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VERO BEACH, FLORIDA 32964-3345

WILLIAM J. STEWART*
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CYNTHIA L. CAMBRON
*BOARD CERTIFIED REAL ESTATE LAWYER

3355 OCEAN DRIVE
VERO BEACH, FLORIDA 32963
TELEPHONE (407) 231-3500
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January 9, 1995

Secretary of State
Corporate Records Bureau
Division of Corporations
Department of State
PO Box 6327
Tallahassee, FL 32314

100001382801
-01/18/95--01001--011
***122.50 ***122.50

RE: *FLORIDA INDEPENDENT SCHOOL BUSINESS OFFICERS, INC.*

Gentlemen:

Enclosed herewith please find the original and one copy of the Articles of Incorporation of the above captioned corporation, together with a check (#13749) made payable to the Secretary of State, in the amount of \$122.50, representing the following costs and fees:

Filing Fees	\$35.00
Registered Agent Designation	35.00
Certified Copy (1)	<u>52.50</u>
TOTAL	\$122.50

Please certify and return the copy to my office.

Thank you for your attention and cooperation in this regard.

Sincerely yours,



William J. Stewart

WJS/sh
encls.

c: Mr. Ronald H. Brink

FILED
95 JAN 17 PM 12:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WJS
1-20-95

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

FLORIDA INDEPENDENT SCHOOL BUSINESS OFFICERS, INC.

(A Florida Not-for-Profit Corporation)

We, the undersigned, hereby associate ourselves together for the purpose of forming a not-for-profit corporation under the laws of the State of Florida, pursuant to Chapter 617, Florida Statutes, and hereby certify as follows:

ARTICLE I.

NAME

The name of the corporation shall be: Florida Independent School Business Officers, Inc.

ARTICLE II.

Principal Place of Business and Mailing Address

The principal place of business and mailing address of this corporation shall be: 1211 North Westshore Boulevard, Suite 612, Tampa, Florida 33607.

ARTICLE III.

Purpose

3.1 The purposes for which the Corporation is formed are exclusively to promote and improve the common business conditions and interests of independent schools in Florida as a business league within the meaning of Section 501(c)(6) of the Internal Revenue Code of 1986; to hold any property, or any undivided interest therein, without limitation as to amount or values; to dispose of any such property and to invest, reinvest, or deal with the principal or the

income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation without limitation, except such limitations, if any, as may be contained in the instrument under which the such property is received, these Articles of Incorporation, the Bylaws of the Corporation, or any applicable laws; to do any other act or thing incidental to or in connection with the foregoing purposes, or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Florida Not For Profit Corporation Act.

3.2 No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation effecting one or more of its purposes), and no member, trustee, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. Upon dissolution of the Corporation its assets shall be distributed to such corporation or corporations as have determined to be exempt under Section 501(c)(3) of the Internal Revenue Code of 1986 as may be selected by the Board of Directors.

3.3 Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any activities not permitted by a business league organization exempt under Section 501(c)(6) of the Internal Revenue Code of 1986 and its regulations as they now exist or as they may be amended.

ARTICLE IV.

Powers

The Corporation shall possess and may exercise all the powers and privileges granted by Chapters 607 and 617 of the Florida Statutes, or by any other law of Florida, together with all powers necessary or convenient to the conduct, promotion or attainment of the activities or purposes of the Corporation, limited only by the restrictions set forth in these Articles of Incorporation. Such powers shall include, but not be limited to, the power to sue and be sued, to contract or be contracted with, and to acquire, purchase, hold, lease, sell, mortgage and convey such real and personal property as the Board may deem proper or expedient to carry out the purposes of the Corporation; provided, however, that the Corporation shall not engage in activities that are not in furtherance of its common business league purposes other than as an insubstantial part of its activities.

ARTICLE V.

Membership

The Corporation shall be organized as a non-stock, membership Corporation. Members of the Corporation must either own, operate, or be employed by an independent school located in the State of Florida. Additional qualifications for membership in the Corporation, the manner of a member's admission and membership voting rights shall be provided for in the Bylaws of the Corporation.

ARTICLE VI.

Term

The term of existence of the Corporation shall be perpetual.

ARTICLE VII.

