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THOMAS MONTGOMERY LAW OFFICE

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P.O. BOX 1510  
BELLE GLADE, FLORIDA 33430-6510

THOMAS MONTGOMERY  
ATTORNEY AT LAW

PHONE 407-996-8317  
FAX 407-992-8274

January 8, 1996

Secretary of State  
Division of Corporations  
409 Gaines Street  
Tallahassee, FL 32399

RE: Palm Beach County Alliance of Black School Educators, Inc.

Dear Sir:

Find the enclosed Articles which are being returned for filing. The appropriate fees were previously paid.

Please furnish my office with the charter and a certified copy of the Articles.

If there are questions, please advise.

Sincerely,

  
Thomas Montgomery, Esquire

TM:mcn

Enclosure

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ARTICLES OF INCORPORATION  
OF

PALM BEACH COUNTY ALLIANCE OF BLACK SCHOOL EDUCATORS, INC.  
(A Corporation Not For Profit)

We, the undersigned, with other persons being desirous of forming a corporation for charitable and philanthropic purposes, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I. NAME

The name of the corporation is PALM BEACH COUNTY ALLIANCE OF BLACK SCHOOL EDUCATORS, INC.

ARTICLE II. PURPOSES

The general nature of the objects and purposes of this corporation shall be: to operate exclusively for charitable and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law); to promote and facilitate the education of all students, to establish a coalition of educators and others directly or indirectly involved in the educational process; to create a forum for the exchange of ideas and strategies to improve education opportunities for educators, to identify and develop professionals who will assume leadership positions in education and to influence public policy concerning the education of people.

ARTICLE III. QUALIFICATION OF MEMBERS

The membership of the corporation shall constitute all persons herein after named as subscribers and officers, and such other persons as, from time to time hereafter, may become members, in the manner provided in the by-laws.

ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V. SUBSCRIBERS

The names and residences of the subscribers to these Articles are:

NAME AND ADDRESS

Katrina Thirbenny  
1565 Woodbridge Lakes Circle  
West Palm Beach, FL 33406

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NAME AND ADDRESS

Ulysses Smith  
3940 Australian Court  
West Palm Beach, FL 33407

Inez C. Bracy  
353 52nd Street  
West Palm Beach, FL 33407

Brenda Montgomery  
1850 Breakers West Court  
West Palm Beach, FL 33411

Andrea Peppers  
240 W. 19th Street  
Riviera Beach, FL 33404

B. Carleton Bryant  
810 Clear Lake  
West Palm Beach, FL 33401

Revia Lee  
507 N. W. 8th Avenue  
Boynton Beach, FL 33435

Linda Long  
4212 Heath Circle South  
West Palm Beach, FL 33407

ARTICLE VI. OFFICERS

Section 1. The officers of the corporation shall be President, President Elect, Recording Secretary, Corresponding Secretary, Treasurer, Parliamentarian, Historian and Chaplain, and such other officers as may be provided in the by-laws.

Section 2. The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

President

Katrina Thirbenny  
1565 Woodbridge Lakes Circle  
West Palm Beach, FL 33406

President Elect

Ulysses Smith  
3940 Australian Court  
West Palm Beach, FL 33407

Recording Secretary

Inez C. Bracy  
353 52nd Street  
West Palm Beach, FL 33407

Corresponding Secretary

Brenda Montgomery  
1850 Breakers West Court  
West Palm Beach, FL 33411

Treasurer

Andrea Peppers  
240 W. 19th Street  
Riviera Beach, FL 33404

Parliamentarian

B. Carleton Bryant  
810 Clear Lake  
West Palm Beach, FL 33401

Historian

Rovia Lee  
507 N. W. 8th Avenue  
Boynton Beach, FL 33435

Chaplain

Linda Long  
4212 Heath Circle South  
West Palm Beach, FL 33407

#### ARTICLE VII. BOARD OF DIRECTORS

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have three directors initially. The number of directors may be increased from time to time, by the by-laws, but shall never be less than three.

Section 2. The Board of Directors shall be members of the corporation.

Section 3. Members of the Board of Directors shall be elected and hold office in accordance with the by-laws.

