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Reincorporation

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Filed 7-19-63, eff. 8-19-41

31 pgs.

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UNIVERSITY OF ORLANDO

AMENDMENT

ORIGINAL CHARTER ORLANDO
JUNIOR COLLEGE FILED IN
ORANGE COUNTY CIRCUIT COURT
ON AUGUST 9, 1941 AND BY
AMENDMENT FILED APRIL 29,
1958 IN SAFA COUNTY CORPORATE
NAME WAS CHANGED TO UNIVER-
SITY OF ORLANDO

FILED IN OFFICE OF SECRETARY
OF STATE OF FLORIDA,
BY JULY 22, 1963

TOM ADAMS
SECRETARY OF STATE

Reincorporation - Filed in Orange County
in 1941, amended 1945, 1958 and came to Dept. of
State in 1963 by Reincorporation

manifold copies - 4

II.

The general nature of the object of the corporation is to form a scientific institution of learning for instruction of persons who have attained educational qualification of high-school graduates and who are acceptable to the corporation in the sciences of chemistry, physics, biology, political science, science of numbers, the science of education and in all other scientific subjects as are usually taught in institutions of high learning as well as in such other sciences as the Board of Directors from time to time shall elect, and to this end the Directors of the corporation shall have a authority to make such contracts and to employ such teaching and other personnel as shall be reasonably required.

III.

The qualifications of members of this association are that they be upright American citizens acceptable to the Board of Directors of this corporation, and they shall be admitted on application with the payment of such fees as the Board of Directors may prescribe.

IV.

The term for which this corporation is to exist is perpetual.

V.

The names and places of residence of the subscribers hereto are as follows:

| | |
|------------------|-------------------------|
| J. R. Holbrook | , Orlando, Florida. |
| Judson B. Walker | , Orlando, Florida. |
| Ira J. Johnston | , Winter Park, Florida. |
| Julian E. Sadler | , Oakland, Florida. |
| Frank D. Gray | , Orlando, Florida. |

*Page 3
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VI.

The affairs of the corporation are to be managed by the Board of Directors, who from their number shall elect a Chairman and a Secretary. The first Board of Directors to serve for four (4) years and their successors to be qualified and serve for terms to be determined by vote of the membership; an election for the purpose to be held on the first day of July in each and every year after the terms of the present Board of Directors shall have expired. The said Board shall consist of not less than six (6) and not more than ~~nine~~ (9) members. A majority always to be sufficient for the purpose.

VII.

The names of the officers are to manage all of the affairs of the corporation until the first election or appointment under the Charter are:

J. W. Colbrook, Chairman.
Judson B. Walker, Secretary.
Ira J. Johnston, Director.
Julian S. Sadler, Director.
Mr. Frank D. Gray, Director.
Raynard H. Evans, Director.
G. B. Fishback, Director.

VIII.

The By-Laws of the corporation are to be made, altered or rescinded by action of the Board of Directors of this corporation.

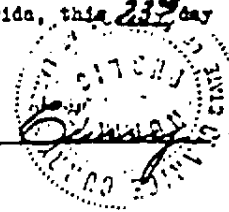
IX.

One Hundred Thousand (\$100,000.) Dollars is the amount in value of the real estate which the corporation may hold subject always to the approval of the Circuit Judge.

STATE OF FLORIDA:
COUNTY OF ORANGE:

Before me, the undersigned officer, personally appeared J. R. Hallbrook, who is personally known to me, and he did acknowledge before me that he executed the foregoing proposed Charter as and for his act and deed.

WITNESS my hand and seal at Orlando, Florida, this 23rd day of May, A. D. 1941.

Charles Cussey


The affiant, J. R. Hallbrook, says that the foregoing Charter is intended in good faith to carry out the purposes and objects set forth therein.

J. R. Hallbrook

Subscribed and sworn to before me in Orange County, Florida, this 23rd day of May, A. D. 1941
by J. R. Hallbrook

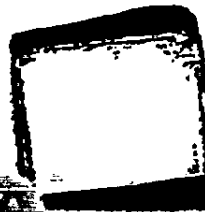
Charles Cussey
Notary Public
My Commission Expires: October 20, 1942



...SAYED AND THE OTHER LAWS APPLICABLE THEREUNTO, AND DO HEREBY APPROVE THE
SAID CHARTER THIS 21st DAY OF June, A. D. 1941.

James A. Smith

CHIEF JUDGE.



