

TRANSMITTAL LETTER
N 00000006359

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

SUBJECT: Florida Association of Computer Teachers, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

900003400458--9
-09/21/00--01045--015
*****87.50 *****87.50

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

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Jan Collins
Name (Printed or typed)
ERAU - Room LB143
600 S. Clyde Morris Blvd.
Address
Daytona Beach, FL 32114-3900
City, State & Zip
904-226-6656
Daytime Telephone number

FILED
00 SEP 21 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

9-25
WAC

ARTICLES OF INCORPORATION

FLORIDA ASSOCIATION OF COMPUTER TEACHERS, INC.

A Florida Nonprofit Corporation

Article I

Corporate Name

The name of this Corporation is FLORIDA ASSOCIATION OF COMPUTER TEACHERS, INC.

Article II

Principal Place of Business

The address of this Corporation's principal place of business shall be the Florida Association of Computer Teachers, Lehman Engineering Center – Room 143, 600 S. Clyde Morris Blvd., Embry-Riddle Aeronautical University, Daytona Beach, FL 32114-3900.

Article III

Corporate Purposes

The purposes for which the FLORIDA ASSOCIATION OF COMPUTER TEACHERS, INC. is organized are exclusively educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any subsequent United States Internal Revenue Law. These purposes include, but are not limited to, the advancement of research leading to improved understanding, planning and operation of computing education; the dissemination of information and interchange of ideas on problems of common interest in the field of computing education; the continued professional development of individuals engaging in computing instruction; the fostering of unity and cooperation among persons having interests and activities related to research; and the advancement of computing education.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article IV

Board of Directors

Section 1. The number of persons constituting the first Board of Directors shall be nine (9).

Section 2. The Board of Directors shall consist of the President, Executive Vice President, Secretary, Treasurer, Vice President of Membership, Vice President of Programs and Vice President of Public Relations and two Members at Large.

Section 3. The Directors shall be elected and have such duties, obligations, and authority as provided in the Bylaws.

Section 4. The Board of Directors shall have full authority to act for and on behalf of the Corporation, except as otherwise specified in these Articles of Incorporation and in the Bylaws. The Board of Directors shall be responsible for performing such duties as are specified in these Articles of Incorporation and in the Bylaws, and other duties as are required for the management of the Corporation's affairs.

Article V

Initial Board of Directors

The names and affiliations of the persons who are to serve as Directors until the first election of Directors pursuant to the Bylaws, and who are designated as the Founding Members of the Corporation, are:

President: Jan Collins
Embry-Riddle Aeronautical University
Daytona Beach, FL

Executive Vice President: Steve Griffin
Lincoln High School
Tallahassee, FL

Secretary: Mike Crudele
Ransom Everglades School
Miami, FL

Treasurer: Nick Brixius
Embry-Riddle Aeronautical University
Daytona Beach, FL

Vice President of Membership: Caroline Maru
New Smyrna Beach High School
New Smyrna Beach, FL

Vice President of Programs: Byron Reeder
The Bolles School
Jacksonville, FL

Vice President of Public Relations: Ron Scarcelli
Jesuit High School
Tampa, FL

Member at Large: Lisa Brock
Pine Crest School
Ft. Lauderdale, FL

Member at Large: Loretta Dalke
Forest High School
Ocala, FL

Article VI

Registered Agent and Office

The address of this Corporation's registered office shall be the Florida Association of Computer Teachers, Lehman Engineering Center – Room 143, 600 S. Clyde Morris Blvd., Embry-Riddle Aeronautical University, Daytona Beach, FL 32114-3900, and the name of its registered agent at said address shall be Professor Jan Collins or his duly appointed successor.

Article VII

Incorporators

The names and addresses of the Incorporators of this Corporation are as follows:

Jan Collins
Embry-Riddle Aeronautical University, LB143
600 S. Clyde Morris Boulevard
Daytona Beach, FL 32114-3900

Nick Brixius
Embry-Riddle Aeronautical University, LB151
600 S. Clyde Morris Boulevard
Daytona Beach, FL 32114-3900

Article VIII

Qualification and Admission of Members

Section 1. This Corporation shall have five classes of members as provided for in the Bylaws. No more than one membership may be held by any one person. The rights and privileges of each class of members is specified in the Bylaws. Each Regular, Founding, Distinguished, and Founding Sponsor member shall be entitled to one vote.

Section 2. Membership shall be open to any person who is actively engaged in computing education or has professional interest in activities related to computing education. Any such person paying the registration and/or membership fee(s) provided for by the Bylaws, and agreeing to be bound by the Articles of Incorporation and the Bylaws of this Corporation and by such rules and regulations as the Board of Directors may from time to time adopt, is a member.

