600 Northwest 32nd Avenue Miami, Florida 33166	March 26, 1980
Fred Berens One Biscayne Tower, Suite 1717 Miami, Florida 33131	February 11, 1976
David Blumberg 1440 Brickell Avenue Miami, Florida 33131	January 25, 1973
Stanley N. Glasgow 2901 Ponce de Leon Boulevard Coral Gables, Florida 33133	March 25, 1981
Emil J. Gould 35 Northeast 40th Street Miami, Florida 33137	March 8, 1978
J. Stephen Hudson 777 Brickell Avenue Miami, Florida 33131	March 28, 1979
David Kinslow Post Office Box 615 Miami, Florida 33152	March 8, 1978
James W. McLamore 7100 North Kendall Drive, Suite 211 Miami, Florida 33156	January 25, 1973
Hank Meyer 2990 Biscayne Boulevard Miami, Florida 33137	January 27, 1967
Richard B. Plumer 155 Northeast 40th Street Miami, Florida 33137	February 11, 1976

Neil Schiff
9955 North Kendall Drive
Miami, Florida 33176

February 27, 1974

Marilyn Segal
3301 College Avenue
Fort Lauderdale, Florida 33314

January 24, 1969

Nils Y. Wessell
Chebeague Island
Maine 04017

March 28, 1979

Terms Expire
Annual Election 1985

Date Elected

Thomas E. Lee, Jr.
50 South U.S. Highway
Jupiter, Florida 33458

March 24, 1982

Willie C. Robinson
15800 Northwest 42nd Avenue
Opa Locka, Florida 33054

March 25, 1981

Michael Weintraub
150 Southeast Third Avenue
Room 525
Miami, Florida 33131

March 25, 1981

As the terms of the trustees expire, the remaining trustees, at any annual, special or adjourned meeting, may fill the vacancies so created.

ARTICLE VIII - Meetings of the Board

Section A. Meetings

In addition to the annual meeting, there shall be a minimum of three regular meetings each year of the Board of Trustees on one of the University's campuses. The dates of these regular meetings shall be fixed, except under extraordinary circumstances, one year in advance. The annual meeting shall be held on a date and at such place as may be designated by the President of the University.

ARTICLE IX - Names of Managing Officers

The officers who are to manage the affairs of this corporation until their successors are elected and qualified are:

Edward T. Foote II, President
David A. Lieberman, Vice President for Business and Finance
Paul T. Dee, Secretary

Said officers as well as other vice presidents and deans, and other administrative officers who now manage the affairs of the University, are to continue in office until the first election or appointment under this amended charter.

ARTICLE XI - Amendments to Bylaws and Charter

Section B. Amendments

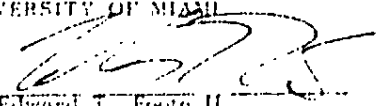
An amendment to this amended Charter may be proposed by any member of the Board of Trustees at any regular or special meeting of the Board, when a quorum is present, and may be adopted by the Board at such meeting or at any later meeting by a majority vote of the members present. When such amendment to the amended Charter has been filed with the Secretary of State and approved by him, the same shall thereafter be deemed to be an amendment to this amended Charter.

II

The Executive Session of the Board of Trustees, at a meeting duly called and held on December 1, 1982, resolved that the first sentence of the second paragraph of Section C of Article X of the University of Miami Charter be deleted.

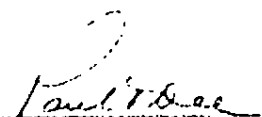
IN WITNESS WHEREOF, said Corporation has caused these Articles to be signed in its name by its President and its Corporate Seal to be hereunto affixed and attested by its Secretary, this 5 day of May, 1983.

UNIVERSITY OF MIAMI

By: 

Edward T. Foote II

ATTEST:


Paul T. Dee, Secretary

STATE OF FLORIDA :
COUNTY OF DADE :

On this day personally appeared before me the undersigned
office duly authorized by the laws of the State of Florida to take

acknowledgments of deeds, Edward T. Foote II, President of the
University of Miami, a Florida not-for-profit corporation, and
acknowledged that he executed the above and foregoing Articles of
Amendment of Charter as such officer for and on behalf of said
corporation after having been duly authorized so to do.

Witness my hand and official seal at Coral Gables, Dade
County, Florida, this the 5 day of May, 1983.


NOTARY PUBLIC
State of Florida at Large

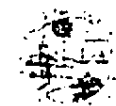
My Commission Expires:

NOTARY PUBLIC

DUE DATE ON OR AFTER JANUARY 1 DELINQUENT AFTER JULY 1 OF EACH YEAR

CORPORATION
ANNUAL REPORT

1984



Read Notice and Instructions on Other Side Before Making Entries
Filing Fee of \$10 Required — Make Checks Payable To: Secretary of State

700240
UNIVERSITY OF MIAMI
3400 AMERICO DRIVE
PO BOX 246040
MIAMI GABLES, FL 33124

33124

04/13/1983 04/13/1983 04/13/1983

1	AGAR, CARRENE M.	D	P.O. BOX 340111	MIAMI, FL	0
2	FOOTE, EDWARD T II	D	4565 OLD CUTLER ROAD	MIAMI, FL	0
3	DEE, PAUL T	S	6240 SW 14TH ST	MIAMI, FL	0
4	WILLIAMS, J. J.	D	5177 SOUTHEAST THIRD AVE	MIAMI, FL	0
5	WILLIAMS, J. J.	D	P.O. BOX 340111	MIAMI, FL	0
6	WILLIAMS, J. J.	D	P.O. BOX 340111	MIAMI, FL	0

SEE ATTACHED SHEET

Registered Agent Information

1000 PINEAPPLE BLVD
MIAMI, FL 33131

MIAMI, FL

\$100 additional fee required for registered agent changes

Dorothy M. Hall
Dorothy M. Hall

Asst. Secretary of the University (305) 284-4025

702242
University of Miami
San Amaro Drive
P.O. Box 248042
Coral Gables, Florida 33124

6. Names and Street Addresses of Each Officer and Director (Additions)

Cook, Diane M.	T	10520 S.W. 124th Street, Miami, FL
Cobb, Charles E., Jr.	D	9400 S. Dadeland Boulevard, Miami, FL
McLamore, James W.	D	7100 N. Kendall Drive, Miami, FL
~~Schitt, Neil~~	~~D~~	~~0055 N. Kendall Drive, Miami, FL~~

Bael, Dorothy M. AS 11 San Amaro Dr. Coral Gables, FL

DUE DATE ON OR AFTER JANUARY 1 DELINQUENT AFTER JULY 1 OF EACH YEAR

CORPORATION
ANNUAL REPORT

1984



FLORIDA DEPARTMENT OF STATE
CORPORATION
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA 32301

FILED

JUL 23 1984 AM 12:1

Read Notice and Instructions on Other Side Before Making Entries
Filing Fee of \$10 Required — Make Checks Payable To: Secretary of State

702242 UNIVERSITY OF MIAMI San Amaro Drive P.O. Box 248042 Coral Gables, Fla. 33124		04-091/1984 09-0624458 04/13/1984	
Poole, Edward T. II Deo, Paul T. Cook, Diane M. Cobb, Charles E., Jr. McLamore, James W. Schiff, Neil Ball, Dorothy	P B B D D D Ass't	8565 Old Celler Road 6260 S.W. 184th St. 19520 S.W. 125th St. 9400 S. Dadeland Blvd. 7160 N. Kendall Dr. 9955 N. Kendall Dr. 16915 Kilmarnock Dr.	Miami, Florida Miami, Florida Miami, Florida Miami, Florida Miami, Florida Miami, Florida Miami Lakes, FL 33014
Registered Agent Information Cole, Robert B. 1599 First National Bank Bldg. Miami, Florida 33131			
\$3.00 addition if fee required for Registered Agent changes			
Dorothy M. Ball		1/19/84 Asst. Secretary of the University (105) 284-4025	



August 20, 1984

Mr. D. W. McKinnon
Director
Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32301

Dear Mr. McKinnon:

Re: Charter Number 702242

The University of Miami Board of Trustees at meetings on February 16, 1983, and April 27, 1984, took action to amend the Articles of Incorporation of the University of Miami. Attached are copies of the actions taken.

Please acknowledge receipt of these amendments and send a certified copy of same to me at Post Office Box 248042, Coral Gables, Florida 33124. Enclosed is a check in the amount of \$30.00.

Sincerely,

Paul T. Dee, Esq.
General Counsel and
Secretary of the University

PTD:pl

Enclosures

8/28/84
(6)
(6)
(6)
(6)
(6)

Office of the Secretary
Post Office Box 248042
Coral Gables, Florida 33124
(305) 284-1025

702242

FILED
AUG 28 1984
FBI - MIAMI

702242

FILED
MAR 29 1983
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
OF CHARTER

University of Miami, a not-for-profit corporation organized under the laws of Florida, under its corporate seal and the hands of its President, Edward T. Foote II, and Secretary, Paul T. Dee, hereby certifies that:

I

The Board of Trustees of the University of Miami at a regularly scheduled meeting held on February 16, 1983, resolved that the Charter of the University of Miami be amended in part to read as follows:

ARTICLE XI - Amendments to Bylaws and Charter

Section B. Amendments

This Charter can be amended at any regular or special meeting of the Board of Trustees at which two (2) weeks written notice has been given and at which a quorum is present by a majority vote of the trustees present provided that the amendment was proposed by a member of the Board in writing and delivered to the Secretary of the University thirty (30) days before the date of the meeting and was set forth in the notice of the meeting. The amendment shall become effective when filed with and approved by the Secretary of State.

II

The Board of Trustees of the University of Miami at a regularly scheduled meeting held on April 27, 1984, resolved that ARTICLE XI, Section B of the Charter of the University of Miami be further amended to read as follows:

ARTICLE XI - Amendments to Bylaws and Charter

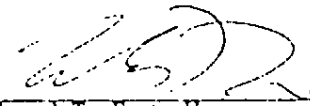
Section B. - Amendments

This Charter may be amended at any regular or special meeting of the Board of Trustees after fifteen (15) days written notice has been given and at which a quorum is present at said meeting, by a two-thirds vote of the trustees present at said

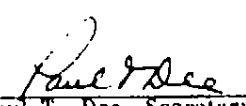
meeting, provided that the amendment adopted is substantially as proposed by a member of the Board in writing and delivered to the Secretary of the University thirty (30) days before the date of the meeting and was set forth in the notice of the meeting. The amendment shall become effective when filed with, and approved by, the Secretary of State.