AUG 19 1941

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pm

I FIND THAT THE JUDICIAL CHARTER IS THE
VALID AND FOR AN OBJECT AUTHORIZED BY PARLIAMENT AND
OCCUPIED LANS OF FLORIDA AND THE OTHER LAWS APPLICABLE
THERETO, AND SO HEREBY APPROVE THE SAID CHARTER THIS
DAY OF _____ A. D. 1941

CIRCUIT JUDGE

Filed in the office of the Clerk of the
Circuit Court of Orange County, Florida
on the _____ day of _____
of _____ A. D. 1941
at _____ O'clock _____
in _____
on page(s) _____ and record verified.
Clerk

[Signature]
Clerk

[Handwritten notes]
Orange Co
Blair

83326

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cum

JUL 21 1945

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BOOK 8 PAGE 453

IN THE CIRCUIT COURT OF THE NINTH
JUDICIAL CIRCUIT, IN AND FOR ORANGE
COUNTY, FLORIDA.

IN RE:

AMENDMENTS TO CHARTER OF
ORLANDO JUNIOR COLLEGE,
a corporation not for
profit, under the laws
of the State of Florida.

P E T I T I O N

Comes now ORLANDO JUNIOR COLLEGE, a non-profit corporation of the State of Florida, with its principal office at Orlando, Orange County, Florida, whose Charter was heretofore approved by the Judge of the above Circuit Court, and shows the Court as follows:

1. That it is the desire of Orlando Junior College to amend its Charter.
2. That its By-laws provided that its Charter may be amended as follows:

"This corporation may amend its Charter or Certificate of Incorporation in any respect; provided that only such provisions shall be inserted by amendment as it would be lawful and proper to insert in an original Charter or Certificate of Incorporation. Every such amendment shall be made and effected by the adoption of a resolution setting forth the amendment or amendments proposed and declaring the advisability of amending the Charter in such respects, which resolution shall be affirmatively voted for by a majority of the directors at any meeting of the directors, regular or special. A Certificate of Adoption of said resolution shall thereafter be signed by at least five members of the Board of Directors, including the President of the corporation and the Chairman of the Board of Directors, and it shall be presented to the Judge of the Circuit Court having jurisdiction of the matter, with a Petition requesting the approval of such Circuit Judge."

3. That a special meeting of the Directors of said corporation was called by the President in accordance with the By-laws of the corporation for the purpose of discussing and voting upon a proposal to amend the Charter of the corporation, which meeting was held Friday, July 13, 1945. That there were more than a quorum present at said meeting. That at said meeting, a resolution was adopted setting forth the amendments proposed and declaring the advisability of amending the Charter in such respects; that said resolution was affirmatively voted for by a majority of the Directors present at the meeting and by a majority of the Directors of the corporation; that thereafter a Certificate of Adoption of said resolution was signed by five members of the Board of Directors, including the President of the corporation,

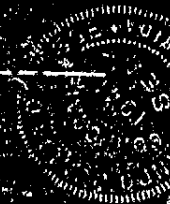
Addison L. Williams, and the Chairman of the Board of Directors, Paul C. Marshall. Said Certificate of Adoption, setting forth said resolution and the amendments desired, is attached hereto as Exhibit "A" hereof and by reference made as much a part of this Petition as if it were set out in haec verba herein.

WHEREFORE, pursuant to the resolution and the authority given thereby, and pursuant to the statutes in such cases made and provided, Orlando Junior College prays that the Judge of the Circuit Court in and for Orange County, Florida, will inspect same, and, if found to be in proper form and for an object authorized by the laws of Florida pertaining to non-profit corporations, that the Judge will approve the amendments to the Charter of said College, and that his approval be endorsed.

ORLANDO JUNIOR COLLEGE

BY:

Addison L. Williams
President.



8 14 1945

**CERTIFICATE OF ADOPTION OF AMENDMENTS
TO CHARTER OF ORLANDO JUNIOR COLLEGE.**

We, the undersigned, being members of the Board of Directors of ORLANDO JUNIOR COLLEGE, do hereby certify that a Special Meeting of the Board of Directors of Orlando Junior College held at the San Juan Hotel, at Orlando, Florida, on Friday, the 13th day of July, 1945, which meeting was duly and regularly called by the President of the corporation, in compliance with the Charter and By-laws of the corporation, the call for the meeting stating that one of the purposes of said meeting was to discuss and vote upon a proposal to amend the Charter of Orlando Junior College. There were more than a quorum of directors present at said meeting. The following Resolution was offered to the Board of Directors for their action, and was affirmatively voted for by all of the directors at the meeting:

"RESOLVED, That Article I of the Charter be and it is hereby amended so as to read as follows:

'ARTICLE I'

'The name of this corporation shall be ORLANDO JUNIOR COLLEGE and it shall be located at Orlando, Orange County, Florida, and shall be a non-profit corporation.'

