

N11000003482

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amended & Restated

TBrown 4-14-11

THE LAW OFFICE OF  
**PAUL A. KRASKER, P.A.**

225 SOUTH OLIVE AVENUE  
WEST PALM BEACH, FL 33401  
MAIN (561) 515-2930  
FACSIMILE (561) 515-2939

**FROM THE DESK OF PAUL A. KRASKER**  
DIRECT LINE: (561) 515-2929  
EMAIL: pkrasker@kraskerlaw.com

April 11, 2011

**Via Federal Express**


Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

Dear Sir / Madam:

Please find enclosed your Cover Letter and our request to replace in its entirety the electronically filed Articles of Incorporation for Conniston Middle IB World School PTO, Inc., Document Number N11000003482, with the enclosed Amended and Restated Articles of Incorporation for Conniston Middle IB World School PTO, Inc. along with our check No. 1390 in the amount of \$35.00.

Should you have any questions or if this matter needs attention, please do not hesitate to contact me.

Sincerely;



Paul A. Krasker

PAK/kw  
enclosure

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Conniston Middle IB World School PTO, Inc.

**DOCUMENT NUMBER:** N11000003482

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Paul A. Krasker

(Name of Contact Person)

Law Office of Paul A. Krasker, P.A.

(Firm/ Company)

225 South Olive Avenue

(Address)

West Palm Beach, Florida 33401

(City/ State and Zip Code)

pkrasker@kraskerlaw.com

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

For further information concerning this matter, please call:

Kim Woodward

(Name of Contact Person)

at ( 561 ) 515-2923

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☒ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☐ \$52.50 Filing Fee  
Certificate of Status  
Certified Copy  
(Additional Copy  
is enclosed)

**Mailing Address**

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

**Street Address**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION OF  
CONNISTON MIDDLE IB WORLD SCHOOL PTO, INC.**

**FILED**  
**2011 APR 12 AM 11:07**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

The undersigned, acting as incorporator of a corporation under the Florida Not For Profit Corporation Act, hereby adopts the following Articles of Incorporation for such corporation:

**ARTICLE I**  
**Name of Corporation**

The name of this Corporation shall be CONNISTON MIDDLE IB WORLD SCHOOL PTO, INC. (hereinafter the "Corporation"). The principal office and mailing address of the Corporation will be 300 Valencia Road, West Palm Beach, Florida 33401, Attention: Ms. Amy Krasker.

**ARTICLE II**  
**Purposes**

The purposes for which this Corporation are organized are exclusively charitable, cultural, scientific and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any future United States Internal Revenue Law.

The Corporation purposes shall specifically include generating economic and community support for the benefit of the Conniston Middle IB World School.

**ARTICLE III**  
**Prohibited Activities**

No dividend shall be paid, and no part of the income of this Corporation shall be distributed to its directors, officers or committee members, except that this Corporation shall be authorized and empowered to pay reasonable reimbursement for legitimate expenses incurred by its directors, officers and committee members and to make payments and distributions to third parties in furtherance of the purposes set forth in Article II hereof.

No substantial part of the activities of this Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and this 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.

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

**ARTICLE IV**  
**Membership**

The principal and the parents of students attending Conniston Middle IB World School shall be deemed members of the Corporation. Qualification, voting and other rights of such members shall be set

ARTICLE V  
Liability; Indemnification

None of the Members, Directors or Officers of the Corporation shall be personally liable for its debts, liabilities or obligations.

The Corporation shall indemnify its members, directors and officers to the maximum extent permitted under Florida law from any civil or criminal proceeding, including the advancement of legal expenses in defense prior to final disposition of such civil or criminal proceedings. Such indemnification rights shall continue after a person has ceased to be a director, officer or member of the Corporation and shall not be affected by the adjudication of liability.

ARTICLE VI  
Initial Registered Office and Agent

The street address of the initial registered office of this Corporation is 225 South Olive Avenue, West Palm Beach, Florida 33401, and the name of the initial registered agent of this Corporation located at such address is Paul A. Krasker.

