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|                                     | OFFICE USE ONLY  |
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| CORPORATION NAME(S) & DO            |  |
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| NEW FILINGS                         | AMENDMENTS   |
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| NonProfit                           | Resignation of R.A., Officer/Director  |
| . Limited Liability                 | Change of Registered Agent   |
| Domestication                       | Dissolution/Withdrawal   |
| Other                               | Merger !   |
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| OTHER FILIGS                        | REGISTRATION) QUALIFICATION  |
| Annual Report                       | Foreign  |
| Fictitious Name                     | Limited Partnership  |
| Name Reservation                    | Reinstatement  |
|                                     | Trademark  |
|                                     | Other  |

Examiner's Initials

CR2E031(9/92)

# ARTICLES OF INCORPORATION OF SATURDAY SCIENCE PARENT TEACHER ORGANIZATION. Fuc.

## A FLORIDA NONPROFIT CORPORATION

## **ARTICLE ONE - NAME**

The name of this corporation is SATURDAY SCIENCE PARENT TEACHER ORGANIZATION, The

# ARTICLE TWO - STATEMENT OF CORPORATE NATURE

This is a nonprofit corporation organized solely for general charitable purposes pursuant to the Florida Corporations Not for Profit Law set forth in Part 1 of Chapter 617 of the Florida Statutes.

# ARTICLE THREE - GENERAL AND SPECIFIC PURPOSES

- A. The specific and primary purposes for which this corporation is formed are:
- 1. To promote co-operation in all matters of interest to the general well being of the people and to the to develop and increase civic interest and pride; and to do all things as are properly within the scope of such an association for the welfare of its members and its community and communities.
- 2. Its general purpose shall be to advance the science educational, civic, social commercial and economic interests of the Florida region, and to promote the awareness of science.

Abe A. Bailey, Esquire ABE A. BAILEY, P.A., BANK OF AMERICA BUILDING 18350 N.W. 2nd Avenue, Suite 500 Miami, Florida 33169 Phone No. (305) 653-8860 3. Its plan of operations shall be to provide sciences training to individuals in order for them to achieve that educational awareness of science.

A. The general purpose for which this corporation is formed are to advance the science educational, civic, social commercial and economic interests of the Florida region, and to promote the awareness of science. The charitable purposes as will qualify it as an exempt organization within the meaning of section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law. Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law.

B. This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

#### **ARTICLE FOUR - TERM**

This corporation shall have a perpetual existence.

## ARTICLE FIVE - MEMBERSHIP

The corporation shall have a membership distinct from the board of trustees. The authorized number and qualification of the members of the corporation, the manner of their admission, the

different classes of membership, if any, the property, voting, and other rights and privileges of members and their liability for dues and assessments and the method of collection thereof, shall be set forth in the bylaws.

## **ARTICLE SIX - SUBSCRIBERS**

The names and addresses of the subscribers of the corporation are as follows:

KAREN BYNES - (PRESIDENT) 2730 N.W. 25TH STREET FT. LAUDERDALE, FL 33311

**MARILYN BAILEY - (SECRETARY)** 1215 N.W. 144TH AVENUE PEMBROKE PINES, FL 33028

WANDA BROWN - (VICE-PRESIDENT) JACQUELINE C. KELLY - (HISTORIAN) 4867 N.W. 9TH DRIVE PLANTATION, FL 33317

**240 N.W. 28TH AVENUE** FT. LAUDERDALE, FL 33311

ARLENE CALLOWAY - (TREASURER) **582 WEST CAMPUS CIRCLE** FT. LAUDERDALE, FL 33312

# **ARTICLE SEVEN - LOCATION OF** PRINCIPAL OFFICE AND IDENTIFICATION OF REGISTERED AGENT

- A. The county in the State of Florida where the principal office for the transaction of the business of this corporation is to be located in the County of Broward at 2730 N.W. 25th Street, Fort. Lauderdale, Florida 33311.
  - B. The name and address of this corporation's registered agent is:

ABE A. BAILEY, ESQUIRE **18350 N.W. 2ND AVENUE SUITE 500** MIAMI, FLORIDA 33169

## ARTICLE EIGHT - MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Trustees. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of trustees. The number of trustees of the corporation shall be provided, however, that such number may be changed by a bylaw fully adopted by the members.