"FURTHER RESOLVED, That Article II of the Charter be and it is hereby amended so as to read as follows:

'ARTICLE II'

'The general nature of the object of this corporation is as follows:

(a) To establish and maintain an institution of learning for the instruction of students who have attained educational qualifications of High School graduates, or the equivalent thereof, in the various branches of a thorough and liberal education, literary, scientific, semi-professional, professional, vocational, commercial, technical and industrial, both general and terminal having as educational requirements in general the standards of the freshman and sophomore years of a four-year college or university, also known as the thirteenth and fourteenth grades; to provide for a preparatory general liberal arts education corresponding to the first two years of a liberal arts course in a four-year college or university, and to provide for a terminal two years cultural, general and liberal art education; to provide for preparatory two-year courses for semi-professional, professional, vocational, commercial, technical and industrial education, and to provide for terminal two-year courses, for semi-professional, professional, vocational, commercial, technical and industrial education; to provide for the delivery and holding of lectures, exhibitions, public meetings, classes and conferences, calculated directly or indirectly to advance the cause of education, whether general, cultural, professional, vocational, technical or industrial, through the thirteenth and fourteenth grades; and to have authority to grant diplomas and certificates to, and confer degrees upon such persons as shall merit the same.

EXHIBIT A

(b) To establish and maintain circulating libraries and reference libraries, reading and writing rooms, and to furnish same with books, reviews, magazines and newspapers and other literature, including instrumental and vocal music, and to print, publish and sell books, newspapers, journals, magazines, periodicals, reports and other literature for the dissemination of college, news, notices and information.

(c) To establish, operate, support and maintain dormitories, cottages, restaurants, eating places, and other buildings in connection with the carrying out of the purposes of a Junior College.

(d) And in order to properly prosecute the objects and purposes above set forth, this corporation shall have the power and authority to own, control, purchase, lease, sell, encumber, convey, exchange, rent or otherwise acquire, equip, maintain and occupy real estate, buildings and improvements, and generally to hold, manage, deal with and improve the property of the corporation; to construct, erect, equip, repair and improve houses, buildings, roads, sewers, and conduits; to make, enter into, perform and carry out contracts relating to the business of the College of every sort and kind; to mortgage land, buildings and other property, real and personal, belonging to the corporation; to collect rents and income and to purchase, own, lease, acquire, cultivate and develop real estate, including groves, orchards and fruit land, and all kinds of rights, interests and easements in real property; and generally to perform, carry on and do any and all acts and things which the Trustees may deem necessary or expedient for the carrying out or the successful prosecution of any of the objects and purposes for which this corporation is created.

"FURTHER RESOLVED, That Article III of the Charter be and it is hereby amended so as to read as follows:

'ARTICLE III'

'The qualifications of members and the manner of their admission shall be prescribed and set out in the By-laws of this corporation.'

"FURTHER RESOLVED, That Article VI of the Charter be and it is hereby amended so as to read as follows:

'ARTICLE VI'

'The affairs of the corporation are to be managed by the following officers:

A President, Vice-President, Secretary and Treasurer;

and by a Board of Trustees. Any person may hold two or more offices, except that the President shall not be Secretary of the corporation. Said officers shall be elected by the Board of Trustees each year at the Annual Meeting of the Board of Trustees. The President and Vice-President shall be members of the Board of Trustees. The Secretary and Treasurer may or may not be members of the Board of Trustees. The Board of Trustees of this corporation shall consist of not less than three and not more than twenty-five members, as may be fixed from time to time by the By-laws of this corporation. The qualifications, manner of election and term of the Trustees shall be prescribed and set forth in the By-laws of the corporation. The terms of said Trustees may be staggered.

if so provided in the By-laws, and provision may also be made in the By-laws for different classes of Trustees.

"FURTHER RESOLVED, That Article VII of the Charter be and it is hereby amended so as to read as follows:

'ARTICLE VII'

"The names of the officers who are to manage all of the affairs of the corporation until the next election as provided by the By-laws, are as follows:

Addison L. Williams, President
L. Frank Roper, Vice-President
Merris S. Hale, Secretary
Dr. R. C. Harrell, Treasurer.

"The names of the present Trustees of this corporation who shall act until the next election of Trustees as provided by the By-laws of this corporation, and until their successors are elected and qualify, are as follows:

Dr. R. C. Harrell
Clarence L. Catherman
Andrew Luda
Maynard Deana
J. S. Fishback
Dr. Frank D. Gray
Thomas J. Hosts
Ira J. Johnston
L. Frank Roper
Charles M. Wells
R. F. Wheeler
Addison L. Williams
Merris S. Hale

"FURTHER RESOLVED, That Article IX of the Charter be and it is hereby amended so as to read as follows:

'ARTICLE IX'

"The highest amount of indebtedness or liability to which this corporation may at any time subject itself shall be One Million (\$1,000,000.00) Dollars."

"FURTHER RESOLVED, That Article X of the Charter be and it is hereby amended so as to read as follows:

'ARTICLE X'

"The amount in value of real estate which the corporation may hold shall be unlimited, subject always, however, to the approval of the Circuit Judge."