ARTICLE VII  
Board of Directors

This Corporation shall have four (4) Directors initially. The number of Directors may be either increased or diminished from time to time in accordance with the Bylaws, but shall never be less than three (3) or more than seven (7). The names and addresses of the initial Directors of this Corporation, who shall serve until their successors are elected or appointed and have qualified pursuant to the Bylaws of this Corporation, are:

Amy Krasker	300 Valencia Road West Palm Beach, Florida 33401
Lesli Lopez	1106 North E Street Lake Worth, Florida 33460
Heidi Watkoski	1201 North D Street Lake Worth, Florida 33460
Anna Veguez	951 Flamango Court East West Palm Beach, Florida 33406

ARTICLE VIII  
Bylaws

The Bylaws of this Corporation may be made, altered, amended or rescinded at any meeting of the Board of Directors or of the Members of this Corporation by the affirmative vote of a majority of the Directors or of the Members present at any such meeting.

ARTICLE IX

Amendment to Articles of Incorporation

These Articles of Incorporation may be amended at any meeting of the Board of Directors or of the Members of this Corporation by the affirmative vote of a majority of the Directors or Members present at any such meeting.

ARTICLE X

Corporate Existence; Dissolution

This Corporation shall have perpetual existence unless sooner dissolved by law. In the event of dissolution, any residual assets of this Corporation will be distributed for one or more exempt purposes or purposes specified in Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding sections of any future Internal Revenue law of the United States.

ARTICLE XI

Incorporator

The name and address of the incorporator of this Corporation is Paul A. Krasker, 225 South Olive Avenue, West Palm Beach, Florida 33401.

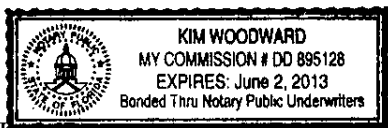
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation, this 1st day of April, 2011.



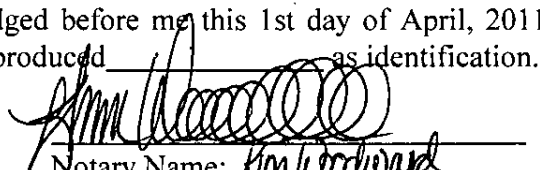
Paul A. Krasker

STATE OF FLORIDA           )  
COUNTY OF PALM BEACH)

The foregoing instrument was acknowledged before me this 1st day of April, 2011, by Paul A. Krasker, who is personally known to me or has produced \_\_\_\_\_ as identification.



(NOTARY STAMP)

  
Notary Name: Kim Woodward  
Notary Public  
Serial (Commission) Number \_\_\_\_\_  
(if any) \_\_\_\_\_

CERTIFICATE DESIGNATING REGISTERED OFFICE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:

THAT CONNISTON MIDDLE IB WORLD SCHOOL PTO, INC. (THE "CORPORATION") DESIRING TO ORGANIZE OR QUALIFY AS A CORPORATION NOT FOR PROFIT UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS INITIAL REGISTERED OFFICES AT 225 SOUTH LOIVE AVENUE, WEST PALM BEACH, FLORIDA 33401, HAS NAMED PAUL A. KRASKER LOCATED AT 225 SOUTH OLIVE AVENUE, WEST PALM BEACH, FLORIDA 33401, AS ITS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE CORPORATION WITHIN THE STATE OF FLORIDA.



\_\_\_\_\_  
Paul A. Krasker, Incorporator

April 1, 2011

ACKNOWLEDGMENT

Having been named to accept service of process for the Corporation, at the place designated in this Certificate, I hereby accept the responsibility to act in this capacity, and agree to comply with the provisions of Florida Statutes relative to keeping open said office and further accept the duties and obligations of Section 617.0503, Florida Statutes.

DATED this 1st day of April, 2011.

By: \_\_\_\_\_  
Paul A. Krasker, Registered Agent


The date of each amendment(s) adoption: 4-1-2011  
(date of adoption is required)

Effective date if applicable: 4-1-2011  
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- ☐ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 4-11-2011

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)

Paul A. Krasker  
(Typed or printed name of person signing)

Incorporator  
(Title of person signing)