The Trustees named herein as the first board of trustees shall hold office until the first meeting of members, to be held on \_\_\_\_\_ at \_\_\_\_ O'clock a.m. at 2730 N.W. 25th Street, Fort. Lauderdale, Florida 33311 at which time an election of trustees shall be held.

Trustees elected at the first annual meeting, and at all times thereafter, shall serve for a term of one year until the annual meeting of members following the election of trustees and until the qualification of the successors in the office.

Annual meetings shall be held at \_\_\_\_\_ O'clock a.m., on the \_\_\_\_\_ of \_\_\_\_ of each year at the principal office of the corporation, or at such other place or places as the board of trustees may designate form time to time by resolution.

Any action required or permitted to be taken by the board of trustees under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect if taken by unanimous vote of the trustees. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the board of trustees without a meeting and that the articles of incorporation and bylaws of this corporation authorize the trustees to so act. Such a statement shall be

prima facie evidence of such authority.

The names and addresses of such first members of the board of trustees are as follows:

# KAREN BYNES, MARILYN BAILEY, WANDA BROWN, ARLENE CALLOWAY, JACQUELINE C. KELLY

B. Corporate Officers: The board of trustees shall elect the following officers: President, Vice President, Treasurer, Secretary, Historian and such other officers as the bylaws of this corporation may authorize the trustees to elect from time to time initially, such officers could be elected at the first annual meeting of the board of trustees. Until such election is held, the following persons shall serve as corporate officers:

| President      | KAREN BYNES         |
|----------------|---------------------|
| Vice President | WANDA BROWN         |
| Treasurer      | ARLENE CALLOWAY     |
| Secretary      | MARILYN BAILEY      |
| Historian      | JACQUELINE C. KELLY |

### **ARTICLE NINE- BYLAWS**

Subject to the limitations contained in the bylaws, and any limitations set forth in the Corporations Not For Profit law of Florida, concerning corporation action that must be authorized or approved by the members of the corporation, bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of trustees or by following the procedure set forth therefor in the bylaws.

#### ARTICLE TEN - DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to educational and charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

# ARTICLE ELEVEN - DISTRIBUTION OF ASSETS

Upon the dissolution of winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for educational and charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

# ARTICLE TWELVE - AMENDMENT OF ARTICLES

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of trustees and presented to a quorum of members for their vote. Amendments may be adopted by the vote of 51% of a quorum of members of the corporation.

I, the undersigned, being the incorporator of this corporation, and including all the persons herein named as the subscribed of this corporation, for

KAREN BYNES

STATE OF FLORIDA )
COUNTY OF DADE )

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County above set forth, personally appeared KAREN BYNES who is personally known or who presented Articles of Incorporation, and she acknowledge before me that she executed these Articles of Incorporation.

NOTARY PUBLIC,

State of Florida at Large

My Commission Expires:

Maydelin Gil

MY COMMISSION # CC955996 FYDIPES

July 20, 2004

BONDED THRU TROY FAIN INSURANCE

# CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHICH PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statute, the following is submitted in compliance with said Act.

desiring to organize under the laws of the State of Florida, with its principal office at 2730 N.W. 25th Street, Fort Lauderdale, Florida 33311, County of Broward and State of Florida, has named Abe A. Bailey, Esquire, whose address is 18350 N.W. 2nd Avenue, Suite 500, Miami, Florida 33169 as its agent to accept service of process within this State.

#### **ACKNOWLEDGMENT**

Having been named to accept service of process for the above named 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.

ABE A. BALEY, ESQUIRE - Registered Agent