IN WITNESS WHEREOF, said Corporation has caused these Articles to be signed in its name by its President and its Corporate Seal to be hereunto affixed and attested by its Secretary, this 20th day of August, 1984.

UNIVERSITY OF MIAMI

By: 

Edward T. Foote II
President

ATTEST: 

Paul T. Dee, Secretary

STATE OF FLORIDA :
COUNTY OF DADE :

On this day personally appeared before me the undersigned officer duly authorized by the laws of the State of Florida to take acknowledgments of deeds, Edward T. Foote II, President of the University of Miami, a Florida not-for-profit corporation, and acknowledged that he executed the above and foregoing Articles of Amendment of Charter as such officer for and on behalf of said corporation after having been duly authorized so to do.

Witness my hand and official seal at Coral Gables, Dade County, Florida, this the ___ day of August, 1984.

NOTARY PUBLIC
State of Florida at Large

My Commission Expires:

Notary Public, State of Florida at Large
My Commission Expires July 20, 1985

702242

MEMORANDUM, SAMUEL JOHNSON, DUTCHMAN, SADDLE

September 21, 1964

Office of the Secretary of State
Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32314

Re: University of Miami
Coral Gables, Florida
Your Reference 702242

Gentlemen:

Enclosed herewith is Statement of Change of Registered Office or Registered Agent, or Both, for the captioned corporation which is being filed in order to reflect a change in my address as Registered Agent for the corporation.

Our check in the amount of \$3.60 to cover the required filing fee is also enclosed.

Very truly yours,

Robert B. Cole
Robert B. Cole

RBC:fp

Enclosures

PM



GEORGE FORESTIER
CLERK OF THE SECRETARY OF STATE

Secretary of State

STATE OF FLORIDA
TALLAHASSEE
FLORIDA 32399-0001

H. W. McKESSON, Director
CLERK OF THE SECRETARY OF STATE

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT, OR BOTH

To the Secretary of State of the State of Florida

Pursuant to the provisions of Sections 607.031 and 607.037, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida.

FIRST: The name of the corporation is UNIVERSITY OF MIAMI

SECOND: The address of its present registered agent is 1600 Southeast Bank Bldg.,
100 South Biscayne Boulevard, Miami, Florida 33131

THIRD: The address to which its registered agent is to be changed is Southeast Financial
Center - 45th Floor - 250 South Biscayne Blvd., Miami, Florida 33131

FOURTH: The name of its present registered agent is Robert B. Cole

FIFTH: The name of its successor registered agent is

SIXTH: The address of its registered office and the address of the business office of its registered agent, as changed, will be identical.

SEVENTH: Such change was authorized by resolution duly adopted by its board of directors.

Dated September 18, 1984

UNIVERSITY OF MIAMI
(exact corporate name)

SIGNATURE _____
(President or Vice-President)

FILING FEE, \$100

DATE September 18, 1984

SIGNATURE _____
(Registered Agent)

DATE September 21, 1984

FORM 1000 (1-83)

FLORIDA — STATE OF THE ARTS

DUE DATE: 11/01/84 AFTER JANUARY 1, 1985 ALL AGENTS MUST HAVE A CURRENT LICENSE

CORPORATION

1985



Read Notice and Instructions on Other Side Before Making Entries
Filing Fee of \$20 Required — Make Checks Payable To: Secretary of State

APR 22 1985
10 15 PM '85
STATE OF FLORIDA
SECRETARY OF STATE

702242
University of Miami
San Amaro Drive
P.O. Box 248042
Coral Gables, Florida 33124

04/07/1981

59-0624458

7/20/84

Footo, Edward T. H.	P	8565 Old Cutler Rd.	Miami, FL
Dee, Paul T.	S	6260 S.W. 144 St.	Miami, FL
Cook, Diane M.	T	10520 S.W. 124 St.	Miami, FL
Ball, Dorothy M.	Asst S	16016 Kilmarnock Dr.	Miami Lakes, FL
Cobb, Charles E., Jr.	D	Southeast Financial Center 200 S. Biscayne Blvd Suite 4700	Miami, FL
McLamore, James W.	D	7100 N. Kendall Dr.	Miami, FL
Schiff, Neil	D	9955 N. Kendall Dr.	Miami, FL

Registered Agent Information

Cole, Robert B.
200 S. Biscayne Blvd., 45th Floor
Southeast Financial Center
Miami, FL 33131

\$5.00 additional fee required for Registered Agent changes

24-22-85

Dorothy M. Ball

Assistant Secretary

(305) 284-3025

\$5 additional fee required for a Certificate of Status

DUE DATE ON OR AFTER JANUARY 1 DELINQUENT AFTER JULY 1 OF EACH YEAR

CORPORATION
ANNUAL REPORT
1986



FLORIDA DEPARTMENT OF STATE
George F. Jumper
Secretary of State
DIVISION OF CORPORATIONS

DO NOT WRITE IN THIS SPACE

Read Notice and Instructions on Other Side Before Making Entries
Filing Fee of \$20 Required: - Make Checks Payable To: Secretary of State

1. Name and Address of Corporation Principal Office 702242 UNIVERSITY OF MIAMI 591 MIAMI DRIVE PO BOX 248042 CORAL GABLES, FL 33124	2. Enter Change of Address of Corporation Principal Office (P.O. Box Number Above is NOT sufficient) Street Address P.O. Box City State Zip

3. Date of Incorporation 04/07/1961	4. Federal Tax ID # 59-0624458	5. Date of Report 04/22/1986

6. Name of Officer	7. Title	8. Address of Officer	9. City and State
FOOTE, EDWARD T. II	P	8565 OLD OUTLER RD.	MIAMI, FL
DEE, PAUL T.	S	5250 S.W. 144 ST.	MIAMI, FL
JOLIVETTE, CYRUS H.	S	25 N.W. 89 STREET	MIAMI, FL
COOK, DIANE M.	T	10520 S.W. 124 ST.	MIAMI, FL
WEBB, CHARLES E., JR.	D	3400 S. SWCUTLER BLVD.	MIAMI, FL
MELAYRE, JAMES M.	D	200 S. BISCAYNE BLVD., #4700	MIAMI, FL
BEALL, TOROTHY H.	AYS	7100 N. RED OAK DR.	MIAMI, FL
		15016 WILLYBROOK DR	MIAMI LAKES FL

REGISTERED AGENT INFORMATION

1. Name and Address of Agent Registered Agent COLE, ROBERT B 200 S. BISCAYNE BLVD., 45TH FLOOR SOUTHEAST FINANCIAL CENTER MIAMI, FL 33131	2. Name and Address of Agent Registered Agent FL

\$3.00 additional fee required for Registered Agent changes

Dorothy M. Ball
Dorothy M. Ball
Assistant Secretary of
the University
March 1, 1986
(305) 284-6025
\$5 Additional Fee
required for a



October 24, 1986

Mr. D. W. McKinnon, Director
Division of Corporations
Florida Department of State
Post Office Box 6327
Tallahassee, Florida 32301

11/06/86 00024 003

DOMESTIC AMENDMENTS

CERT/PHOTO COPY 15.00
AMENDMENT 15.00

TOTAL 30.00

Re: Charter Number 702242

Dear Mr. McKinnon:

The University of Miami Board of Trustees at a meeting held on October 8, 1986, took action to amend the Articles of Incorporation of the University of Miami. Attached are copies of the actions taken.

Please acknowledge receipt of these amendments and send a certified copy of same to me at Post Office Box 248042, Coral Gables, Florida 33124. Enclosed is a check in the amount of \$30.00.

Sincerely,

Dorothy M. Ball
Dorothy M. Ball
Assistant Secretary
of the University

DMB:pl

Enclosures

Name	
Availability	cc: Cyrus M. Jolivet
Document	
Examiner	LYN
Updater	LYN
Director	
Verdict	LYN
Acknowledgement	LYN
W. P. Verdyer	LYN

C. TAX _____
FILING _____ 15
R. AGENT FEE _____
C. COPY _____ 15
TOTAL _____
D. BY _____

Office of the Secretary
P.O. Box 208042
Coral Gables, Florida 33124
(305) 281-0025

Amended
Oct 31 12 55 PM '86
FILED

FILED
Oct 31 12 55 PM '86
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF AMENDMENT
OF CHARTER AND BYLAWS

University of Miami, a not-for-profit corporation organized under the laws of Florida, under its corporate seal and the hands of its President, Edward T. Foote II, and Secretary, Cyrus M. Jollivette, heraby certifies that:

I

The Board of Trustees of the University of Miami at a regularly scheduled meeting held on October 8, 1986, resolved that the Charter of the University of Miami be amended in part to read as follows:

ARTICLE VII - Trustees

Section B. Classes of Trustees

The members of the Board of Trustees shall at all times be divided into three classes numerically equal, as nearly as possible. The names and addresses of the members of the present Board of Trustees are as follows:

<u>Terms Expire</u> <u>Annual Meeting, 1987</u>	<u>Date Elected</u>
Stanley H. Arkin 1827 Purdy Avenue Miami Beach, Florida 33139	March 8, 1978
James K. Batten Post Office Box 911509 Miami, Florida 33101	April 2, 1983
Fred Berens 200 South Biscayne Boulevard Miami, Florida 33131-2364	February 11, 1976
David Blumberg 1110 Brickell Avenue Miami, Florida 33131	January 25, 1973
Luis J. Boffoll Ten Northwest 42nd Avenue Miami, Florida 33126	April 21, 1983

J. Jeffrey Campbell Post Office Box 520783 Miami, Florida 33152	February 19, 1986
Patrick J. Cesarano 2100 Ponce de Leon Boulevard Coral Gables, Florida 33134	January 24, 1969
Dolores Chambreau 1290 Quail Avenue Miami Springs, Florida 33166	April 27, 1984
Nicholas Crane 150 Alhambra Circle Coral Gables, Florida 33134	February 19, 1986
Phillip Frost 200 South Biscayne Boulevard Miami, Florida 33131	December 7, 1983
R. Bunn Gautier, Jr. 200 Southeast First Street Miami, Florida 33131	January 30, 1962
Emil J. Gould 35 Northeast 40th Street Miami, Florida 33137	March 8, 1978
Barry G. Hastings 700 Brickell Avenue Miami, Florida 33131	February 19, 1986
Florence Hecht Seven Star Island Miami Beach, Florida 33139	December 7, 1983
Eli Solomon Jacobs 375 Park Avenue New York, New York 10152	April 27, 1985
David Kraslow Post Office Box 615 Miami, Florida 33152-0615	March 8, 1978
James W. McAmore 7011 North Kendall Drive Miami, Florida 33156	January 25, 1973
Leonard Miller 700 Northwest 107th Avenue Miami, Florida 33172	April 21, 1983