"WHEREAS RESOLVED, That the Board of Directors of Orlando Junior College do hereby declare the advisability of amending the Charter of this corporation in the respects aforementioned; and that a Certificate of Adoption of this Resolution setting forth the Resolution shall be signed by at least five members of the Board of Directors, including the President of the corporation and the Chairman of the Board of Directors, to be presented to the Judge of the Circuit Court of Orange County, Florida, with a Petition requesting the approval of such Circuit Judge of these amendments to the Charter."

Adrian L. Williams

J. H. [unclear]

[unclear]

Ernest E. [unclear]

STATE OF FLORIDA

SS:

COUNTY OF ORANGE

INCORPORATION BOOK

8 PAGE 459

Before me, the undersigned Notary Public in and for the State of Florida at Large, on this day personally appeared MORRIS S. HALE, known to me to be a person worthy of credit, who, being first duly sworn according to law, deposes and says:

That he is the Secretary of ORLANDO JUNIOR COLLEGE, the non-profit corporation named and described in the foregoing Petition, and that he has custody and possession of the Minutes and records of such corporation; that Addison L. Williams is the duly elected, qualified and acting President of said corporation; that the Certificate of Adoption, designated as Exhibit "A" to the foregoing petition, contains a true and correct copy of a resolution, including proposed amendments to the Charter of said corporation, duly offered, adopted by unanimous vote of all directors of the corporation present at a special meeting of the corporation, which was duly and regularly called in accordance with the By-laws of the corporation, at which meeting more than a quorum of the directors were present at the time the resolution was passed, and that the resolution was adopted by the affirmative vote of more than a majority of the directors of the corporation; and that said resolution was passed and approved by the vote required by the Charter and By-laws of the corporation.

Morris S. Hale

Sworn to and subscribed before me
this 20th day of July, 1945.

Anna M. Seabill
Notary Public, State of Florida at Large.

My Commission Expires: _____

(Notarial Seal)



IN SENATE
COMMISSIONERS OF ORANGE COUNTY
ORLANDO JUNIOR COLLEGE,
a corporation not for
profit under the laws of
the State of Florida.

ENDORSEMENT OF CIRCUIT JUDGE.

This matter coming on to be heard before the undersigned Judge of the Circuit Court of the Ninth Judicial Circuit of Florida, in and for Orange County, and upon the presentation of the foregoing Petition, Certificate of Adoption, Resolution, Amendments to the Charter of Orlando Junior College, and Affidavit of Morris S. Hale, Secretary of said College, and upon examination by me, and upon consideration thereof, I find that the same is in proper form and is for an object authorized by the laws of the State of Florida pertaining to non-profit corporations, and that said Amendments to the Charter of College are entitled to my approval; whereupon, it is

ORDERED, ADJUDGED AND DECREED that said Amendments to the Charter of Orlando Junior College, a corporation not for profit under the laws of the State of Florida, be and the same are hereby approved, and from the date of the filing and recording of this Endorsement and Approval in the office of the Clerk of the Circuit Court in and for Orange County, Florida, said Amendments to the Charter of Orlando Junior College shall be in full force and effect, and shall become and be taken as part of the original Charter of said non-profit corporation.

DONE AND ORDERED at the Court House in Orlando, Orange County, Florida, this 21st day of July, A. D. 1945.

Filed in the office of the Clerk of the
Circuit Court of Orange County, Florida
this _____ day
of _____ A. D. 1945

James O. Smith
Judge of the Circuit Court of the Ninth
Judicial Circuit of Florida, in and for
Orange County.



STATE OF FLORIDA - COUNTY OF ORANGE
I HEREBY CERTIFY that this is a copy of
this document as recorded in this office.
MARTHA O. HAYNE, COUNTY COMPTROLLER
By: *[Signature]* D.C.
DATED: 9/24/98

MASTER'S DEED

THIS INDENTURE, Made the 24th day of March, A.D. 1928, between Shelby Gaskin, as Special Master in Chancery, of the first part and Teofil Trzczenski, of the second part:

WHEREAS, the Circuit Court of the Seventeenth Judicial Circuit of the State of Florida, in and for the County of Orange, in Chancery, on the 21st day of February, 1928, among other things, ordered, adjudged and decreed, in a certain cause then pending in the said Court, between Teofil Trzczenski, Complainant, and C. F. Kunze and Grace L. Kunze, his wife, C. A. Roberts and B. F. Sutton, Defendants, that the mortgaged premises mentioned in said decree, and hereinafter particularly described, be sold by said Master at public auction, the said Master first giving four weeks' notice of the time and place of sale, in a newspaper published at Orlando, Orange County, Florida, to-wit, the Evening Reporter-Star, and

WHEREAS, the said Special Master, Shelby Gaskin, and party of the first part to these presents, in pursuance of the said order and decree of the said Court in Chancery, did, on the 5th day of March, A.D. 1928, at the door of the Court House in Orlando, Orange County, Florida, and between the legal hours of sale, sell at public auction the said mortgaged premises, hereinafter particularly described, having first given previous notice of the time and place of sale, with a description of the said premises, agreeable to the order aforesaid; at which sale the said mortgaged premises, hereinafter particularly described, were sold to the said party of the second part for Four Thousand Dollars (\$4,000.00), that being the highest sum bidden for the same.