Incorporators

The names and addresses of the subscribers to these Articles of Incorporation and incorporators of the corporation are as follows:

<u>Name</u>	<u>Address</u>
Ronald H. Brink	St. Edward's School St. Edward's Drive Vero Beach, Florida 32963
Dennis G. Fanning	Univ. School of Nova, S.E. 3301 College Avenue Ft. Lauderdale, FL 33314
Meg B. Barker	Miami County Day School P.O. Box 380608 Miami, FL 33238

ARTICLE VIII.

8.1 Number: The affairs of the Corporation are to be managed by a Board of Directors consisting of a maximum of nine (9) members and never less than three (3) members.

8.2 Composition: The Board of Directors of the Corporation shall be elected in accordance with the procedures set forth in the Bylaws of the Corporation.

8.3 Powers: The Board of Directors shall act for the Corporation and shall have the power to decide all matters relating to the conduct and the business of the Corporation except as provided for in the Bylaws of the Corporation.

8.4 Initial Board: The names and addresses of the members of the first Board of Directors who shall hold office until their successors are determined or elected and have qualified or until their death, resignation or removal, are as follows:

<u>Name</u>	<u>Address</u>
Ronald H. Brink	St. Edward's School St. Edward's Drive Vero Beach, Florida 32963
Dennis G. Fanning	Univ. School of Nova, S.E. 3301 College Avenue Ft. Lauderdale, FL 33314
Meg B. Barker	Miami County Day School P.O. Box 380608 Miami, FL 33238
Ruth M. Hartley	The Bolles School 3400 San Jose Boulevard Jacksonville, FL 32217
Edward Lillich	Admiral Farragut Academy P.O. Box 43010 St. Petersburg, FL 33743
Robert E. Thomas	St. Andrew's Episcopal Day 7801 Lone Star Road Jacksonville, FL 32211
Kathy J. Van Valkenburg	St. Andrews School 3800 Jog Road Boca Raton, FL 33434
Jack Wargo	Gulliver Academy 8603 South Dixie Highway Suite 411 Miami, FL 33143-7807
Terese Combs	Maclay School 3737 North Meridian Road Tallahassee, FL 32312

ARTICLE IX.

9.1 Officers: The officers of the Corporation shall be a Chairperson, Vice-Chairperson, Secretary, Treasurer and five (5) Regional Directors, who shall be elected for terms of one (1) year by the membership at the annual meeting in the manner set forth in the Bylaws of the Corporation.

9.2 Powers and Duties: The powers and duties of the officers of the Corporation shall be those usually pertaining to the respective offices or as may be specifically directed in these Articles of Incorporation or the Bylaws of the Corporation.

9.3 Initial Officers: The names and address of the officers who are to serve until the first election of officers pursuant to the terms of the Bylaws are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Ronald H. Brink	St. Edward's School St. Edward's Drive Vero Beach, Florida 32963	Chairperson
Dennis G. Fanning	Univ. School of Nova, S.E. 3301 College Avenue Ft. Lauderdale, FL 33314	Vice-Chairperson
Meg B. Barker	Miami County Day School P.O. Box 380608 Miami, FL 33238	Secretary
Ruth M. Hartley	The Bolles School 3400 San Jose Boulevard Jacksonville, FL 32217	Treasurer
Edward Lillich	Admiral Farragut Academy P.O. Box 43010 St. Petersburg, FL 33743	West Regional Director

Robert E. Thomas	St. Andrew's Episcopal Day 7801 Lone Star Road Jacksonville, FL 32211	Northeast Regional Director
Kathy J. Van Valkenburg	St. Andrews School 3800 Jog Road Boca Raton, FL 33434	East Regional Director
Jack Wargo	Gulliver Academy 8603 South Dixie Highway Suite 411 Miami, FL 33143-7807	South Regional Director
Terese Combs	Maclay School 3737 North Meridian Road Tallahassee, FL 32312	Northwest Regional Director

ARTICLE X.

Bylaws

The Bylaws of the Corporation shall initially be made and adopted by its first Board of Directors. The Bylaws may thereafter be altered, amended or repealed, and new and other Bylaws may be made as provided for and subject to such restrictions as may be set forth in the Bylaws.

ARTICLE XI.

Amendments

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation by affirmative vote of a majority of the Directors of the Corporation. An amendment shall be effective when a copy thereof, properly executed and acknowledged, has been filed with the Department of State and all filing fees paid.