Richard B. Plumer 155 Northeast 40th Street Miami, Florida 33137	February 11, 1976
Charles E. Rice Post Office Box 40789 Jacksonville, Florida 32231	December 11, 1985
Robert H. Simms 300 Biscayne Boulevard Way Miami, Florida 33131	April 21, 1983
Frank Smathers, Jr. 11511 Southwest 57th Avenue Miami, Florida 33156	February 6, 1956
Alberto Vadia 2300 Coral Way Miami, Florida 33145	March 26, 1980
Marta S. Weeks 7350 Southwest 162nd Street Miami, Florida 33157	April 21, 1983
George S. Wise 5500 Collins Avenue Miami Beach, Florida 33140	March 25, 1981
Zwick, Charles J. One Southeast Financial Center Miami, Florida 33131	December 7, 1983
<u>Terms Expire</u> <u>Annual Meeting, 1988</u>	<u>Date Elected</u>
Bernyce Adler Three Grove Isle Miami, Florida 33133	April 27, 1984
Jose P. Bared Post Office Box 524002 Miami, Florida 33152	February 11, 1977
M. Anthony Burns 3600 Northwest 82nd Avenue Miami, Florida 33166	March 26, 1980
Jean McArthur Davis 6851 Northeast Second Avenue Miami, Florida 33138	March 5, 1975

Audrey Finkelstein
815 Catalonia Avenue
Coral Gables, Florida 33134

April 27, 1985

Thomas N. Kearns
3500 Pembroke Road
Hollywood, Florida 33021

March 5, 1975

Jesse J. McCrary
3050 Biscayne Boulevard
Miami, Florida 33137

April 21, 1983

Richard W. McEwen
9100 South Dadeland Boulevard
Miami, Florida 33156

February 25, 1977

Archie Monroe
97 Deep Valley Road
Stamford, Connecticut 06903

March 28, 1979

Willie C. Robinson
15800 Northwest 42nd Avenue
Opal Locka, Florida 33054

March 25, 1981

Marilyn Segal
3301 College Avenue
Fort Lauderdale, Florida 33314

January 24, 1969

David R. Weaver
800 Brickell Avenue
Miami, Florida 33131

April 27, 1984

Terms Expire
Annual Meeting, 1989

Date Elected

Charles I. Babcock, Jr.
1500 Monza Avenue
Coral Gables, Florida 33146

April 27, 1985

David C. Clapp
85 Broad Street
New York, New York 10004

April 27, 1985

Victor E. Clarke
247 Greco Avenue
Coral Gables, Florida 33146

May 26, 1982

Charles E. Cobb, Jr.
200 South Biscayne Boulevard
Miami, Florida 33131-2362

March 5, 1975

R. Ray Goode 1500 Monza Avenue Coral Gables, Florida 33146	May 26, 1976
Melvin N. Greenberg 1401 Brickell Avenue Miami, Florida 33131	October 8, 1976
Kenneth M. Myers 1428 Brickell Avenue Miami, Florida 33131	May 26, 1982
Lenore C. Nesbitt 301 North Miami Avenue Miami, Florida 33128-7784	April 11, 1986
Robert Paul 200 Southeast First Street Miami, Florida 33131	April 27, 1985
Peter Storer Box 1207 Islamorada, Florida 33036	February 25, 1977
Michael Weintraub Post Office Box 010831 Miami, Florida 33101	March 25, 1981
George E. Williamson II 7250 North Kendall Drive Miami, Florida 33156	April 27, 1985

As the terms of the trustees expire, the remaining trustees, at any annual, special or adjourned meeting, may fill the vacancies so created.

Section C. Retirement, Emeritus Trustees, and Honorary Trustees

The term of office of any trustee shall expire and he shall retire on the date of the next annual meeting of the Board after he reaches the age of seventy (70), unless the Board makes an exception to this rule, in which event the Board may re-elect such person from year to year thereafter. A person who retires after attaining the age of seventy (70) or after ten (10) years of active service or who retires because of ill health after five (5) years of active service on the Board may be elected by the Board as a Trustee Emeritus with full power to attend all Board meetings, to participate in all discussions, and to vote on all questions except for the election or removal of the President. An Emeritus Trustee shall be eligible to serve on committees of the

Board. The Board also may elect as an Honorary Trustee a person who has performed an especially outstanding service for the University or one who has shown interest in the University and is of great renown. An Honorary Trustee may attend meetings of the Board of Trustees but shall not be entitled to vote.

The names and addresses of the Present Trustee Emeriti are as follows:

Leonard L. Abess
300 -- 71st Street
Miami Beach, Florida 33141

Harry Hood Bassett
One Southeast Financial Center
Miami, Florida 33131

Lon Worth Crow, Jr.
480 Arvida Parkway
Coral Gables, Florida 33156

Jose A. Ferre
Post Office Box 1349
Ponce, Puerto Rico 00732

Louis J. Hector
Southeast Financial Center
Miami, Florida 33131

Herbert W. Hoover, Jr.
70 Park Drive
Bal Harbour, Florida 33154

George W. Jenkins
Post Office Box 407
Lakeland, Florida 33802

W. Sloan McCrea
200 Southeast First Street
Miami, Florida 33131

Ellen W. McDonnell
848 Brickell Avenue
Miami, Florida 33131

Hank Meyer
2990 Biscayne Boulevard
Miami, Florida 33131

Wilbur L. Morrison
10101 Southwest 56th Avenue
Miami, Florida 33156

James A. Ryder
250 Bird Road, Suite 200
Coral Gables, Florida 33146

Don Shoemaker
One Herald Plaza
Miami, Florida 33101

Edward F. Swenson, Jr.
Southeast Financial Center
Miami, Florida 33131-2380

William H. Walker, Jr.
One Southeast Third Avenue
Miami, Florida 33131

Joseph Weintraub
Post Office Box 010831
Miami, Florida 33101

George E. Whitten
5660 Collins Avenue, Apt. 9E
Miami Beach, Florida 33140

II

The Board of Trustees of the University of Miami at a regularly scheduled meeting held on October 8, 1986, resolved that the Bylaws of the University of Miami be amended to read as follows:

ARTICLE VII - Elections

A. Time of Elections

The Chairman of the Board, one or more Vice Chairmen of the Board, the Executive Committee, and the officers of the University shall be elected at the annual meeting.

B. Regular Trustees

1. **RECOMMENDATIONS.** The Trustee Service Committee shall solicit all trustees annually for recommendations for new trustees.
2. **SELECTION OF NOMINEES.** The Trustee Service Committee shall determine by a two-thirds (2/3) vote of the entire Committee the persons who are to be nominated as trustees (if such persons indicate a desire to serve). Thereafter, such persons will be approached by a trustee designated by the Committee (who need not be a member of the Committee) to ascertain whether such person desires to serve as a trustee. The names of the persons so approved who indicate a desire to serve shall be placed on the slate of nominees.
3. **SLATE OF NOMINEES.** In the event nominees are to be proposed, at least two weeks before any regular meeting of the Board, the Trustee Service Committee shall send to all the trustees a slate of nominees for all or any lesser number of the places on the Board of Trustees then vacant or to become vacant before or at the time of the annual meeting. The slate shall be accompanied by a brief resume as to each nominee. Nomination for an initial term as regular trustee shall be for one year only. In order to accomplish the division of the trustees into three classes as numerically equally as possible, as provided in the Charter, the Trustee Service Committee is authorized to nominate and the Board is authorized to elect trustees for terms shorter than three years.
4. **VOTE.** An affirmative vote of a majority of the trustees constituting a quorum shall be required for the election of a trustee.
5. **VACANCIES.** In the event that there are unfilled vacancies on the Board of Trustees at times other than just prior to the annual meeting, the Trustee Service Committee may propose candidates for all or any lesser number of such vacancies prior to any other regular meeting of the Board of Trustees by following the procedure hereinabove set forth except that no solicitation of trustees for nominations will be necessary.

C. Alumni Trustees

1. RECOMMENDATIONS AND SELECTION OF NOMINEES. Annually, the Trustee Service Committee shall request recommendations for alumni trustee nominees from the Board of Directors of the Alumni Association. Provided that the Board of Directors of the Alumni Association recommends to the Committee, not later than 120 days prior to the annual meeting, a minimum of five (5) candidates for nomination as alumni trustees, the Committee shall choose from these recommended candidates three (3) alumni trustee nominees.

ARTICLE VIII - Committees

E. Miscellaneous Committees

2. Athletic Advisory

Responsibilities of the Athletic Advisory Committee shall be to assist the Department of Intercollegiate Athletics in attaining an intercollegiate athletics program of excellence by:

- a. Keeping well informed in all areas of the intercollegiate athletics program through periodic reports from the Director of Intercollegiate Athletics and the University Committee on Athletics and making recommendations pertaining to any of these areas as needed;
- b. Promoting the University of Miami's intercollegiate athletics program in the community and elsewhere;
- c. Reviewing periodically the scholastic performance of student athletes and assuring that University of Miami and NCAA scholastic requirements are met and maintained; and
- d. Reviewing from time to time the approved annual budget of the Department of Intercollegiate Athletics.

All such undertakings shall relate to the men's and women's athletic programs.

IN WITNESS WHEREOF, said Corporation has caused these Articles to be signed in its name by its President and its Corporate Seal to be hereunto affixed and attested by its Secretary, this 28 day of October, 1986.

UNIVERSITY OF MIAMI

By: [Signature]
Edward T. Foote II
President

ATTEST: [Signature]
Cyrus M. Jolivette
Secretary

STATE OF FLORIDA :
COUNTY OF DADE :

On this day personally appeared before me the undersigned officer duly authorized by the laws of the State of Florida to take acknowledgments of deeds, Edward T. Foote II, President of the University of Miami, a Florida not-for-profit corporation, and acknowledged that he executed the above and foregoing Articles of Amendment of Charter and Bylaws as such officer for and on behalf of said corporation after having been duly authorized so to do.

Witness my hand and official seal at Coral Gables, Dade County, Florida, this the 28 day of October, 1986.

