

LAW OFFICES OF
MARC J. POSTELNEK

N95000000382

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FINANCIAL FEDERAL BUILDING
407 LINCOLN ROAD
MIAMI BEACH, FLORIDA 33139

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January 19, 1995

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

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-01/21/95--01053--012
***122.50 ***122.50

RE: Articles of Incorporation for:
NWSA INSTRUMENTAL PARENTS' ASSOCIATION, INC.,
a Non-Profit Corporation

Gentlemen:

Enclosed herewith you will please find Articles of Incorporation for NWSA Instrumental Parents' Association, Inc., a Non-Profit corporation, along with a check payable to the Secretary of State in the amount of \$122.50. Please file the Articles and return a certified copy of same to this office.

Thank you for your attention to this matter. If you have any questions, please feel free to contact me.

Very truly yours,

MPostel

MARC POSTELNEK

MP:cm

Enclosures

DMC 1/26/95

(NP)

FILED
95 JAN 23 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
NWSA INSTRUMENTAL PARENTS' ASSOCIATION, INC.,
A NON-PROFIT CORPORATION

FILED
95 JAN 23 AM 9:51
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, do submit these Articles for the purpose of becoming a corporation not for profit under the laws of the State of Florida, by and under the provisions of Florida Statutes §617 providing for the formation, liabilities, rights and privileges and immunities of corporations not for profit.

ARTICLE I

The name of the Corporation shall be NWSA INSTRUMENTAL PARENTS' ASSOCIATION, INC. Its business shall be carried out at 401 N.E. 2nd Avenue, Attn.: Mr. Roby George, Miami, FL 33132-2204.

ARTICLE II

The general nature of the business to be transacted by the Corporation is as follows:

To provide support and assistance to the students and faculty of the NEW WORLD SCHOOL OF THE ARTS, DIVISION OF INSTRUMENTAL MUSIC.

ARTICLE III

The Directors shall be elected or appointed as set forth in the By-Laws of the Corporation.

ARTICLE IV

The initial Officers and Directors of the Corporation are as follows:

President & Director: William T. Sanders
1977 S. Oakhaven Circle
North Miami Beach, FL 33179

Vice President & Director: Gail Case
12409 S.W. 114 Terrace
Miami, FL 33186

Secretary & Director: Maria Elena Gonzalez
556 East 44th Street
Hialeah, FL 33013

Treasurer & Director: Susan K. Floyd
5400 N.W. 159th St., Apt. 324
Miami Lakes, FL 33014

ARTICLE V

The name and address of the initial Registered Agent of the Corporation is as follows:

Marc Postelnak
407 Lincoln Road, Suite 11-B
Miami Beach, FL 33139
(305) 538-7210

ARTICLE VI

Membership in the Corporation is open to any parent of any student who attends the NEW WORLD SCHOOL OF THE ARTS, DIVISION OF INSTRUMENTAL MUSIC. Payment of a nominal fee not to exceed \$10.00 is requested but not required.

Membership may be terminated by any member upon notice to that effect. Membership is non-transferrable.

ARTICLE VII

Upon the dissolution or liquidation of the Corporation, the assets of the Corporation will be turned over to NEW WORLD SCHOOL OF THE ARTS, with instructions that the funds are to be utilized exclusively for the DIVISION OF INSTRUMENTAL MUSIC.

ARTICLE VIII

The Corporation shall have the power to do all things legally permissible pursuant to Florida Statutes, Chapter 617.

ARTICLE IX

No Officer or Director shall be compensated for services provided but shall be entitled to reimbursement for any expenses advanced.

ARTICLE X

The Corporation shall exist for the maximum amount of time permitted under Florida Law.

ARTICLE XI

To the extent permitted by law, the Corporation shall indemnify and hold harmless each person serving as a Director or Officer of the Corporation, and each person who serves at the request of the Corporation, from and against any and all claims and liabilities to which such person shall become subject by reason of his being Director or Officer of the Corporation, or by reason of any action alleged to have been taken or omitted by him as a Director or Officer. The Corporation shall reimburse each person for all costs, legal and other expenses reasonably incurred by him/her in connection with any claim of liability as to which it shall be adjudged that such Officer or Director is liable to the extent permitted by law.

The rights accruing to any person under the foregoing provisions shall not exclude any other right to which he may be lawfully entitled, nor shall anything therein contained restrict

the right of the Corporation to indemnify for reimburse such person in any proper case even though not specifically provided for herein.

ARTICLE XII

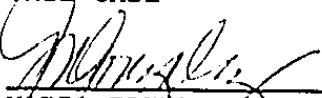
The provisions of this Charter, and each and every article and Section hereof, and the By-Laws of this Corporation shall be considered a part of every contract and transaction to which this Corporation shall be a party. Every person, association and/or corporation dealing with this Corporation is hereby charged with notice and knowledge of this Corporation.

IN WITNESS WHEREOF, we have herunto set our hands and seals on this 18th day of January, 1995.




WILLIAM T. SANDERS (SEAL)

GAIL CASE (SEAL)



MARIA ELENA GONZALEZ (SEAL)



SUSAN K. FLOYD (SEAL)

STATE OF FLORIDA
COUNTY OF DADE

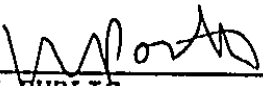
SS:

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared WILLIAM T. SANDERS, ~~GAIL CASE~~, MARIA ELENA GONZALEZ and SUSAN K. FLOYD, to me known to be the person(s) described in and who executed the foregoing instrument, and they acknowledged before me that they executed

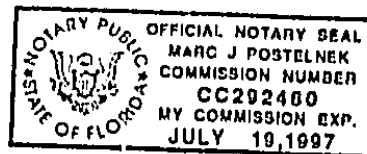
the same for the purposes therein expressed; that I relied on the following form(s) of identification of said person(s):

PERSONALLY KNOWN

WITNESS my hand and official seal in the County and State last aforesaid this 18 day of JANUARY, 1995.


NOTARY PUBLIC

My Commission Expires:



CERTIFICATE DESIGNATING REGISTERED AGENT
UPON WHOM PROCESS MAY BE SERVED WITHIN THIS STATE

FILED


95 JAN 23 AM 9:51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

First, that NWSA INSTRUMENTAL PARENTS' ASSOCIATION, INC., a
Florida not for profit Corporation qualified to do business under
the laws of this State, with its principal office located at 401
N.E. 2nd Avenue, Attn.: Mr. Roby George, Miami, FL 33132-2204,
has appointed MARC POSTELNEK, 407 Lincoln Road, Suite 11-B, Miami
Beach, FL 33139, as its agent to accept service of process within
this State.

Having been named to accept service of process for the above
stated not for profit corporation, at the place designated in
this Certificate, I hereby accept to act in this capacity and
agree to comply with the provisions of said Act relative to
keeping open said office.



MARC POSTELNEK
REGISTERED AGENT
407 Lincoln Road, Suite 11-B
Miami Beach, FL 33139
(305) 538-7210