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OR. 369 P. 181

IN THE CIRCUIT COURT OF THE NINTH
JUDICIAL CIRCUIT IN AND FOR ORANGE
COUNTY, FLORIDA

FILE NO.

AMENDMENTS TO CHARTER OF ORLANDO)
JUNIOR COLLEGE, A CORPORATION NOT)
FOR PROFIT, UNDER THE LAWS OF THE)
STATE OF FLORIDA)

P E T I T I O N

Comes now Orlando Junior College, a non-profit corporation of the State of Florida with its principal offices at Orlando, Orange County, Florida, whose Charter has been heretofore approved by a Judge of the above Circuit Court, and shows the Court as follows:

1. That the original Charter of Orlando Junior College was approved by a Judge of the above Circuit Court on the 19th day of August, 1941, and recorded in Incorporation Book 8, Page 66 of the Public Records of Orange County, Florida.

2. That said charter was amended and the amendments were approved by the Judge of the above Circuit Court on the 21st day of July, 1945, which amendments to Charter of Orlando Junior College were recorded in Incorporation Book 8, Page 453, Public Records of Orange County, Florida.

3. That its By-Laws provide that its charter may be amended as follows:

"ARTICLE IV - AMENDMENTS

Section 1. This corporation may amend its Charter or Certificate of Incorporation in any respect; provided that only such provision shall be inserted by amendment as it would be lawful and proper to insert in any original Charter of Certificate of Incorporation. Every such amendment shall be made and affected by the adoption of a resolution setting forth the amendments proposed and declaring the advisability of amending the Charter in such respects, which

William + Chapman - McCoy Bldg. Orlando, Fla.

CA 369 182

resolution shall be affirmatively voted for by a majority of the Trustees at any meeting of the Trustees, regular or special. A Certificate of Adoption of said resolution shall thereafter be signed by at least five members of the Board of Trustees, including the President of the Corporation, and the Chairman of the Board of Trustees, and shall be presented to the Judge of the Circuit Court having jurisdiction of the matter, with a Petition requesting the approval of such Circuit Judge."

4. That at the regular annual meeting of the Board of Trustees of Orlando Junior College held April 24, 1958, in accordance with the Charter and By-Laws of the corporation, the proposal to further amend the Charter of the corporation was discussed and voted upon; that there were more than a quorum present at said meeting; that at said meeting a resolution was adopted setting forth the amendments proposed and declaring the advisability of amending the Charter; that said resolution was affirmatively voted for by all of the Directors present at the meeting, and by a majority of the Directors of the Corporation; that thereafter a certificate of adoption of said resolution was signed by all members of the Board of Trustees, including Addison L. Williams, Chairman of the Board, as well as by the President of the College, Morris S. Hale, Jr. Said Certificate of Adoption setting forth said resolution and the amendments desired, is attached hereto as Exhibit "A" hereof and by reference made as much a part of this Petition as if it were set out in haec verba herein.

5. That it is intended in good faith to carry out the purposes and objects set forth in said Charter and Amendments thereto.

WHEREFORE, pursuant to said resolution and to the statutes in such cases made and provided, ORLANDO JUNIOR COLLEGE by its undersigned officer thereunto duly authorized prays that a Judge of the Circuit Court in and for Orange County, Florida, will inspect the same, and if he finds the amendments to said charter to be in proper form and for an object authorized by the laws of Florida pertaining to non-profit corporations, and that the amendments were adopted as provided by law and in accordance with the By-Laws of said corporation, that the

OR 308 am 183

Judge will approve said amendments to the Charter of said college and endorse his approval thereon.

ORLANDO JUNIOR COLLEGE

By Morris B. Hale, Jr.
President

O.R. 369-184

STATE OF FLORIDA)
) SS.
COUNTY OF ORANGE)

Personally appeared before me, the undersigned authority,
MORRIS S. HALE, JR., to me known to be President of Orlando Junior
College and one of the subscribers to the Amendment to the Charter
of Orlando Junior College, and after being by me first duly sworn,
deposes and says:

That it is intended in good faith to carry out the purposes
and objects set forth in the amendments to the Charter of Orlando
Junior College as therein set forth.

Morris S. Hale, Jr.