[Signature]
NOTARY PUBLIC
State of Florida at Large

My Commission Expires: 1/24/89

FILE NOW! ANNUAL REPORT DELINQUENT AFTER JULY 1, 1987

CORPORATION

ANNUAL REPORT
1987



FLORIDA DEPARTMENT OF STATE
1000 PENNSYLVANIA
TALLAHASSEE, FLORIDA 32304

Florida Department of State, Office of the Secretary of State
Filing Fee: \$15 (Required) - Filing Charge: Payable To Secretary of State

702242
UNIVERSITY OF MIAMI
5445 SW 40TH DRIVE
PO BOX 248042
CORAL GABLES, FL 33124

NAME	ADDRESS	CITY	STATE	ZIP
FOOTE, EDWARD L. II	8865 OLD CUIPER RD.	MIAMI	FL	
JOLIVETTE, JACQUES H.	25 N.W. 80TH ST.	MIAMI	FL	
COOK, DAVID M.	10520 S.W. 124 ST.	MIAMI	FL	
COOK, CHARLES E. JR.	200 S. BISCAYNE BL #400	MIAMI	FL	
MILFORD, JAMES W.	1100 N. HENRIETTA DR	MIAMI	FL	
WALL, CHARLES H.	10015 KILMORY DR	MIAMI LAKES	FL	

REGISTERED AGENT INFORMATION

COLE, ROBERT B
200 S. BISCAYNE BLVD. 45TH FLOOR
SOUTHEAST FINANCIAL CENTER
MIAMI, FL 33131

FL.

\$1.00 additional fee required for Registered Agent change fee

Dorothy M. Ball
Dorothy M. Ball

Assistant Secretary of
the University

April 19, 1987

186-0015

1. Additional fee
2. returned for
3. returned for



702242

April 21, 1988

Mr. D. W. McKinnon, Director
Division of Corporations
Florida Department of State
Post Office Box 6307
Tallahassee, Florida 32314

04/27/88 00049 010
NON PROFIT AMENDMENT
CERT/PHOTO COPY 5.00
AMENDMENT 15.00
=====

TOTAL	\$20.00

04/27/88 00049 010
CLAMING AMENDMENT
AMENDMENT 00.00
=====

TOTAL	20.00

Dear Mr. McKinnon:

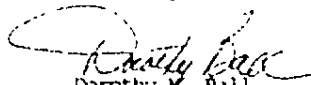
Re: Charter #702242

The University of Miami Board of Trustees at a meeting on December 9, 1987, took action to amend the Articles of Incorporation of the University of Miami. Attached are copies of the actions taken.

Please acknowledge receipt of these amendments and send a certified copy of same to me at Post Office Box 248042, Coral Gables, Florida 33124.

Enclosed is a check in the amount of \$20.00.

Sincerely,


Dorothy M. Hall
Assistant Secretary
of the University

DMB:pl

Enclosures

Board of Trustees
Post Box 248042
Coral Gables, Florida 33124
1 May 1988

RECEIVED
MAY 1988

ARTICLES OF AMENDMENT OF CHARTER AND BYLAWS

The University of Miami, a not for profit corporation, organized under the laws of Florida under its corporate seal and the hands of its President, Edward T. Foote II, and Assistant Secretary, Dorothy M. Bull, hereby CERTIFY that:

I

The Board of Trustees of the University of Miami at a regularly scheduled meeting held on Wednesday, December 9, 1987, resolved that the Charter of the University of Miami be amended in part to read as follows:

ARTICLE X - Officers - Executive Committee
Section B. Executive Committee

The membership of the Executive Committee shall consist of nine trustees elected annually by the Board of Trustees, who shall, in accordance with the Charter, serve with the Chairman of the Board, ex-officio, the Vice Chairman (Chairmen) of the Board, ex-officio, the President of the University, ex-officio, the immediate past Chairman of the Board, ex-officio, and the immediate past Chairman of the Executive Committee, ex-officio, as the Executive Committee . . .

II

The Board of Trustees of the University of Miami at a regularly scheduled meeting held on Wednesday, December 9, 1987, resolved that the Bylaws of the University of Miami be amended to read as follows:

ARTICLE I - Executive Committee
2. Membership

The membership of the Executive Committee of the Board of Trustees shall consist of nine trustees elected annually by the Board of Trustees who shall, in accordance with the Charter, serve with the Chairman of the Board, ex-officio, the Vice Chairman (Chairmen) of the Board, ex-officio, the President of the University, ex-officio, the immediate past Chairman of the Board of Trustees, ex-officio, the immediate past Chairman of the Executive, ex-officio, as the Executive Committee.

ARTICLE III - Trustees
5. Executive Committee

The Trustee Service Committee shall submit at the Annual Meeting a list of nominees for the Executive Committee which list may contain more names than there are members to be elected to the Executive Committee. Any trustee shall be empowered to make nominations from the floor in addition to those of the committee. The members of the Executive Committee, other than ex-officio members, shall be re-elected at each annual election.

IN WITNESS WHEREOF, said corporation has caused these Articles to be signed in its name by its President and its corporate seal to be hereunto affixed and attested by its Secretary this 5th day of March, 1988.

UNIVERSITY OF MIAMI

BY: [Signature]
Edward T. Foote II
President

ATTEST: [Signature]
Dorothy M. Bill
Assistant Secretary

STATE OF FLORIDA :
COUNTY OF DADE :

On this day personally appeared before me the undersigned officer duly authorized by the laws of the State of Florida to take acknowledgements of deeds, Edward T. Foote II, President of the University of Miami, a Florida not-for-profit corporation, and acknowledged that he executed the above and foregoing Articles of Amendment of Charter and Bylaws as such officer for and on behalf of said corporation after having been duly authorized so to do.

Witness my hand and official seal at Coral Gables, Dade County, Florida, this the 5th day of March, 1988.

[Signature]
NOTARY PUBLIC
State of Florida At-Large

My Commission Expires:

FILE NOW! ANNUAL REPORT DELINQUENT AFTER JULY 1ST.

DO NOT WRITE IN THIS SPACE

CORPORATION

ANNUAL REPORT
1988



FLORIDA DEPARTMENT OF STATE
Tallahassee
Secretary of State
DIVISION OF CORPORATIONS

Filing Fee of \$25 Required — Make Checks Payable To: Secretary of State

1. Name and Address of Corporation Through Office

002242
UNIVERSITY OF MIAMI
SAN AMARO DRIVE
PO BOX 248042
CORAL GABLES, FL 33134

2. State of Incorporation of Corporation Through Office

FLORIDA

INCORPORATED

DATE OF INCORPORATION

FILE NO.

DATE OF FILING

FILE NO. 002242 DATE OF FILING 05/22/1987

NAME AND ADDRESS OF REGISTERED AGENT THROUGH OFFICE

MR. J. ALBERT J.	100 S.W. 124 ST.	MIAMI, FL
MR. J. ALBERT J.	100 S.W. 124 ST.	MIAMI, FL
MR. J. ALBERT J.	100 S.W. 124 ST.	MIAMI, FL
MR. J. ALBERT J.	100 S. Dadeland Blvd., #10	MIAMI, FL
MR. J. ALBERT J.	100 S. Dadeland Blvd., #10	MIAMI, FL
MR. J. ALBERT J.	100 S. Dadeland Blvd., #10	MIAMI, FL
MR. J. ALBERT J.	100 S. Dadeland Blvd., #10	MIAMI, FL
MR. J. ALBERT J.	100 S. Dadeland Blvd., #10	MIAMI, FL

REGISTERED AGENT INFORMATION

NAME AND ADDRESS OF REGISTERED AGENT THROUGH OFFICE

NAME AND ADDRESS OF REGISTERED AGENT THROUGH OFFICE

NAME AND ADDRESS OF REGISTERED AGENT THROUGH OFFICE

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NAME AND ADDRESS OF REGISTERED AGENT THROUGH OFFICE

NAME AND ADDRESS OF REGISTERED AGENT THROUGH OFFICE

Handwritten signature: Dorothy M. Bull

Dorothy M. Bull

NAME AND ADDRESS OF REGISTERED AGENT THROUGH OFFICE

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NAME AND ADDRESS OF REGISTERED AGENT THROUGH OFFICE

NAME AND ADDRESS OF REGISTERED AGENT THROUGH OFFICE

NAME AND ADDRESS OF REGISTERED AGENT THROUGH OFFICE

\$5 Additional Fee
required by a
Certificate of Status

FILE NOW! ANNUAL REPORT DELINQUENT AFTER JULY 1ST

CORPORATION

ANNUAL REPORT

1989



FLORIDA DEPARTMENT OF REVENUE
DIVISION OF REVENUE
TALLAHASSEE, FLORIDA 32399-0001

Read Notice and Instructions on Other Side Before Making Entries
Filing Fee of \$35 Required - Make Checks Payable To: Secretary of State

ZIF - 4

702242 9
UNIVERSITY OF MIAMI
SAN AMARO DRIVE
PO BOX 248042
CORAL GABLES, FL 33124-8042

04/07/1981

59-0624458

03/17/1982

P	ROOTS, EDWARD T. II	8565 OLD CUTLER RD.	MIAMI, FL
S	JOLIVETTE, CYRUS M.	600 NE 36TH ST #2016	MIAMI, FL
T	CYDE, DIANE M.	10520 S.W. 124 ST.	MIAMI, FL
D	CORB, CHARLES E., JR.	~~4301 N. WADSWORTH BLVD~~ 14th & Constitution Avenues, SE 1805, Washington, D.C. 20530	MIAMI, FL
D	MOLANDRE, JAMES W.	~~4401 N. KENNEDY DR.~~ 11777 Old Cutler Dr.	MIAMI, FL 0
A/S	BALL, EMMOTHY M	16016 KILMARNOCK DR	MIAMI LAKES FL

REGISTERED AGENT INFORMATION

COLE, ROBERT B
200 S. BISCAYNE BLVD., 45TH FLOOR
SOUTHEAST FINANCIAL CENTER
MIAMI, FL 33133

FL

For the M. Ball

Assistant Secretary
of the University

2/2/89
605-281-4025

\$5 Additional Fee
required for a
Certificate of Status

FILE NOW! THIS ANNUAL REPORT WILL BE DELINQUENT AFTER JULY 1ST

CORPORATION
ANNUAL REPORT
1990



FLORIDA DEPARTMENT OF STATE
JAN SMITH
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Read Make and Instructions on Other Side Before Making Entries
Filing Fee of \$35 Required - Make Checks Payable To: Secretary of State

1. Name and Address of Corporation Principal Office

702242 9

ZIP + 4 PRESORT

UNIVERSITY OF MIAMI
SAN AMARO DRIVE
PO BOX 248042
CORAL GABLES, FL 33124-8042

04/07/1991

59-0624458

P	FOOTE, EDWARD T. II	8565 OLD CUTLER RD.	MIAMI, FL
S	JOLLIVETTE, CYRUS W.	600 NE 38TH ST #2018	MIAMI, FL
T	COOK, DIANE W.	10520 S.W. 124 ST.	MIAMI, FL
D	GOBB, CHARLES E., JR.	14TH CONSTITUTION 1065	WASHINGTON D.C.
D	Greenberg, Melvin S.	1221 Brickell Avenue	Miami, FL
D	McLamore, James W.	17777 OLD CUTLER DR	MIAMI, FL
A/S	BALL, DOROTHY M	18016 KILMARNOCK DR	MIAMI LAKES FL

REGISTERED AGENT INFORMATION

COLE, ROBERT B
200 S. BISCAYNE BLVD., 45TH FLOOR
SOUTHEAST FINANCIAL CENTER
MIAMI, FL 33131

FL

Dorothy M. Ball

Assistant Secretary
of the Division

2/14/90
5907 251-4025

\$5 Additional Fee
required for a
Certificate of State



October 12, 1990

702242

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Gentlemen:

Re: University of Miami, Coral Gables, Florida
Charter #702242

The University of Miami Board of Trustees, at a meeting on April 27, 1990, took action to amend the Articles of Incorporation of the University of Miami. Attached is a copy of the action taken.

