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AMERILAWYER®

(Nequestor's Name)
343 ALMERIA AVENUE

CORAL GABLES, I'L 33134 – (305) 445-2700

(City, State, Zip) (Phone #)

#### CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

Other

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#### ARTICLES OF INCORPORATION

OF

SECRETARY OF STATE STATE OF CORPORATIONS

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#### NORTH PALM BEACH ELEMENTARY PTO, INC.

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a non-profit Corporation under Chapter 617 of the Florida Statutes.

#### **ARTICLE 1 - NAME**

The name of the Corporation is **NORTH PALM BEACH ELEMENTARY PTO, INC.,** (hereinafter "Corporation).

#### **ARTICLE 2 - PURPOSE OF CORPORATION**

The Corporation is organized exclusively for charitable, religious, educational, and scientific 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, or the corresponding section of any future federal tax code.

#### **ARTICLE 3 - PROHIBITIONS**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Second hereof. No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, 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 Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a Corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.



#### ARTICLE 4 - DIRECTORS

The Directors shall be elected by a majority vote of the Members of this Corporation. The Directors of the Corporation shall be:

Stophon L. Shulman Bruco Horritt Cindi Millor

#### **ARTICLE 5 - OFFICERS**

The officers of the Corporation shall be:

Prosident:

Stephen L. Shulman

Vice President:

Bruce Horritt

Socrotary:

Lynn Morris

Treasurer:

Cindi Miller

#### ARTICLE 6 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 401 South Anchorage Drive, North Palm Beach, Florida 33408 and the mailing address is the same.

#### **ARTICLE 7 - INCORPORATOR**

The name and street address of the incorporator of this Corporation is:

Elsie Sanchez 343 Almeria Avenue Coral Gables, Florida 33134

#### **ARTICLE 8 - TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

#### **ARTICLE 9 - CAPITAL STOCK**

This Corporation shall have no capital stock and shall be composed of members rather than shareholders.

#### ARTICLE 10 - QUALIFICATIONS OF MEMBERSHIP

The categories of membership, qualifications for membership and the manner of admission shall be as set forth in and regulated by the By Laws of the Corporation.



#### ARTICLE 11 - VOTING RIGHTS

Mombers of the Corporation will have such voting rights as are provided in the By Laws of the Corporation.

#### **ARTICLE 12 - LIABILITIES FOR DEBTS**

Neither the members nor the members of the Board of Directors or officers of the Corporation shall be liable for the debts of the Corporation.

#### ARTICLE 13 - REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is The Law Firm Of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer<sup>®</sup>, located at 343 Almeria Avenue, Coral Gables, Florida 33134. The name and address of the registered agent of this Corporation is The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer<sup>®</sup>, 343 Almeria Avenue, Coral Gables, Florida 33134.

#### **ARTICLE 14 - EFFECTIVE DATE**

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State, State of Florida.

#### **ARTICLE 15 - AMENDMENT**

The DArticles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Members, and approved at a Members meeting by a majority of the Members, unless all the Directors and all the Members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### **ARTICLE 16 - DISSOLUTION**

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for public purpose. Any such assets not so disposed of shall be disposed of by Court of Competent Jurisdiction of 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.



IN WITNESS WHEREOF, I have horounto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this <u>FER 0.1 1996</u>.

Elsio Sanchoz Inporporato

N OF COMPOSITION

### ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN ARTICLES OF INCORPORATION

The Law Firm of Lawrence J. Spiegel, Chartered doing business as AmeriLawyer®, having a business office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

The Law Firm Of Lawrence J. Spiegel, Chartered doing business as AmeriLawver®

Lawrence J. Spiegel, President

ANTENACEU

# N9600000 595

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Examiner's Initials

#### Florida Department of State, Sandra B. Mortham, Secretary of State

## STATEMENT OF CHANGE OF REGISTERED OFFICE OR REGISTERED AGENT OR BOTH FOR CORPORATIONS

Pursuant to the provisions of sections 607.0502, 617.0502, 607.1508, or 617.1508, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida A
submits the following statement in order to change its registered office or registered agent, or both, in the
State of Florida.
1. The name of the corporation is: North PALM BENCH Elementary PTO 170,
2. The mailing address of the corporation is: 401 South Anchorage Drive-
3. Date of incorporation/qualification: 2/2/3/5 Document number: N94 - 00000595 4. The name and address of the current registered agent and office:
LAW Firm of Lawrence J. Spiegel Charted
343 Almeria Ave ES S
Carc GABLES, FL 33134 ED 2
5. The name and address of the new registered agent and office: (P.O. Box Not Acceptable)
CAROL Blankenhern (Principally is
401 JOUTH Anchorage Drive 22 2
N. Palm Beach, Florida 33408
The street address of its registered office and the street address of the business office of its registered agent, as changed, will be identical.
Such change was authorized by resolution duly adopted by its board of directors or by an officer so authorized by the board.
(Signature of an officer, chairman or vice chairman of the board) (Date)
Cindy Miller - Ireasurer (Printed or typed name and title)
Having been named as registered agent and to accept service of process for the above stated corporation, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.
MACT Stanken 10/8/96.  (Signature of Registered Agent)  (Date)
If signing on behalf of an entity:
CAROL BLANKENHORN PRINCIPAL
(Typed or Printed Name) (Capacity)

**FILING FEE: \$35.00** 

CR2E045(1/95)