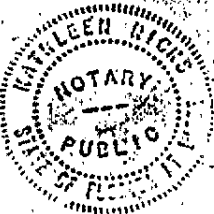
Morris S. Hale, Jr.

Sworn to and subscribed before
me this 17th day of April, 1958.

Kathleen Rich

Notary Public, State of Florida at Large
My Commission Expires:

Notary Public, State of Florida at Large
My Commission Expires Dec. 26, 1961
Bonded by American Surety Co. of N. Y.



STATE OF FLORIDA)
COUNTY OF ORANGE)

O.R. 369 PAGE 185


SS.

BEFORE Me, the undersigned Notary Public in and for the State of Florida at Large, on this day personally appeared IRA J. JOHNSTON, known to me to be a person worthy of credit, who first being duly sworn according to Law deposes and says:

THAT he is the Secretary of Orlando Junior College, the non-profit corporation named and described in the foregoing Petition, and that he has custody and possession of the Minutes and records of such corporation; that MORRIS S. HALE, JR. is the President and ADDISON L. WILLIAMS is the Chairman of the Board of Trustees of said Corporation; that the Certificate of Adoption, designated as Exhibit "A" to the foregoing Petition, contains a true and correct copy of a resolution including proposed amendments to the Charter of said corporation duly offered, adopted by unanimous vote of all Trustees of the Corporation present at the regular annual meeting of the Corporation held April 24, 1958, which was duly and regularly called in accordance with the By-Laws of the Corporation, at which meeting more than a quorum were present at the time the resolution was passed, and that the resolution was adopted by the affirmative vote of more than a majority of the Trustees of the Corporation; and that said resolution was passed in the manner and approved by the vote required by the Charter and By-Laws of said Corporation, and in fulfillment of the requirements of the laws of Florida and the Charter and By-Laws of said corporation for the amending of the Charter of a non-profit corporation of Florida.


Ira J. Johnston

Sworn to and subscribed before me this
28th day of April, 1958.


Notary Public, State of Florida at Large
My Commission Expires:

Notary Public, State of Florida at Large
My Commission Expires Dec. 28, 1961
Bonded by American Surety Co. of N. Y.



CERTIFICATE OF ADOPTION OF AMENDMENTS TO CHARTER
OF
ORLANDO JUNIOR COLLEGE

We, the undersigned, being members of the Board of Trustees of Orlando Junior College, do hereby certify that the regular annual meeting of the Board of Trustees of said College was held in the Trustees Room of Hale Hall on the campus of the College Thursday, April 24, 1958, in compliance with the Charter and By-Laws of the Corporation; that there were more than a quorum of Directors present at said meeting; and that the following resolution was offered to the Board of Trustees for its action, and was affirmatively voted for by all of the Directors at the meeting which constituted a majority of the members of the Board of Trustees.

RESOLVED that the Charter of Orlando Junior College be and it is hereby amended so as to read as follows:

ARTICLE I

The name of this Corporation shall be UNIVERSITY OF ORLANDO, and it shall be located at Orlando, Orange County, Florida, and shall be a non-profit corporation under the laws of the State of Florida;

ARTICLE II

The general nature of the object of this Corporation is as follows:

(A) To continue the operation of a junior college in the name of Orlando Junior College as one of the colleges of University of Orlando; and to establish and maintain an institution of higher learning for the instruction of

... of high school
... in the various branches of a thorough
and liberal education, literary, scientific, semi-professional, professional,
vocational, commercial, technical and industrial, having as educational re-
quirements in general the standards of the freshman, sophomore, junior and
senior years of a four-year college or university, and for graduate work,
the standards set forth from time to time by the Board of Trustees or such
other board or educational body as may be designated therefor by the Board
of Trustees. Said instruction and learning shall be given through the follow-
ing colleges, faculties, and departments which shall compose said University,
and as they are established by the Board of Trustees from time to time, to-wit:
College of Arts and Sciences, College of Engineering, College of Business Ad-
ministration, an Institute of Technology, College of Medicine, College of Law,
College of Dentistry, College of Pharmacy, College of Veterinary Science,
College of Citrus Studies, College of Nursing, Junior College, and such other
colleges, faculties or departments, both graduate and under-graduate, for
specialized learning of university rank as may be established from time to
time by the Board of Trustees.

(B) To provide for the delivery and holding of lectures, exhibits,
classes, conferences and public meetings calculated directly or indirectly
to advance the cause of education, and to grant diplomas and to confer upon
students who have met the requirements therefor the degrees applicable to
the various colleges and graduate schools of the University, including bache-
lor degrees, Masters degrees, Doctors degrees, and any and all other literary
honors and honorary degrees granted in similar institutions.