Please acknowledge receipt of this amendment and send a certified copy of same to me at Post Office Box 248042, Coral Gables, Florida 33124-4624. Enclosed is a check in the amount of \$20.00.

D C - F

Sincerely,

Dorothy M. Ball
Assistant Secretary
of the University

DMB:pl

Enclosures

cc: Cyrus M. Jollivette

Board of Trustees
P.O. Box 248042
Coral Gables, Florida 33124-4624
(305) 284-1025

FILED
OCT 19 1990
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

October 19, 1990

Dorothy M. Ball, Assistant Secretary to
the University Of Miami
Post Office Box 248042
Coral Gables, Florida 33124-4624

SUBJECT: UNIVERSITY OF MIAMI
Reference: 702242

Dear Ms. Ball:

We have received your document for the above corporation and your check(s) totaling \$20.00. However, the document has not been filed and is being returned for the following:

The fees are: \$35 for the filing fee and \$52.50 for each certified copy requested.

If we have had no written response within 60 days of this letter, we will consider the desire to file your document abandoned.

If you have any questions concerning this matter, please call
(904) 487-6903

Kelley Shank
Document Examiner
Amendment Section



November 2, 1990

FILED
1990 NOV 19 AM 9 32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Ms. Kelley Shank
Document Examiner, Amendment Section
Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

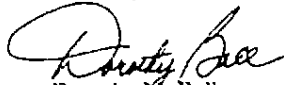
Gentlemen:

Re: University of Miami, Coral Gables, Florida
Charter #702242

Pursuant to your letter of October 19, 1990, enclosed is check #920666 to cover the balance of the \$35.00 filing fee to amend the Articles of Incorporation of the University of Miami. A copy of the action taken at the April 27, 1990, meeting of the University of Miami Board of Trustees is attached.

Please acknowledge receipt of this amendment and filing of same to me at Post Office Box 248042, Coral Gables, Florida 33124-4624.

Sincerely,


Dorothy M. Ball
Assistant Secretary
of the University

DMB:pl

Enclosures

cc: Cyrus M. Jollivette

Board of Trustees
P.O. Box 248042
Coral Gables, Florida 33124-4624
(305) 261-0125

ARTICLES OF AMENDMENT OF CHARTER AND BYLAWS

The University of Miami, a not for profit corporation, organized under the laws of Florida under its corporate seal and the hands of its President, Edward T. Ford II, and Assistant Secretary, Dorothy M. Ball, hereby CERTIFY that:

The Board of Trustees of the University of Miami at a regularly scheduled meeting held on Friday, April 27, 1990, resolved that the Charter of the University of Miami be amended in part to read as follows:

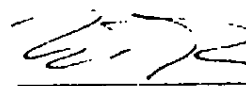
ARTICLE VII - Trustees Section E. Term of Election

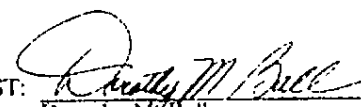
Alumni Trustees shall serve a term of three years. Regularly elected trustees normally shall be elected for an initial term of one year and thereafter normally shall be elected for three-year terms but may be elected for shorter terms in order to keep the three classes of trustees numerically equal, as nearly as possible. Regular attendance at Board meetings of all trustees is expected. Such regular attendance shall be considered by the Trustee Service Committee in recommending reelection to the Board.

FILED
1990 APR 27 PM 2:00
SECRET
UNIVERSITY OF MIAMI

IN WITNESS WHEREOF, said corporation has caused these articles to be signed in its name by its President and its corporate seal to be hereunto affixed and attested by its Assistant Secretary this 12 day of October, 1990.

UNIVERSITY OF MIAMI

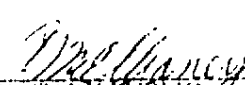
BY: 
Edward T. Foote II
President

ATTEST: 
Dorothy M. Ball
Assistant Secretary

STATE OF FLORIDA :
COUNTY OF DADE :

On this day personally appeared before me the undersigned officer duly authorized by the laws of the State of Florida to take acknowledgements of deeds, Edward T. Foote II, President of the University of Miami, a Florida not-for-profit corporation, and acknowledged that he executed the above and foregoing Articles of Amendment of Charter and Bylaws as such officer for and on behalf of said corporation after having been duly authorized so to do.

Witness my hand and official seal at Coral Gables, Dade County, Florida, this the 12 day of October, 1990.


NOTARY PUBLIC
State of Florida At-Large

My Commission Expires:

Notary Public
State of Florida at Large
My Commission Expires
November 13, 1992

FILE NOW! CORPORATE STATUS WILL BE
DELINQUENT AFTER JULY 1ST.

CORPORATION
ANNUAL REPORT
1991



FLORIDA DEPARTMENT OF STATE
TALLAHASSEE
DIVISION OF CORPORATIONS

Read Instructions on Other Side Before Making Entries
FILING FEE OF \$61.25 REQUIRED

DOCUMENT # 702242 (9)
ZIP + 4 PRESORT

UNIVERSITY OF MIAMI
SAN AMARO DRIVE
PO BOX 248042
CORAL GABLES, FL 33124-8042

04/07/1991 59-0624458

\$8.75 Additional Fee required
for a Certificate of Status

P/D	FOOTE, EDWARD T. II	8565 OLD CUTLER RD.	MIAMI, FL
S	JOLLIVETTE, CYRUS W.	600 NE 36TH ST #2016	MIAMI, FL
T	COOK, DIANE H.	10520 S.W. 124 ST.	MIAMI, FL
D	GREENBERG, MELVIN N.	1221 BRICKELL AVENUE	MIAMI, FL
D	MCLAMORE, JAMES W.	17777 OLD CUTLER DR	MIAMI, FL 0
A/S	BALL, DOROTHY M	16016 KILMARNOCK DR	MIAMI LAKES FL

REGISTERED AGENT INFORMATION

COLE, ROBERT B
200 S. BISCAYNE BLVD., 45TH FLOOR
SOUTHEAST FINANCIAL CENTER
MIAMI, FL 33131

FL

Dorothy M. Ball

Asst. Secretary of the University (305) 284-4025

FILING FEE OF \$61.25 REQUIRED - Make Checks Payable To: Secretary of State \$8.75 Additional Fee required
for a Certificate of Status

FILE NOW! CORPORATE STATUS WILL BE
DELINQUENT AFTER JULY 1ST.

1992



APPROVED
OFFICE OF STATE
RECORDS AND
LEGISLATION
FEB 11 1992

Read Instructions on Cover Slip Before Making Entries
FILING FEE \$61.25 Make Payable To: Secretary of State

DOCUMENT #702242 (9)

UNIVERSITY OF MIAMI
SAN AMARO DRIVE
PO BOX 248042
MIAMI FL 33124-8642

Office of the Board of Trustees

Coral Gables, FL 33124-4624

04/07/1961

02/22/1991

59-0624458

\$8.75 Additional Fee required
for a Certificate of Status

XX

P/D	FOOTE, EDWARD T. II	8565 OLD CUTLER RD.	MIAMI, FL
S-	JOLIVETTE, CYRUS M.	600 NE 98TH ST #2016	MIAMI, FL
D	Charles E. Cobb, Jr.	2333 Ponce de Leon Blvd.	Coral Gables, FL
T/S	COOK, DIANE M.	10520 S.W. 124 ST.	MIAMI, FL
D	GREENBERG, VELVIN N.	1221 BRICKELL AVENUE	MIAMI, FL
D	MCLAWORE, JAMES W.	17777 OLD CUTLER DR	MIAMI, FL
A/S	BALL, DOROTHY M	16016 KILMARNOCK DR	MIAMI LAKES FL

REGISTERED AGENT INFORMATION

COLE, ROBERT B
200 S. BISCAYNE BLVD., 45TH FLOOR
SOUTHEAST FINANCIAL CENTER
MIAMI, FL 33131

FL

SIGNATURE

Dorothy M. Ball

Dorothy M. Ball

Assistant Secretary
of the University

305

2/20/92
784-4025



April 2, 1992

702242

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

07 000000-00000000
DOMESTIC CORPORATIONS
CERT. PHOTO COPY *****

TOTAL *****

Gentlemen:

Re: University of Miami, Coral Gables, Florida
Charter #702242

The University of Miami Board of Trustees, at a meeting on February 12, 1992, took action to amend the Articles of Incorporation of the University of Miami. Attached is a copy of the action taken.

Please acknowledge receipt of this amendment and send a certified copy of same to me at Post Office Box 248042, Coral Gables, Florida 33124-4624. Enclosed is a check in the amount of \$35.00.

*4/26/92, being filed for
Sister since the Bylaws
state the term of filing
amendment, and all others
were filed with the
Board approval.*

Sincerely,

Dorothy M. Ball
Assistant Secretary
of the University

DMB:pl

Enclosures

cc: Diane M. Cook

Board of Trustees
P.O. Box 248042
Coral Gables, Florida 33124-4624
Tel: 305 284 0028
Fax: 305 284 5428

16
3



June 24, 1992

Ms. Thelma Lewis
Corporate Specialist Supervisor
Amendment Section
Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Dear Ms. Lewis:

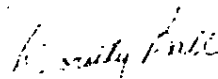
Re: University of Miami, Coral Gables, Florida
Charter #702242

Thank you for faxing that portion of the Florida Statutes that sets forth the procedure for amending articles of incorporation for non-profit corporations. I really appreciate your patient consideration.

Enclosed is a document setting forth the action taken by the University of Miami Board of Trustees to amend Article X, Section B of the University of Miami Charter in the format required by the statutes as well as a document showing that the notice requirement was met.