Article IX

Officers

The officers of this Corporation shall be a President, an Executive Vice President, a Secretary, a Treasurer, a Vice President of Membership, a Vice President of Programs and a Vice President of Public Relations. The officers shall be elected and have such duties, obligations, and authority as provided in the Bylaws.

Article X

Initial Officers

The names and affiliations of the officers who are to serve until the first election as provided in the Bylaws are:

President: Jan Collins
Embry-Riddle Aeronautical University
Daytona Beach, FL

Executive Vice President: Steve Griffin
Lincoln High School
Tallahassee, FL

Secretary: Mike Crudele
Ransom Everglades School
Miami, FL

Treasurer: Nick Brixius
Embry-Riddle Aeronautical University
Daytona Beach, FL

Vice President of Membership: Caroline Maru
New Smyrna Beach High School
New Smyrna Beach, FL

Vice President of Programs: Byron Reeder
The Bolles School
Jacksonville, FL

Vice President of Public Relations: Ron Scarcelli
Jesuit High School
Tampa, FL

Article XI

Bylaws

Section 1. The Corporation shall, for the conduct of its affairs, adopt Bylaws not inconsistent with these Articles of Incorporation.

Section 2. Proposed Bylaws and amendments to them may be initiated by any of the following means:

- (a) through action originating in the Board of Directors and approved by a majority vote of the Board of Directors
- (b) through a petition submitted by any voting member of the Corporation and approved by a majority of the Board of Directors
- (c) through a petition signed by twenty-five (25) or more members of the Corporation, and filed with the Secretary

Section 3. The Board of Directors shall be responsible for printing any proposed bylaws or amendment(s) to them, if duly and properly initiated, and for submitting them to the voting members for vote by either of the following means:

- (a) at an annual business meeting, provided that the proposed change has been filed with the Secretary and mailed to the members thirty (30) days prior to the annual business meeting
- (b) by mail ballot

Section 4. A bylaw or amendment to the Bylaws must be approved by an affirmative vote of the majority of one of the following:

- (a) the members present and voting at an annual business meeting, in the case of Section 3(a), above
- (b) those members voting whose ballots shall have been postmarked on or before the thirtieth (30th) day and received on or before the forty-fifth (45th) day after the mailing of the ballots, in case of Section 3(b) above

Section 5. Changes in the Bylaws shall become effective immediately after approval or as stated in the changes.

Article XII

Amendments to Articles of Incorporation

Section 1. Amendments to the Articles of Incorporation may be initiated by any of the following means:

- (a) through action originating in the Board of Directors and approved by a majority vote of the Board of Directors
- (b) through a petition Submitted by any voting member of the Corporation and approved by a majority of the Board of Directors
- (c) through a petition Signed by fifty (50) or more voting members of the Corporation and filed with the Secretary

Section 2. The Board of Directors shall be responsible for printing the proposed amendment, if duly and properly initiated, and submitting it to the voting members for vote by either of the following means:

- (a) at an annual business meeting, provided that the proposed change has been filed with the Secretary and mailed to the members thirty (30) days prior to the annual business meeting
- (b) by mail ballot

Section 3. Amendments to the Articles of Incorporation must be approved by an affirmative vote of two-thirds of one of the following:

- (a) the members present and voting at an annual business meeting
- (b) those members voting whose ballots shall have been postmarked on or before the thirtieth (30th) day and received on or before the forty-fifth (45th) day after the mailing of the ballots

Section 4. Amendments to the Articles of Incorporation become effective immediately after approval or as Stated in the Amendment.

Article XIII

Activities of the Corporation

Section 1. No substantial part of the activities of this Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Section 2. Notwithstanding any other provision of these articles, this Corporation shall not carry on any activities not permitted to be carried on by a Corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

Section 3. No part of the net earnings of this Corporation shall inure to the benefit of, or be distributable to its members, directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof.

Article XIV

Duration

The term of existence of this Corporation is perpetual.

Article XV

Dissolution of Corporation

In the event of dissolution, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding sections of any prior or subsequent Internal Revenue code, or to the Federal, State, or Local government for exclusive public purpose.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Jan Collins
Jan Collins, Registered Agent

9/11/00
Date

FILED
00 SEP 21 PM 2:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as incorporators for the above stated corporation, I am familiar with and agree to act in this capacity.

Jan Collins
Jan Collins, Incorporator

9/11/00
Date

Nick Brixius
Nick Brixius, Incorporator

9/11/00
Date