(C) To establish and maintain circulating libraries and reference
libraries, reading and writing rooms, and furnish same with books, reviews,
magazines, reports, newspapers and other literature including instrumental
and vocal music; and to print, publish, bind and sell books, newspapers,
journals, magazines, periodicals, reports and other literature for the

dissemination of University, College or Department news, notices and information.

(D) To establish, operate, support and maintain dormitories, cottages, restaurants, eating places and other buildings in connection with the carrying out of the purposes of a University.

(E) In order to properly prosecute the objectives and purposes of said University, this Corporation will have the power and authority to own, control, purchase, lease, sell, mortgage, encumber, convey, exchange, rent or otherwise acquire, equip, maintain and occupy real estate, buildings, and generally hold, manage, deal with and improve the property of the Corporation; to construct, erect, equip, repair and improve houses, buildings, roads, sewers and conduits; to make, enter into, perform, and carry out contracts of every sort and kind relating to the business of the University; to hold, own, encumber, lease, sell personal property, both tangible and intangible; to collect rents and income and to purchase, sell, lease, acquire, cultivate and develop real estate, including groves, orchards and fruit lands, and all kinds of rights, interest, and easement of property; to receive by donation, devise, bequest or otherwise any lands, tenements, hereditaments, rents, goods, and chattels, including property of all kinds, real and personal, and including intangible property, and to hold the same for the use and benefit of said University, or any of its colleges, faculties, or departments, and according to the intention of the donor or donors of any such property or properties; and to sell, transfer and convey the same in accordance with the Charter, By-Laws, rules, regulations of this Corporation unless prohibited by the terms of any such donations; and in general, to perform and do any acts and things which the Trustees may deem necessary or expedient for the carrying out or the successful prosecution of any of the objectives and purposes of this Corporation.

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ARTICLE III

The qualification of members and the manner of their admission shall be prescribed and set out in the By-Laws of this Corporation.

ARTICLE IV

The term for which this Corporation is to exist shall be perpetual.

ARTICLE V

The names and residences of the subscribers to this amendment of the Charter of this Corporation are:

Mrs. R. A. Carmichael
Pineloch
Orlando, Florida

Dr. Frank D. Gray
1258 Spring Lake Drive
Orlando, Florida

Joseph S. Guernsey
1611 Spring Lake Drive
Orlando, Florida

Dr. Paul C. Harrell
720 Euclid Avenue
Orlando, Florida

Dr. Hewitt Johnston
Amherst Apartments
Orlando, Florida

Ira J. Johnston
847 Miles Avenue
Winter Park, Florida

Walter A. Menges, Jr.
1415 East Colonial Drive
Orlando, Florida

Wilson M. Reed
1202 Lancaster Drive
Orlando, Florida

Hershell G. Stuart
2304 Hillcrest Avenue
Orlando, Florida

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Charles E. Wells
Apopka, Florida

Addison L. Williams
700 Daniels Street
Orlando, Florida

Morris S. Hais, Jr.
831 East Bois Drive
Orlando, Florida

ARTICLE VI

The affairs of the Corporation are to be managed by the following officers: a President, a Vice President, a Secretary, and a Treasurer; and by a Board of Trustees. Any person may hold two or more offices except that the President or the Vice President shall not be Secretary of the Corporation. Said officers shall be elected by the Board of Trustees in accordance with the By-Laws of the University. The President, the Vice President, the Secretary and the Treasurer may or may not be members of the Board of Trustees. The Board of Trustees of this Corporation shall consist of not less than three nor more than twenty-five members, as may be fixed from time to time by the By-Laws of this Corporation. The qualifications, manner of election and term of the Trustees shall be prescribed and set forth in the By-Laws of the Corporation. The terms of said trustees may be staggered as so provided in the By-Laws, and provision may also be made in the By-Laws for different classes of Trustees. The Board of Trustees shall have the power to prescribe the policies of the University, and to do and transact all and every business touching and concerning the policies of which shall be incidentally necessary thereto, as fully, amply, and effectually as any person or persons, or body, corporate or politic within this State, have the right and power to manage their own concerns; and to hold, enjoy, and exercise all such powers, authorities, jurisdictions and privileges as may be necessary to carry the object of the University fully into effect.

ARTICLE VII

The names of the officers who are to manage all of the affairs of the Corporation until the next election as provided by the By-Laws are as follows:

Morris S. Hale, Jr., President
Walter A. Menges, Jr., Vice President
Ira J. Johnston, Secretary
Wilson M. Reed, Treasurer

The names of the present trustees of this Corporation who shall act until, under the By-Laws, their successors are elected and qualified are as follows:

A. Trustees whose terms expire at the annual meeting of 1959:

Joseph S. Guernsey
Wilson M. Reed
Charles E. Wells

B. Trustees whose terms expire at the annual meeting of 1960:

Mrs. R. A. Carmichael
Dr. Hewitt Johnston
Hershell G. Stuart
Addison L. Williams

C. Trustees whose terms expire at the annual meeting of 1961:

Dr. Frank D. Gray
Dr. Paul C. Harrell
Ira J. Johnston
Walter A. Menges, Jr.