If you need any additional information please don't hesitate to contact me at 305/284-4025

Sincerely,


Dorothy M. Hall
Assistant Secretary
of the University

DMH:jh
Enclosures
(10/1/92/284-4025)

RECEIVED
JUN 25 1992
OFFICE OF THE
CLERK OF THE BOARD
OF TRUSTEES
UNIVERSITY OF MIAMI



June 9, 1992

Ms. Thelma Lewis
Corporate Specialist Supervisor
Amendment Section
Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

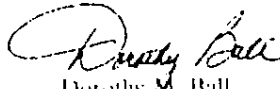
Dear Ms. Lewis:

Re: University of Miami, Coral Gables, Florida
Charter #702242

Pursuant to your letter of April 14, 1992, enclosed is a Certified Extract of Minutes and Certificate of Secretary documenting the date of adoption of the amendment by the University of Miami Board of Trustees as well documenting compliance with the University Charter regarding adoption of Charter amendments. Per your instructions, the word "Bylaws" has also been deleted from the heading of the amendment.

Also enclosed is a check in the amount of \$52.50 to cover the filing fee for a certified copy. Please send same to me at Post Office Box 248042, Coral Gables, Florida 33124-4624.

Sincerely,


Dorothy M. Ball
Assistant Secretary
of the University

DMH:pl
Enclosures
C:\BVLAW\2\amend\116

Board of Trustees
P.O. Box 248042
Coral Gables, Florida 33124-4624
914-261-1025
Fax: 305-281-5125



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

April 14, 1992

Dorothy M. Ball, Assistant Secretary
University of Miami
P. O. Box 248042
Coral Gables, Fla. 33124-4624

SUBJECT: UNIVERSITY OF MIAMI
Reference: 702242

Dear Ms. Ball:

We have received your document for the above corporation and your check(s) totaling \$35.00. However, the document has not been filed and is being returned for the following:

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

Bylaws are not required to be filed with this office, you will have to delete the word from the heading of the amendment. There is a filing fee of \$52.50 for a certified copy.

Please return any additional fees or corrected documents to the attention of the undersigned. If you have any questions regarding this matter, please call (904) 487-6905.

Thelma Lewis
Corporate Specialist Supervisor
Amendment Section

UNIVERSITY OF MIAMI CHARTER AMENDMENT

ARTICLE X - Officers - Executive Committee, Section B, Executive Committee

I, the undersigned, Assistant Secretary of the UNIVERSITY OF MIAMI, a non-profit corporation duly organized and existing under the laws of the State of Florida, hereby CERTIFY that the following is a true and correct copy of a certain resolution adopted by the Board of Trustees of the said corporation, at a regular meeting of the said Board of Trustees duly held on February 12, 1992. There were 44 voting members in attendance and the resolution to amend ARTICLE X - Officers - Executive Committee, Section B, Executive Committee of the University of Miami Charter was adopted by a vote of 43 affirmative votes and one negative vote. The charter requires that a quorum (15 members) be present to consider an amendment to the Charter and that a 2/3 vote of the trustees present at the meeting is required to adopt an amendment to the Charter. Both of these requirements were met.

"The membership of the Executive Committee shall consist of seventeen (17) trustees including: the Chairman of the Board, ex officio, the Vice Chairman (Chairmen) of the Board, ex officio, the President of the University, ex officio, and the immediate past Chairman of the Board, ex officio, who shall serve with the chairpersons of the Academic Affairs Committee, the Athletic Advisory Committee, the Development Affairs Committee, the Finance & Audit Committee, the Investments Committee, the Master Planning and Construction Committee, the Public Policy Committee, the Student Affairs Committee and the Trustee Service Committee. There shall also be a minimum of two at-large members of the committee. In the event any chairperson of the above-listed committees shall decline to serve or is also an elected officer of the board, the number of at-large members shall increase to bring the membership of the committee to seventeen. At-large members shall be nominated annually from the membership of the board of trustees by the Trustee Service Committee. Any trustee shall be empowered to make nominations from the floor in addition to those nominees of the committee. When the Board is not in session, the Executive Committee shall exercise all the powers of the Board of Trustees except (1) the power of making major changes in academic policy and of handling those business affairs that have a major impact upon academic policy, and (2) the power of electing or removing the President of the University, and (3) the power of adopting or altering the Bylaws of the corporation. The Executive Committee shall have the power and authority to delegate to an investment committee to be established in the Bylaws the responsibility for investment activities of the University with the

University of Miami
Charter Amendment
June 24, 1992

right to delegate such portion of that authority as the investment committee determines to an agent or agents selected by the investment committee with the approval of the Executive Committee."

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the said corporation this 24th day of June, 1992, at Coral Gables, Dade County, Florida.



Dorothy M. Ball
Assistant Secretary of the University

(Corporate Seal)

UNIVERSITY CHARTER AND



March 1, 1993

702242

Ms. Thelma Lewis
Corporate Specialist Supervisor
Amendment Section
Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Dear Ms. Lewis:

Re: University of Miami, Coral Gables, Florida
Charter #702242

Enclosed are the pertinent documents relative to the February 10, 1993, amendment of Article VII, Section A of the University of Miami Charter including documents setting forth the action taken to amend the charter as well as showing that the notice requirement was met.

Also enclosed is a check in the amount of \$87.50 to cover the cost of the filing fee and certificate of amendment. Please send the certificate to me at Post Office Box 248042, Coral Gables, Florida 33124-4624.

Sincerely,


Dorothy M. Ball
Assistant Secretary
of the University

DMB:pl
Enclosures
CHINLAWS\amend10

Board of Trustees
P.O. Box 248042
Coral Gables, Florida 33124-4624
305/281-1025
Fax 305/281-5425

UNIVERSITY OF MIAMI CHARTER AMENDMENT

ARTICLE VII - Trustees, Section A, Board of Trustees

FILED

MAR 10 1993

NOTARIAL PUBLIC

I, the undersigned, Assistant Secretary of the UNIVERSITY OF MIAMI, a non-profit corporation duly organized and existing under the laws of the State of Florida, hereby CERTIFY that the following is a true and correct copy of a certain resolution adopted by the Board of Trustees of the said corporation, at a regular meeting of the said Board of Trustees duly held on February 10, 1993. There were 39 voting members in attendance and the resolution to amend ARTICLE VII - Trustees, Section A, Board of Trustees of the University of Miami Charter was adopted by a vote of 39 affirmative votes and no negative votes. The charter requires that a quorum (15 members) be present to consider an amendment to the Charter and that a 2/3 vote of the trustees present at the meeting is required to adopt an amendment to the Charter. Both of these requirements were met.

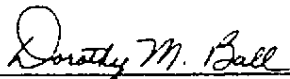
The government of the affairs of this corporation and the management of its business shall be vested in a Board of Trustees. The Board of Trustees shall consist of any number as determined by the Board of Trustees from time to time, except that the number can never be less than twenty (20). In addition to this minimum number of regularly elected trustees:

1. There shall be three trustees who have been nominated by the Alumni Association; and
2. The President and Immediate-Past President of the Citizens Board of the University of Miami, and the President-Elect, President and Immediate-Past President of the Alumni Association of the University of Miami shall be ex officio members of the Board of Trustees, but only so long as they shall continue to hold their respective offices.

The President of the University shall be an ex officio member of the Board of Trustees.

Alumni Trustees and ex officio trustees shall have the same powers, rights, and privileges as regular trustees, except that Alumni Trustees and ex officio trustees other than the President of the University will not be eligible for election as regular trustees, within a period of one (1) year after their service as Alumni Trustees or ex officio trustees. This prohibition shall not apply to any election to fill a vacancy on the Board of Trustees created by the death or resignation of a regular trustee. No faculty member of the University shall be a trustee unless the Board of Trustees shall hereafter so authorize at a meeting of the Board regularly called and held.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the said corporation this 23rd day of February, 1993, at Coral Gables, Dade County, Florida.



Dorothy M. Ball
Assistant Secretary of the University

(Corporate Seal)

CHBYLAWS\charter2.amd

File Now. Filing Fee after May 1 is \$225.00



DOCUMENT # 702242 (9)

UNIVERSITY OF MIAMI
OFFICE OF THE BOARD OF TRUSTEES
PO BOX 248042
CORAL GABLES FL 33124-8042

04/07/1961

03/06/1992

590624458

XX



\$5.00

XX

\$138.75

XX

33124-4624

COLE, ROBERT B
200 S. BISCAYNE BLVD., 45TH FLOOR
SOUTHEAST FINANCIAL CENTER
MIAMI FL 33131

FL

P D
SCOTT, EDWARD I II
4565 OLD CUTLER RD
MIAMI FL

D
CLARK CHARLES E. JR
2133 PONCE DE LEON BLVD
CORAL GABLES FL

- E -
- COPY - COPY -
- COPY - COPY -
- COPY - COPY -

D
GREENBERG, MELVIN M
1221 BRIDGEBELL AVENUE
MIAMI FL

D
- COPY - COPY -
- COPY - COPY -
- COPY - COPY -

D
HALL, CHRISTOPHER M
1414 S. BISCAYNE DR
MIAMI LAKES FL

Copy to: Volition
2100 Brickell Avenue, #2011
Miami, FL 33129

Copy to: [illegible]
[illegible]
[illegible]

Handwritten signature

12/12/93

FILE NOW: FILING FEE AFTER MAY 1 IS \$225.00

CORPORATION
ANNUAL REPORT
1994



FLORIDA DEPARTMENT OF STATE
Jim Smith
Secretary of State
DIVISION OF CORPORATIONS

1. Corporation Name
UNIVERSITY OF MIAMI

DOCUMENT #
702242 (9)

2. Mailing Address
OFFICE OF THE BOARD OF TRUSTEES
PO BOX 248042
CORAL GABLES FL 33124 1624

3. Registered Office Address
OFFICE OF THE BOARD OF TRUSTEES
PO BOX 243042
CORAL GABLES FL 33124 1624

DON'T WRITE IN THIS SPACE

1. Date of Incorporation or Reincorporation 04/07/1961	3a. Date of Last Report 03/03/1993
4. Filing Office 59-0624458	Accepted For FBI Agency
5. Certificate of Status Number \$8.75 Additional Fee Required	6. Fee for Corporate Filing and Annual Report \$5.00 May Be Added to Fines
7. Incorporated in State of Successorship Fee XX	8. This Corporation is not a Foreign Corporation XX

24. 33124-4624 25. 33124-4624 30.

