

**N 9500000 3331**  
TRANSMITTAL LETTER

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

FILED  
1995 JUL 10 PM 6:02  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

SUBJECT: Academy of Business and Commerce, Inc.  
(Proposed corporate name - must include suffix)

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
- \$122.50 Filing Fee & Certified Copy
- \$131.25 Filing Fee, Certified Copy & Certificate

FROM: Edward R. Allen  
Name (Printed or typed)

1512 East Broward Boulevard, Suite 201  
Address  
200001533652  
-07/10/95--01061--013  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Fort Lauderdale, FL 33301  
City, State & Zip

(305) 462-5835  
Daytime Telephone number  
L A V i s s a  
B r o n i s s a

N

Larissa Broniss GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT purpose  
DATE 7-13-95

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

F. CHESSEY JUL 13 1995

## ARTICLES OF INCORPORATION

*The undersigned, acting as incorporator(s) of a corporation pursuant to chapter 617, Florida Statutes, adopt(s) the following Articles of Incorporation:*

### ARTICLE I

#### Name

The name of the corporation shall be:

Academy of Business and Commerce, Inc.

### ARTICLE II

#### Principal place of business and mailing address

The principal place of business and mailing address of this corporation shall be:

1512 East Broward Boulevard, Suite 201  
Fort Lauderdale, FL 33301

### ARTICLE III

#### Purpose(s)

The specific purpose(s) for which the corporation is organized is(are):

Academic School for Business Training.

### ARTICLE IV

#### Manner of election of directors

The manner in which the directors are elected or appointed is as follows.

Majority vote of stockholders, at an annual meeting

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**ARTICLE V**

**Limitation of corporate powers**

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, unless limited are as follows:

**ARTICLE VI**

**Initial registered agent and street address**

The name and the street address of the initial registered agent is:

J. Walter McCrory  
1512 East Broward Boulevard, Suite 200  
Fort Lauderdale, FL 33301

**ARTICLE VII**


**Incorporators**

The name(s) and the street address(es) of the incorporator(s) for these articles of incorporation is(are):

Edward R. Allen  
1512 East Broward Boulevard, Suite 201  
Fort Lauderdale, FL 33301

The undersigned incorporator has executed these Articles of Incorporation this 30 day of \_\_\_\_\_  
June, 19 95.

Signature of Incorporator:

  
\_\_\_\_\_

Edward R. Allen

\_\_\_\_\_  
Typed name of incorporator signing

**CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

Academy of Business and Commerce, Inc.  
(must include suffix)

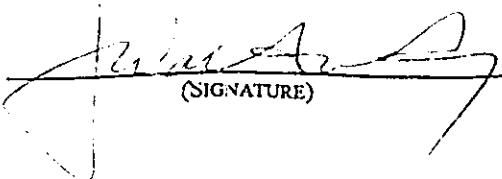
2. The name and address of the registered agent and office is:

J. Walter McCrory,  
(NAME)

1512 East Broward Boulevard, Suite 200  
(P.O. Box or Mail Drop Box **NOT** ACCEPTABLE)

Fort Lauderdale, FL 33301  
(CITY/STATE/ZIP)

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

  
(SIGNATURE)

7-4-95  
(DATE)

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TALLAHASSEE, FLORIDA

ACADEMY OF BUSINESS AND COMMERCE, INC.  
1512 East Broward Boulevard • Suite 201 • Fort Lauderdale, Florida 33301-2146  
Telephone: (954) 462-5835 • Facsimile: (954) 761-8725

N95000003331

January 4, 1996

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: Academy of Business and Commerce, Inc.  
Document number N95000003331

Enclosed please find an original and one (1) copy of the amended and restated nonprofit Articles of Incorporation of the Academy of Business and Commerce, Inc., along with a check in the amount of \$35.00.

Please re-file the amended and restated nonprofit Articles of Incorporation for the Academy of Business and Commerce, Inc. Any correspondence may be returned to:

Larissa M. Bronisas  
1512 East Broward Boulevard, Suite 201  
Fort Lauderdale, FL 33301-2146  
Telephone: (954) 462-5835

Thank you for your cooperation in this matter. If you require further assistance, do not hesitate to call.