ARTICLE VIII

The By-Laws of the Corporation are to be made, altered or rescinded by the Board of Trustees.

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ARTICLE IX

The highest amount of indebtedness or liability to which this Corporation may at any time subject itself shall be ten million dollars, but such indebtedness shall never be greater than two-thirds of the valuation of the property of the Corporation.

ARTICLE X

The amount in value of real estate which the Corporation may hold shall be unlimited, subject always to the approval of the Circuit Judge.

FURTHER RESOLVED that the Board of Trustees of Orlando Junior College do hereby declare the advisability of amending the Charter of the Corporation in the respects aforementioned; and that a Certificate of Adoption of this Resolution setting forth the resolution shall be signed by at least five members of the Board of Trustees, including the Chairman of the Board of Trustees, to be presented to one of the Judges of the Circuit Court of the Ninth Judicial Circuit of Florida in and for Orange County, Florida, with a petition requesting the approval of such Circuit Judge of these amendments to the Charter.

Wm. R. L. Carmichael
James D. Thomas
Joseph S. Murrain
Paul C. Harrell
Lucretia Johnston, M.D.

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Geo. Johnson

Walter A. Menger, Jr.

William M. Tread

Herbert S. Stuart

Charles E. Leber

Adrian L. Williams

Morris D. Hale, Jr.

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STATE OF FLORIDA)
) SS.
COUNTY OF ORANGE)

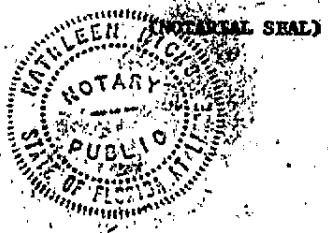
Personally appeared before me, the undersigned authority,
ADDISON L. WILLIAMS, to me known to be Chairman of the Board of Trustees
of Orlando Junior College and one of the subscribers to the Amendment to
the Charter of Orlando Junior College, and after being by me first duly
sworn, deposes and says:

That it is intended in good faith to carry out the purposes
and objects set forth in the amendments to the Charter of Orlando Junior
College as therein set forth.

Addison L. Williams
Addison L. Williams

Sworn to and subscribed before
me this 27th day of April, 1938

Kathleen R. Baker
Notary Public, State of Florida at Large
My Commission Expires:
Notary Public, State of Florida at Large
My Commission Expires Dec. 26, 1961
Bonded by American Surety Co. of N. Y.



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IN THE CIRCUIT COURT OF THE NINTH JUDICIAL CIRCUIT OF FLORIDA IN AND FOR ORANGE COUNTY

NO.

IN RE AMENDMENTS TO CHARTER OF)
ORLANDO JUNIOR COLLEGE NOT FOR)
PROFIT UNDER THE LAWS OF THE)
STATE OF FLORIDA)

ENDORSEMENT OF CIRCUIT JUDGE

This matter coming on to be heard before the undersigned Judge of the Circuit Court of the Ninth Judicial Circuit of Florida in and for Orange County, upon the presentation of the foregoing Petition, Certificate of Adoption, Resolution, Amendments to the Charter of Orlando Junior College and affidavit of Ira J. Johnston, Secretary of said college, and upon examination by me, upon consideration thereof I find that the same is in proper form and is for an object authorized by the laws of the State of Florida pertaining to non-profit corporations, and that the resolution amending the Charter of said college has been adopted as provided in the By-Laws of the Corporation, and that said amendments are entitled to my approval; whereupon it is

ORDERED, ADJUDGED AND DECREED that said amendments to the Charter of Orlando Junior College, a corporation not for profit under the laws of the State of Florida, hereafter to be known as the University of Orlando, be and the same are hereby approved, and from date of the filing and recording of this Endorsement and Approval in the Office of the Clerk of the Circuit Court in and for Orange County, Florida, said amendments to the Charter of Orlando Junior College shall be in full force and effect, and shall become and be taken as part of the original Charter of said non-profit corporation.

Done and Ordered at the Court House in Orlando, Orange County, Florida, this 24th day of April, 1958.

RECORDED & RECORD VERIFIED

William H. Howard Clerk of
Circuit Court, Orange Co., Fla.

Frank A. Smith
A Judge of the Circuit Court of the
Ninth Judicial Circuit of Florida in
and for Orange County.



STATE OF FLORIDA - COUNTY OF ORANGE
I HEREBY CERTIFY that this is a copy of
the document as recorded in this office.

MARTHA O. HAYNIE, COUNTY COMPTROLLER

By *Martha O. Haynie*
DATED: 24th April 1958