9. Name and Address of Current Registered Agent
COLE, ROBERT B
200 S. BISCAYNE BLVD., 45TH FLOOR
SOUTHEAST FINANCIAL CENTER
MIAMI FL 33131

10. Name and Address of New Registered Agent
11. Name and Address of Secretary
12. Name and Address of Treasurer
13. Name and Address of President
14. Name and Address of Vice President
15. Name and Address of Director
16. Name and Address of Director
17. Name and Address of Director
18. Name and Address of Director
19. Name and Address of Director
20. Name and Address of Director
21. Name and Address of Director
22. Name and Address of Director
23. Name and Address of Director
24. Name and Address of Director
25. Name and Address of Director
26. Name and Address of Director
27. Name and Address of Director
28. Name and Address of Director
29. Name and Address of Director
30. Name and Address of Director

12. P/O
FOOTE, EDWARD T. II
8565 OLD CUTLER RD
MIAMI FL
C
COBB, CHARLES E. JR
2333 PONCE DE LEON BLVD
CORAL GABLES FL
S
JOLLYNETTE CYRUS M
2333 BRICKELL AVENUE, #2811
MIAMI FL
D
GREENBERG, MELVIN H
1221 BRICKELL AVENUE
MIAMI FL
D
BLUMBERG DAVID
1440 BRICKELL AVENUE
MIAMI FL
A/S
BALL, DOROTHY M
16616 MILMARNOCK DR
BRAND LAKES FL

SIGNATURE: Dorothy M. Ball *Dorothy M. Ball*

4/19/94

105-204-8025



February 3, 1994

Via Certified Mail - Return Receipt Requested

Division of Corporations
Annual Reports Section
Post Office Box 1500
Tallahassee, Florida 32302-1500

To whom it may concern:

Enclosed please find our check #301419 in the amount of \$70.00 to cover the cost of the 1994 Annual Report (Document #702242) filing fee of \$61.25 plus \$8.75 for a Certificate of Status. As noted on the report form, the University of Miami is a non-profit corporation exempt from federal income tax under section 501(c)(3) and, therefore, exempt from the \$138.75 supplemental fee.

Sincerely,

A handwritten signature in cursive script that reads "Dorothy Ball".
Dorothy M. Ball
Assistant Secretary
of the University

DMB:pl

Enclosures:

1994 Annual Report
Check #301419

FORM 11-2000-0001

Board of Trustees
P.O. Box 208012
Coral Gables, Florida 33121-0621
905.281.1025
Fax: 305.281.5125

FILE NOW: FILING FEE AFTER MAY 1 IS \$155.00

CERTIFICATE OF
AFFIDAVIT

1995

DOCUMENT # 702242 (9)

UNIVERSITY OF MIAMI

OFFICE OF THE BOARD OF TRUSTEES
PO BOX 24642
CORAL GABLES FL 33124-4624
US

OFFICE OF THE BOARD OF TRUSTEES
PO BOX 24642
CORAL GABLES FL 33124-4624
US

04/07/1991

02/10/1994

59-0624456

\$8.75 Additional

\$5.00 May Fee

\$66.75 Supplemental

11 Name and Address of Current Registered Agent

COLE, ROBERT B
200 S. BISCAYNE BLVD., 45TH FLOOR
SOUTHEAST FINANCIAL CENTER
MIAMI FL 33131

12 Name and Address of New Registered Agent

FL

PD
FOOTE, EDWARD T. II
8565 OLD CUTLER RD
MIAMI FL
D
COBB, CHARLES E. JR
2333 PONCE DE LEON BLVD
CORAL GABLES FL
S
JOLLYETTE, CYRUS M
2333 BRICKELL AVENUE, #2811
MIAMI FL
D
GREENBERG, MELVIN N
1221 BRICKELL AVENUE
MIAMI FL
D
BLUMBERG, DAVID
1440 BRICKELL AVENUE
MIAMI FL
AS
BALL, DOROTHY M
16018 KILMARNOCK DR
MIAMI LAKES FL

La For, Lourdes E.
50 Edgewater Drive, #217
Coral Gables, Florida 33133
D
Miller, Leonard
700 N.W. 107 Avenue
Miami, Florida 33177
D
Garcia, David S.
2333 Ponce de Leon Boulevard
Coral Gables, Florida 33133
D
Rice, Charles E.
50 North Lemo Street
Jacksonville, Florida 32202-3618

SIGNATURE: Lourdes E. La For

SIGNATURE AND TEST OF PRINTED NAME OF REGISTERED AGENT

2/14/95

(305) 264-4025

004329



September 15, 1995

Certified Mail - Return Receipt Requested

Ms. Thelma Lewis
Corporate Specialist Supervisor
Amendment Section
Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

SEP 15 1995
00:00:00

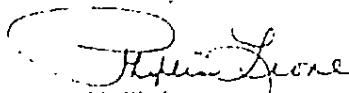
Dear Ms. Lewis:

Re: University of Miami, Coral Gables, Florida
Charter #702242

Enclosed are the pertinent documents relative to the February 8, 1995, amendments of Article VII, Sections A, C, D, and E, and Article XII of the University of Miami Charter, as well as the action taken to make the necessary editorial changes to made the Charter and Bylaws gender neutral, including documents setting forth the action taken to amend the Charter as well as showing that the notice requirement was met.

Also enclosed is a check in the amount of \$87.50 to cover the cost of the filing fee and certificate of amendment. Please send the certificate to me at Post Office Box 248042, Coral Gables, Florida 33124-4624.

Sincerely,


Phyllis Leone
Assistant to the Secretary

Apf
Enclosures
CMBYLA'S/amend to

Board of Trustees
P.O. Box 200012
Coral Gables, Florida 33120-0012
405 241-0125
Fax 405 241-5125

TEL SEP 19 1995

RECEIVED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
SEP 19 PM 1:26

UNIVERSITY OF MIAMI CHARTER AMENDMENTS

FILED
SECRETARY OF STATE
DIVISION OF REGISTRATION

95 SEP 19 PM 1:26

ARTICLE VII - Trustees

Section A. Board of Trustees

Section C. Retirement, Emeritus Trustee, and Honorary Trustee

Section D. Elections and Removals

Section E. Term of Election
and

ARTICLE XII - Quorums

I, the undersigned, Secretary of the UNIVERSITY OF MIAMI, a non-profit corporation duly organized and existing under the laws of the State of Florida, hereby CERTIFY that the following is a true and correct copy of a certain resolution adopted by the Board of Trustees of the said corporation, at a regular meeting of the said Board of Trustees duly held on February 8, 1995. There were 46 voting members in attendance and the resolutions to amend ARTICLE VII - Trustees, Section A. Board of Trustees, Section C. Retirement, Emeritus Trustee, and Honorary Trustee, Section D. Elections and Removals, and Section E. Term of Election and ARTICLE XII - Quorums of the University of Miami Charter, and to make the necessary editorial changes to make the Charter and Bylaws gender neutral were adopted by a vote of 46 affirmative votes and no negative votes. The Charter requires that a quorum (15 members) be present to consider an amendment to the Charter and that a 2/3 vote of the trustees present at the meeting is required to adopt an amendment to the Charter. Both of these requirements were met.

"ARTICLE VII - Trustees

"Section A. Board of Trustees

"The government of the affairs of this corporation and the management of its business shall be vested in a Board of Trustees. The Board of Trustees shall consist of any number as determined by the Board of Trustees from time to time, except that the number can never be less than twenty (20). In addition to this minimum number of regularly elected trustees:

- "1. There shall be three trustees who have been nominated by the Alumni Association; and
- "2. The President and Immediate-Past President of the Citizens Board of the University of Miami, and the President-Elect, President and Immediate-Past President of the Alumni Association of the University of Miami shall be ex-officio members of the Board of Trustees, but only so long as they shall continue to hold their respective offices.

"The President of the University shall be an ex-officio member of the Board of Trustees.

"Alumni trustees and ex-officio trustees shall have the same powers, rights, and privileges as regular trustees, except that alumni trustees and ex-officio trustees other than the President of the University will not be eligible for election as regular trustees, within a period of one (1) year after their service as alumni trustees or ex-officio trustees. This prohibition shall not apply to any election to fill a vacancy on the Board of Trustees created by the death or resignation of a regular trustee. No faculty member of the University shall be a trustee unless the Board of Trustees shall hereafter so authorize at a meeting of the Board regularly called and held.

- "3. There shall be Life Trustees who shall be elected for life, as defined in Section C of Article VII.

"Section C. Retirement, Emeritus Trustee, Life Trustee, and Honorary Trustee

- "1. Retirement - The term of office of any trustee shall expire and the trustee shall retire on the date of the next annual meeting of the Board after he or she reaches the age of seventy-five (75), unless the Board makes an exception to this rule, in which event the Board may re-elect such person from year to year thereafter.
- "2. Emeritus Trustee - A person who retires after attaining the age of seventy-five (75) or after ten (10) years of active service or who retires because of ill health after five (5) years of active service on the Board may be elected by the Board as a Trustee Emeritus. Emeriti Trustees shall not have the responsibility and are not entitled to vote but shall be eligible to serve on committees of the Board.
- "3. Life Trustee - Upon reaching the age of seventy-five (75) and attaining ten (10) years of active service, or upon reaching the age of sixty (60) and attaining twenty (20) years of active service, or upon having served as Chairman of the Board, a Trustee shall be eligible for election as a Life Trustee. Life Trustees shall have full power and authority to attend all Board meetings, to participate in all discussions, and to vote on all questions. Such authority and responsibility shall carry with it the corresponding fiduciary obligations imposed by the Florida Statutes. Terms of office for Life Trustees shall be for life. Should a Life Trustee resign his or her position, the Life Trustee shall be eligible for election as a Trustee Emeritus.
- "4. Honorary Trustee - The Board also may elect as an Honorary Trustee a person who has performed an especially outstanding service for the University or one who has shown interest in the University and is of great renown. An Honorary Trustee may attend meetings of the Board of Trustees but shall not be entitled to vote.

"Section D. Elections and Removals

"A majority vote of trustees constituting a quorum shall be required to elect or remove the President."

"Section E. Term of Election

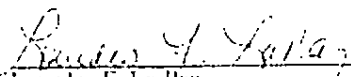
"Alumni Trustees shall serve a term of three years. Regularly elected trustees normally shall be elected for an initial term of one year with a second optional one-year term. Thereafter regularly elected trustees shall be elected for three-year terms but may be elected for shorter terms in order to keep the three classes of trustees numerically equal, as nearly as possible, or for any other reason deemed appropriate by the Board. Regular attendance at Board meetings of all trustees is expected. Such regular attendance shall be considered by the Trustee Service Committee in recommending reelection to the Board."

ARTICLE XII - Quorums

"Except as hereinafter provided, a quorum of the Board of Trustees shall consist of at least one-third (1/3) of those members authorized to vote. A quorum of the Executive Committee shall consist of the majority of the members thereof.