Section 4. The names and addresses of the persons who are to serve as directors for the ensuing year, or until the first annual meeting of the corporation, are:

##### NAME AND ADDRESS

Katrina Thirbenny  
1565 Woodbridge Lakes Circle  
West Palm Beach, FL 33406

Ulysses Smith  
3940 Australian Court  
West Palm Beach, FL 33407

Inez C. Bracy  
353 52nd Street  
West Palm Beach, FL 33407

Brenda Montgomery  
1850 Breakers West Court  
West Palm Beach, FL 33411

Andrea Poppers  
240 W. 19th Street  
Riviera Beach, FL 33404

B. Carleton Bryant  
810 Clear Lake  
West Palm Beach, FL 33401

Revia Leo  
507 N. W. 8th Avenue  
Boynton Beach, FL 33435

Linda Long  
4212 Heath Circle South  
West Palm Beach, FL 33407

#### ARTICLE VIII. BY-LAWS

Section 1. The Board of Directors of the corporation may provide such by-laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Section 2. Upon proper notice the by-laws may be amended, altered or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

#### ARTICLE IX. AMENDMENTS

Section 1. These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose, by a majority vote of those present.

Section 2. Amendments may also be made at a regular meeting of the membership upon notice given, as provided by the by-laws, of intention to submit such amendments.

#### ARTICLE X. LOCATION

The location of this corporation shall be at 1565 Woodbridge Lakes Circle, West Palm Beach, Florida, County of Palm Beach, State of Florida; and the mailing address shall be 1565 Woodbridge Lakes Circle, West Palm Beach, Florida 33406.

#### ARTICLE XI. NON-PROFIT STATUS

No part of the net earnings of the corporation shall inure to the benefit or be distributable to its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof.

ARTICLE XII. DISTRIBUTION OF ASSETS UPON DISSOLUTION

No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this corporation and upon dissolution of this organization all of the assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under Section 501(c)(3) of the Internal Revenue Code, or to the Federal Government, or to a state or local government, or a public purpose, and none of the assets will be distributed to any member, officer, or trustee of this corporation.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunto set our hands and seals, this \_\_\_\_\_ day of September, 1995, for the purpose of forming this corporation not for profit under the laws of the State of Florida.

  
KATRINA THIRBENNY

  
ULYSSES SMITH

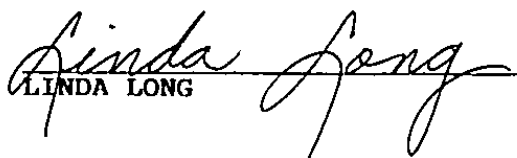
  
INEZ C. BRACY

  
BRENDA MONTGOMERY

  
ANDREA PEPPERS

  
B. CARLETON BRYANT

  
REVIA LEE

  
LINDA LONG

STATE OF FLORIDA

COUNTY OF PALM BEACH

Before me, a Notary Public, duly authorized in the state and county named above to take acknowledgements, personally appeared KATRINA THIRBENNY, ULYSSES SMITH, INEZ C. BRACY, BRENDA MONTGOMERY, ANDREA PEPPERS, B. CARLETON BRYANT, REVIA LEE and LINDA LONG, to me known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed and subscribed to these Articles of Incorporations.

WITNESS MY HAND AND OFFICIAL SEAL IN THE COUNTY AND STATE NAMED ABOVE THIS 30th day of September, 1995.

  
NOTARY PUBLIC  
STATE OF FLORIDA

MY COMMISSION EXPIRES:



THOMAS MONTGOMERY  
MY COMMISSION # CC374781 EXPIRES  
May 18, 1998  
BONDED THRU TROY FARM INSURANCE, INC.

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

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

First--That PALM BEACH COUNTY ALLIANCE OF BLACK SCHOOL EDUCATORS, INC.  
desiring to organize under the laws of the State of Florida  
with its principal office, as indicated in the Articles of  
Incorporation at the City of West Palm Beach, County  
of Palm Beach, State of Florida  
has named KATRINA THIRBENNY  
located at 1565 Woodbridge Lakes Circle, West Palm Beach, FL 33406  
(Street address and number of building,  
Post Office Box address not acceptable)  
City of West Palm Beach, County of Palm Beach,  
State of Florida, as its agent to accept service of process  
within this State.

*Katrina Thirbenny, President*  
KATRINA THIRBENNY, President

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATED AGENT)

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

By: *Katrina Thirbenny*  
KATRINA THIRBENNY  
(Resident Agent)

CLERK OF COURT  
JAN 11 1981  
CLERK OF COURT  
JAN 11 1981