Sincerely,



Larissa M. Bronisas

Enclosures

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-01/09/96--01008--007  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

*5/11/11  
Amended & Rest.  
Art.*

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DIVISION OF CORPORATIONS

**AMENDED AND RESTATED ARTICLES OF INCORPORATION  
OF  
ACADEMY OF BUSINESS AND COMMERCE, INC.**

Pursuant to Chapter 617, Florida Statutes, the Florida Not For Profit Corporation Act, the undersigned Corporation adopts the following Amended and Restated Articles of Incorporation. Articles III, IV and V of the original Articles of Incorporation have been amended. All amendments contained herein were unanimously adopted by the directors of the Corporation at a duly called meeting of the directors on September 15, 1995. The Corporation does not have any members.

**ARTICLE I  
NAME**

Section 1.1. The name of the Corporation is: Academy of Business and Commerce, Inc.

**ARTICLE II  
ADDRESS**

Section 2.1. The street and mailing address of the principal office of the Corporation is located in Broward County, Florida at 1512 East Broward Boulevard, Suite 201, Fort Lauderdale, Florida 33301.

**ARTICLE III  
PURPOSE**

Section 3.1. The Corporation is organized exclusively for charitable, religious, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, and the regulations issued thereto, as they now exist or as they may be amended from time to time (the "Code"), including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code.

Section 3.2. The Corporation shall have the power, either directly or indirectly, either alone or in conjunction with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, suitable, desirable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which a corporation is organized, and to aid or assist other organizations whose activities are such as to further, accomplish, foster or attain any of such purposes. Notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are in furtherance of the exempt purposes of organizations set forth in Section 501(c)(3) of the Code.

Section 3.3. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers or other private persons, except for reasonable compensation that may be paid for services rendered to or for the Corporation as authorized by Section 617.0505 of the Florida Statutes, as amended. No member, director, officer or other private persons shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

Section 3.4. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all of the assets of the Corporation

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for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code, or to the federal government or to a state or local government, for a public purpose, as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE IV**  
**ELECTION OF DIRECTORS**

Section 4.1. The method of election of the Corporation's directors shall be as set forth in its bylaws. The Corporation shall not have any members.

**ARTICLE V**  
**REGISTERED AGENT**

Section 5.1. The registered agent and registered office of the Corporation shall be:

<u>Name</u>	<u>Address</u>
J. Walter McCrory	1512 East Broward Boulevard, Suite 200 Fort Lauderdale, Florida 33301

**ARTICLE VI**  
**INCORPORATOR**

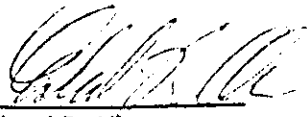
Section 6.1. The name and address of the incorporator of the Corporation is as follows:

<u>Name</u>	<u>Address</u>
Edward R. Allen	1512 East Broward Boulevard, Suite 201 Fort Lauderdale, Florida 33301

[signature page to follow]

These Amended and Restated Articles of Incorporation of Academy of Business and Commerce, Inc. are dated as of November 27, 1995.

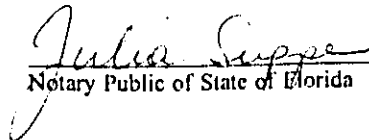
Academy of Business and Commerce, Inc.

By: 

Edward R. Allen  
Chairman of the Board of Directors

STATE OF FLORIDA            )  
  ) SS.:  
COUNTY OF BROWARD        )

The foregoing instrument was acknowledged before me this 27th day of November, 1995, by Edward R. Allen, Chairman of the Board of Directors of Academy of Business and Commerce, Inc., a Florida not for profit corporation, on behalf of the corporation. He is personally known to me or has produced \_\_\_\_\_ as identification.

  
Notary Public of State of Florida

OFFICIAL NOTARY SEAL  
JULIA SUPPE  
NOTARY PUBLIC STATE OF FLORIDA  
COMMISSION NO. CC357338  
MY COMMISSION EXP. APR. 23, 1998