"A quorum of the Board of Trustees for purposes of the election or removal of the President shall consist of at least two-thirds (2/3) of those members of the Board of Trustees authorized to vote and defined in Section A of Article VII."

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the said corporation this 31st day of July, 1995, at Coral Gables, Dade County, Florida.



Lourdes F. La Paz
Secretary of the University

(Corporate Seal)

CE00YLAW5\95-28.doc

702242

(Requestor's Name)

UNIVERSITY OF
Miami

Office of Vice President and General Counsel
Plummer Building, Suite 10
P.O. Box 248052
Coral Gables, Florida 33124-2025

OFFICE USE ONLY

300001682153
-01/09/96--01029--013
*****35.00 *****35.00

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS
Profit
NonProfit
Limited Liability
Domestication
Other

AMENDMENTS
Amendment
Resignation of R.A., Officer/Director
Change of Registered Agent
Dissolution/Withdrawal
Merger

OTHER FILINGS
Annual Report
Fictitious Name
Name Reservation

REGISTRATION/ QUALIFICATION
Foreign
Limited Partnership
Reinstatement
Trademark
Other

C235231(1/072)

Examiner's Initials

96 JUN -5 PM 2:57

RECEIVED
FEB 11

STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT
OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of _____ submits the following statement in order to change its registered office or registered agent, or both, in the State of Florida.

1a. The name of the corporation is: University of Miami

1b. The mailing address of the corporation is: Office of the Board of Trustees,
P.O. Box 248042, Coral Gables, FL 33124-8024

1c. Date of incorporation: 4-7-61 Document number: 702242

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

Robert B. Cole
200 S. Biscayne Blvd., 45th Floor
Miami, FL 33131

3. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)

George W. Hill
1611 N.W. 12 Avenue, Room 309 Park Plaza West
Miami, FL 33136

The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.

Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.

Robert L. Blake
(Signature of an officer, chairman or
vice chairman of the board)

January 5, 1996
(Date)

Robert L. Blake, Vice President & General Counsel
(Printed or typed name and title)

Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

George W. Hill
(Signature of Registered Agent)

January 5, 1996
(Date)

If signing on behalf of an entity:

George W. Hill

Administrator, Risk Management

(Typed or Printed Name)

(Capacity)

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



February 9, 1996

702242

Certified Mail - Return Receipt Requested

Ms. Thelma Lewis
Corporate Specialist Supervisor
Amendment Section
Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

5000017178615
-02718798--01018--028
*****87.50 *****87.50

Dear Ms. Lewis:

Re: University of Miami, Coral Gables, Florida
Charter #702242

Enclosed are the pertinent documents relative to the December 6, 1995, amendment of Article X, Section B of the University of Miami Charter, including documents setting forth the action taken to amend the Charter as well as showing that the notice requirement was met.

Also enclosed is a check in the amount of \$87.50 to cover the cost of the filing fee and certificate of amendment. Please send the certificate to me at Post Office Box 248042, Coral Gables, Florida 33124-4624.

Sincerely,

Phyllis Leone
Assistant to the Secretary

lpl
Enclosures
C:\BCL\AWS\amend\95\br

Board of Trustees
P.O. Box 208042
Coral Gables, Florida 33124-0624
405 261-0125
Fax: 405 261-5125

TLL FEB 15 1996

56 FEB 15 AM 8:33

UNIVERSITY OF MIAMI CHARTER AMENDMENTS

ARTICLE X - Officers - Executive Committee
Section B, Executive Committee

SECRET FILED
CIVIL
95 FEB 15 AM 8:33

I, the undersigned, Secretary of the UNIVERSITY OF MIAMI, a non-profit corporation duly organized and existing under the laws of the State of Florida, hereby CERTIFY that the following is a true and correct copy of a certain resolution adopted by the Board of Trustees of the said corporation, at a regular meeting of the said Board of Trustees duly held on December 6, 1995. There were 47 voting members in attendance and the resolution to amend ARTICLE X - Officers - Executive Committee, Section B, Executive Committee of the University of Miami Charter, was adopted by a vote of 47 affirmative votes and no negative votes. The Charter requires that a quorum (one-third of those members authorized to vote) be present to consider an amendment to the Charter and that a two-thirds vote of the trustees present at the meeting is required to adopt an amendment to the Charter. Both of these requirements were met.

"ARTICLE X - Trustees

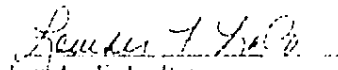
"Section B, Board of Trustees

"The membership of the Executive Committee shall consist of seventeen (17) trustees including: the Chairman of the Board, ex-officio, the Vice Chairman (Chairmen) of the Board, ex-officio, the President of the University, ex-officio, and the immediate past Chairman of the Board, ex-officio, who shall serve with the chairpersons of the Academic Affairs Committee, the Athletic Advisory Committee, the University Advancement Committee, the Finance and Audit Committee, the Government Affairs and Public Policy Committee, the Investments Committee, the Master Planning and Construction Committee, the Student Affairs Committee, and the Trustee Service Committee. There shall also be a minimum of two at-large members of the committee. In the event any chairperson of the above-listed committees shall decline to serve or is also an elected officer of the Board, the number of at-large members shall increase to bring the membership of the committee to seventeen. At-large members shall be nominated annually from the membership of the Board of Trustees by the Trustee Service Committee. Any trustee shall be empowered to make nominations from the floor in addition to those nominees of the committee. When the Board is not in session, the Executive Committee shall exercise all the powers of the Board of Trustees except (1) the power of making major changes in academic policy and of handling those business affairs that have a major impact upon academic policy, and (2) the power of electing or removing

University of Miami
Charter Amendment
Page 2

altering the Bylaws of the corporation. The Executive Committee shall have the power and authority to delegate to an investment committee to be established in the Bylaws the responsibility for investment activities of the University with the right to delegate such portion of that authority as the investment committee determines to an agent or agents selected by the investment committee with the approval of the Executive Committee. The Executive Committee shall have the responsibility to review and make recommendations on proposals for major change in employee benefit programs and shall serve in an advisory capacity to the administration on matters relating to direct and indirect compensation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the said corporation this 9 day of February, 1996, at Coral Gables, Dade County, Florida.


Lourdes F. La Paz
Secretary of the University

(Corporate Seal)

CHARTER AMENDMENT



January 8, 1996

Via Express Mail

600002058656--0
-01/15/97--01020--022
*****87.50 *****87.50

Ms. Thelma Lewis
Corporation Specialist Supervisor
Amendment Section
Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Dear Ms. Lewis:

Re: University of Miami, Coral Gables, Florida
Charter #702242

Enclosed are the pertinent documents relative to the October 10, 1996, amendment of Article X, Section B of the University of Miami Charter, including documents setting forth the action taken to amend the Charter, as well as showing that the notice requirement was met.

Also enclosed is a check in the amount of \$87.50 to cover the cost of the filing fee and certificate of amendment. Please send the certificate to me at:

Post Office Box 248042
Coral Gables, Florida 33124-4624

Sincerely,

Phyllis Leone
Assistant to the Secretary

\pl
Enclosures
CHRYLAWS\amcmr7.111

JAN 13 1997

Board of Trustees
P.O. Box 248042
Coral Gables, Florida 33124-4624
505 284-4025
Fax: 505 284-5425

97 JAN 13 PM 12:30
DIVISION OF CORPORATIONS
FLORIDA DEPARTMENT OF STATE

UNIVERSITY OF MIAMI CHARTER AMENDMENTS

ARTICLE X - Officers - Executive Committee
Section B. Executive Committee

SECRET
97 JAN 13 PM 12:30

I, the undersigned, Secretary of the UNIVERSITY OF MIAMI, a non-profit corporation duly organized and existing under the laws of the State of Florida, hereby CERTIFY that the following is a true and correct copy of a certain resolution adopted by the Board of Trustees of the said corporation, at a regular meeting of the said Board of Trustees duly held on October 10, 1996. There were 32 voting members in attendance and the resolution to amend ARTICLE X - Officers - Executive Committee, Section B. Executive Committee of the University of Miami Charter was adopted by a vote of 32 affirmative votes and no negative votes. The Charter requires that a quorum (one-third of those members authorized to vote -- 21 trustees) be present to consider an amendment to the Charter and that a 2/3 vote of the trustees present at the meeting is required to adopt an amendment to the Charter. Both of these requirements were met.

ARTICLE X - Officers - Executive Committee

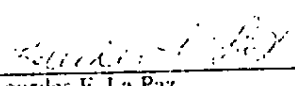
Section B. Executive Committee

The membership of the Executive Committee shall consist of seventeen (17) trustees including: the Chairman of the Board, ex-officio, the Vice Chairman (Chairmen) of the Board, ex-officio, the President of the University, ex-officio, and the immediate past Chairman of the Board, ex-officio, who shall serve with the chairpersons of the Academic Affairs Committee, the Athletic Advisory Committee, the University Advancement Committee, the Finance and Audit Committee, the Government Affairs and Public Policy Committee, the Investments Committee, the Master Planning and Construction Committee, the Student Affairs Committee, and the Trustee Service Committee. There shall also be a minimum of two at-large members of the committee. In the event any chairperson of the above-listed committees shall decline to serve or is also an elected officer of the Board, the number of at-large members shall increase to bring the membership of the committee to seventeen. At-large members shall be nominated annually from the membership of the Board of Trustees by the Trustee Service Committee. A trustee shall not be eligible to serve as an at-large member of the Executive Committee for more than four consecutive years. Any trustee shall be empowered to make nominations from the floor in addition to those nominees of the committee. When the Board is not in session, the Executive Committee shall exercise all the powers of the Board of Trustees except (1) the power of making major changes in academic policy

and of handling those business affairs that have a major impact upon academic policy, and (2) the power of electing or removing the President of the University, and (3) the power of adopting or altering the Bylaws of the corporation. The Executive Committee shall have the power and authority to delegate to an investment committee to be established in the Bylaws the responsibility for investment activities of the University with the right to delegate such portion of that authority as the investment committee determines to an agent or agents selected by the investment committee with the approval of the Executive Committee. The Executive Committee shall have the responsibility to review and make recommendations on proposals for major change in employee benefit programs and shall serve in an advisory capacity to the administration on matters relating to direct and indirect compensation.

"The Executive Committee shall elect its own chairman and vice chairman from the members of the Executive Committee."

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the said corporation this 18th day of December, 1996, at Coral Gables, Dade County, Florida.


Lourdes F. La Paz
Secretary of the University

(Corporate Seal)