

739350

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP

WAIT

MAIL

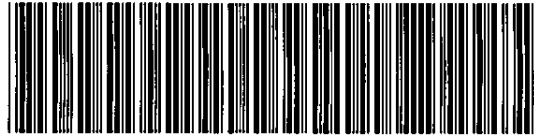
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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RECEIVED
07 AUG 30 PM 3: 16
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

07 AUG 30 PM 4: 20
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

Restated

G. Couffette AUG 30 2007

Meyer + Brooks, PA
Requester's Name

2544 Blairstone Pines Dr
Address

Tallahassee FL 32302
City/State/Zip Phone #

878-5212

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Florida Education Association Holding Corp. Inc.
(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
- Not for Profit
- 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

REGISTRATION/QUALIFICATION

- Foreign
- Limited Partnership
- Reinstatement
- Trademark
- Other

Examiner's Initials

RESTATED ARTICLES OF INCORPORATION

OF

FLORIDA EDUCATION ASSOCIATION HOLDING CORPORATION, INC.

(Charter No. 739350)

In accordance with the provisions of Section 617.1007, Florida Statutes (2001), the Board of Directors of the above corporation adopts these Restated Articles of Incorporation.

The Articles of Incorporation are restated as follows:

ARTICLE I

Name and Principal Place of Business

The name of this corporation shall be the "Florida Education Association Holding Corporation, Inc." The principal place of business is: 213 South Adams Street, Tallahassee, Florida 32301.

ARTICLE II

Purpose

The purpose of this corporation is to hold legal title to real property for the use and benefit of the Florida Education Association which shall hold equitable title thereto.

ARTICLE III

Members

The members of this corporation shall consist of those persons who serve as officers and directors of the corporation.

APPROVED
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TALLAHASSEE, FLORIDA

ARTICLE IV

Term

This corporation shall have perpetual existence.

ARTICLE V

Officers

The corporation shall have three officers as follows: President, Vice-President, Secretary/Treasurer. The office of President will be held by the person who serves as President of the Florida Education Association. The office of Vice-President shall be held by the person who serves as Vice-President of the Florida Education Association. The office of Secretary/Treasurer shall be held by the person who serves as Secretary/Treasurer of the Florida Education Association.

ARTICLE VI

Board of Directors

There shall be a Board of Directors for this corporation, which shall consist of not less than three members. The Board of Directors shall consist of those persons who serve as Officers of the Florida Education Association and the Chief of Staff of the Florida Education Association.

ARTICLE VII

By-laws

The Board of Directors shall have the power, but not the duty, to adopt by-laws of this corporation, to alter, amend or repeal such by-laws or to adopt new by-laws.

ARTICLE VIII
Amendments

These Articles of Incorporation may be amended in the manner provided by law upon approval of the Board of Directors.

ARTICLE IX
Dissolution


Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such a manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall, at the time, qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or to a labor organization or organizations which shall, at the time, qualify as an exempt organization or organizations under Section 501(c)(5) of the Internal Revenue Code of 1954, as amended, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by an appropriate court of jurisdiction where the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated for such purposes.

ARTICLE X
Registered Office

In accordance with the provisions of Sections 617.0501, 617.0502 and 617.0503, Florida Statutes (2000), the registered office of the corporation shall be located at 2544 Blairstone Pines

Drive, Tallahassee, Florida 32301, and the Registered Agent shall be Ronald G. Meyer, Esquire.

IN WITNESS WHEREOF, the Board of Directors of the foregoing corporation, at a meeting held on the 6th day of August, 2007, unanimously adopted the foregoing restatement.



Clara Cook
Secretary/Treasurer

VERIFICATION

STATE OF FLORIDA)
COUNTY OF LEON)

The foregoing instrument was acknowledged before me this 6th day of August, 2007, by Clara Cook, who is personally known to me ~~OR who provided a valid Florida Driver's License as identification~~ (strike through one).

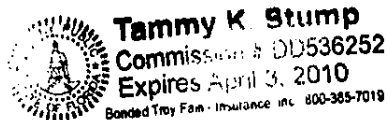
WITNESS my hand and seal in the County and State named above on this 6th day of August, 2007.



NOTARY PUBLIC

My Commission Expires:

Notary Public: Tammy K. Stump
Printed Name



ACCEPTANCE BY REGISTERED AGENT

Ronald G. Meyer, the Registered Agent named in the foregoing Restated Articles of Incorporation, by the execution of this acceptance, does hereby agree to abide by the provisions of Florida law with respect to the duties of such registered agent and agrees to maintain normal business hours at the following address: 2544 Blairstone Pines Drive, Tallahassee, Florida 32301.

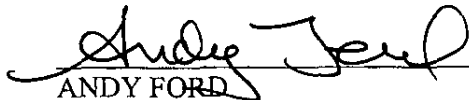
A handwritten signature in black ink, appearing to read 'RGM', is written over a horizontal line.

RONALD G. MEYER, ESQUIRE

CERTIFICATE OF RESTATEMENT OF
ARTICLES OF INCORPORATION
OF
FLORIDA EDUCATION ASSOCIATION HOLDING CORPORATION, INC.
(Charter No. 739350)

The Board of Directors of the foregoing corporation, pursuant to Section 617.1007(3), Florida Statutes (2001), files this certificate with the attached Articles of Restatement of the Articles of Incorporation of the corporation and further states that the restatement contains amendments to the Articles of Incorporation which do not require member approval. The Board of Directors adopted such amendments and the restatement at a meeting held on August 6, 2007.

IN WITNESS WHEREOF, Andy Ford, President and Director, hereby sets his hand and seal on the date indicated.



ANDY FORD
President/Director

Date: August 6, 2007

STATE OF FLORIDA)
COUNTY OF LEON)

The foregoing instrument was acknowledged before me this 6th day of August, 2007, by Andy Ford, who is personally known to me OR who ~~provided a valid Florida Driver's License as identification~~ (strike through one).

WITNESS my hand and seal in the County and State named above on this 6th day of August, 2007.



NOTARY PUBLIC

Notary Public: Tammy K. Stump
Printed Name

My Commission Expires:



Tammy K. Stump
Commission # DD536252
Expires April 3, 2010
Bonded Troy Farm - Insurance, Inc. 800-365-7019