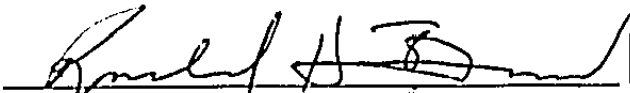
ARTICLE XII

Registered Agent and Office

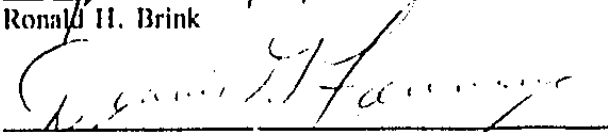
The address of the initial registered office of the Corporation is 3355 Ocean Drive, Vero Beach, Florida 32963.

The initial Registered Agent at that address is William J. Stewart, Esq.

IN WITNESS WHEREOF, the incorporators of the Corporation and subscribers hereto have hereunto affixed their signatures, this 12 day of December, 1994.



Ronald H. Brink



Dennis G. Fanning

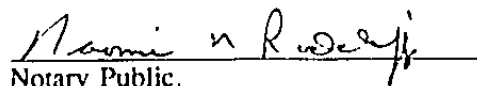


Meg B. Barker

STATE OF FLORIDA
COUNTY OF INDIAN RIVER

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Ronald H. Brink, who has produced Fla. A. Lic. as identification or who is personally known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 12 day of December, 1994.



Notary Public.
My commission expires 5/11/95

STATE OF FLORIDA

COUNTY OF Broward

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Dennis G. Fanning, who has produced _____ as identification or who is personally known to me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 8 day of December, 1994.

Santa D'Iorio
Notary Public.
My commission expires _____



STATE OF FLORIDA

COUNTY OF Dade

Before me, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Meg B. Barker, who has produced _____ as identification or who is personally known to me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the State and County aforesaid, this 1 day of December, 1994.

Carol G. Baltra
Notary Public.
My commission expires _____



ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT

The undersigned hereby accepts the designation of registered agent on behalf of Florida Independent School Business Officers, Inc., and acknowledges that he is familiar with and accepts the obligations provided for in Florida Statutes Section 607.0505.


William J. Stewart

FILED
55 JUN 17 PM 12:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N9500000000286

October 16, 1995

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Secretary of State
Corporation Records Bureau
Division of Corporations
Department of State
Tallahassee, Florida 33314

diss

Dear Sir:

The Florida Independent School Business Officers Inc., request dissolution of this corporation. The Corporation has not conducted business, therefore, The Articles of Dissolution are submitted requesting dissolution on this date. The document number assigned the incorporation was #N95.

Enclosed is a check for \$96.25 to pay the cost of a filing fee (\$35.00) a certified copy of dissolution (\$52.50) and a certificate of status (\$8.75). These forms can be returned to:

Mr. Dennis Fanning
University School of Nova Southeastern
7500 S.W. 36th Street
Ft. Lauderdale, Florida 33314

Should you need additional information, please contact the above address or (305) 475-7500. Thank you for your attention to this matter.

Sincerely,

Dennis Fanning, Acting Chair
Florida Independent School
Business Officers, Inc.

DF:cvp

Enc:

11/7/95
ADH
ADH
ADH
ADH
ADH

FILED
OCT 31 AM 11:33
TALLAHASSEE, FLORIDA

ARTICLES OF DISSOLUTION

FILED

95 OCT 31 AM 11:33

Pursuant to section 617.1401, Florida Statutes, this Florida nonprofit corporation submits the following Articles of Dissolution.

STATE OF FLORIDA
JALANASSLE, FLORIDA

FIRST: The name of the corporation is Florida Independent School Business Officers, Inc.

SECOND: The articles of incorporation were filed on January 17, 1995.

THIRD: The corporation has not commenced to conduct its affairs.

FOURTH: No debts of the corporation remain unpaid.

FIFTH: Adoption of dissolution (CHECK ONE)

- ☒ The dissolution was authorized by a majority of the directors:
OR
☐ There are no directors - dissolution was authorized by an incorporator or a majority of the incorporators.

Signed this 16th day of October 19 95.

Signature [Signature]
(By the Chairman or Vice Chairman of the Board of Directors,
President or other officer if adopted by the directors
OR
By an incorporator if adopted by the incorporators.)

DENNIS FANNING

Typed or printed name

AC

ACTING CHAIR

Title

State of FL, County of Broward
Signed before me on this 20 day
1 Oct. 1995 by Dennis F. Fanning

Notary Public

Santa D'Iorio
Santa D'Iorio

