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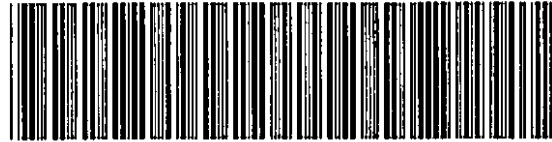
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## COVER LETTER

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

SUBJECT: Palm Beach Atlantic University, Inc.

CORPORATE NAME

Enclosed are an original and one (1) copy of the restated articles of incorporation and a check for:

☐ \$35.00  
Filing Fee

☐ \$43.75  
Filing Fee  
& Certificate of Status

☒ \$43.75  
Filing Fee  
& Certified Copy

☐ \$52.50  
Filing Fee,  
Certified Copy  
& Certificate of  
Status

**ADDITIONAL COPY REQUIRED**

FROM: Stephen Alderman

Name (Printed or typed)

901 S. Flagler Drive

Address

West Palm Beach, FL 33401

City, State & Zip

561-803-2148

Daytime Telephone number

steve\_alderman@pba.edu

E-mail address: (to be used for future annual report notification)

**NOTE: Please provide the original and one copy of the document.**



**Palm Beach  
Atlantic**  
UNIVERSITY

## **RESTATED ARTICLES OF INCORPORATION**

In compliance with Chapter 617, F.S. (Not for Profit)

Three conforming copies of the restated Articles of Incorporation for Palm Beach Atlantic University, Inc. are included with this application.

### **ARTICLE CONSOLIDATION**

These adopted restated articles of incorporation supersede the original articles of incorporation and all amendments to them.

### **REQUIRED ADOPTION INFORMATION**


☐ These restated articles of incorporation contain an amendment to the articles of incorporation which required member approval. The date of adoption of the amendments was \_\_\_\_\_, and the votes cast were sufficient for approval

☒ These restated articles of incorporation were adopted by the board of directors on June 17, 2022.

*I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.*

Dated June 17, 2022

\_\_\_\_\_

Signature 

(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Debra Schwinn

\_\_\_\_\_  
(Typed or printed name of person signing)

President

\_\_\_\_\_  
(Title of person signing)

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DEPARTMENT OF STATE  
TALLAHASSEE, FLORIDA

# **PBA ARTICLES OF INCORPORATION**

## **RESTATED ARTICLES OF INCORPORATION PALM BEACH ATLANTIC UNIVERSITY, INC.**

### **ARTICLE I**

#### **NAME AND LOCATION**

The name of the Corporation shall be PALM BEACH ATLANTIC UNIVERSITY, INC. Its principal office and place of business shall be located at 901 South Flagler Drive, West Palm Beach, Florida, 33401. Its mailing address shall be P.O. Box 24708, West Palm Beach, Florida 33416-4708. Branches thereof may be located in such other places as may from time to time be determined.

### **ARTICLE II**

#### **NATURE AND PURPOSES**

- A. This is a not-for-profit Corporation existing pursuant to Chapter 17 Florida statutes.
- B. The primary purpose of this Corporation is to provide a quality program of higher education in conformity with generally accepted educational standards and in an intentionally Christian environment as a non-denominational Christian university. Furthermore, the University will promote, advance, operate, and control such other program or programs of education as may, from time to time, be determined.

The founders' specific purposes of the corporation include but are not limited to the following:

1. To educate men and women in all branches of useful knowledge;
2. To maintain an institution for instruction in and promotion of Christian principles;
3. To improve mankind intellectually, morally, spiritually and physically;
4. To foster respect for humankind as a creation of God;
5. To foster commitment to family, family values, and the sanctity of marriage
6. To encourage belief in God through faith in Jesus Christ;
7. To encourage commitment to the virtues of work, self-discipline, and integrity;

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8. To encourage high moral standards;
  9. To promote esteem for the American free enterprise system;
  10. To encourage devotion to God through service to God and man;
  11. To introduce men and women to the Old and New Testaments as the infallible Word of God and guidebook for life.
- C. To that end this Corporation shall be entitled to receive and acquire property by gift, purchase, or in trust; to own, possess and hold property of every description and kind; to sell, mortgage, convey, lease, re-lease and dispose of same; to sue and be sued; to enjoy all powers, rights and privileges allowed corporations not for profit by Chapter 617 Florida Statutes; and to, in every way, manner and respect, do all things and exercise all powers which a natural person might have, do and exercise.

### **ARTICLE III**

#### **MEMBERSHIP**

- A. The members of the Corporation shall be the directors and they shall be known as Trustees, and collectively called the Board of Trustees. The number of Trustees, their qualifications, terms, and the manner of their election shall be as provided in the By- laws.
- B. No elected Trustee shall receive or be lawfully entitled to receive, any salary or other remuneration for services connected with the administration of the affairs of the Board of Trustees, although actual expenses incurred by any such Trustee may be refunded when so authorized by action of the Board of Trustees. No Trustee shall have any individual or personal liability of any kind arising out of or in connection with the transactions or other activities or undertakings of the Corporation; other than such Trustee or Trustees as may have been bonded or required to be bonded either under the Bylaws or by resolution of the Trustees.

### **ARTICLE IV**

#### **TERM OF EXISTENCE AND DISPOSITION OF ASSETS ON DISSOLUTION**

This Corporation will have perpetual existence. Should this corporation ever be dissolved, all of its assets shall be distributed to a not for profit religious, educational or charitable organization, institution or corporation which qualifies as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code of the United States, or any corresponding provision of any future

amendment thereto, and shall under no circumstance be distributed to any of the individual officers, Trustees or employees of this Corporation.

## **ARTICLE V**

### **BY-LAWS, RULES, REGULATIONS AND AMENDMENTS**

The Board of Trustees of this Corporation shall adopt and promulgate such by-laws, rules and regulations for the operation of the Corporation and the University as it may from time to time choose and which shall not be inconsistent with the laws of the State of Florida or these Articles of Incorporation.

Amendments to these Articles of Incorporation or Charter may be made only by an affirmative vote of two-thirds (2/3rds) of the Trustees present and voting at a regular or special duly constituted meeting of the Board, provided notice of the substance of the proposed amendment has been sent to all Trustees at least 30 days before the meeting.

Notwithstanding the forgoing, amendments to Article II Section B herein shall require three-fourths (3/4ths) of the Trustees present and voting at a regular or special duly constituted meeting of the Board, provided notice of the substance of the proposed amendment has been sent to all Trustees at least 30 days before the meeting.

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