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ORDER DATE : June 27, 1996

ORDER TIME : 10:10 AM

ORDER NO. : 002740

CUSTOMER NO: 4374928

CUSTOMER: Stephen Bennett, Esq  
KASS HODGES, P.A.

1505 North Florida Avenue

Tampa, FL 33602

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DOMESTIC FILING

NAME: SUNCOAST SCHOOLS FEDERAL  
CREDIT UNION RETIREMENT  
ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY  
       PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Daniel W Leggett

EXAMINER'S INITIALS:

FILED  
96 JUN 27 PM 2:52  
TALLAHASSEE, FLORIDA

56 JUN 27 11:47  
Dmc  
6/28/96

**ARTICLES OF INCORPORATION  
OF  
SUNCOAST SCHOOLS FEDERAL CREDIT UNION  
RETIREMENT ASSOCIATION, INC.**

**FILED**

96 JUN 27 PM 2:52

STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I. NAME**

The name of this corporation ("Corporation") is: **SUNCOAST SCHOOLS  
FEDERAL CREDIT UNION RETIREMENT ASSOCIATION, INC.**

**ARTICLE II. PURPOSE**

The general nature of the objectives and purposes of this Corporation shall be:

A. The Corporation is organized and shall be operated exclusively for meeting the personal and financial needs of persons age 55 and over, or retired, by promoting educational activities and cooperative focus groups among its members. The Corporation has a limited purpose as stated above and shall not engage in any "For Profit" activity.

**ARTICLE III. QUALIFICATIONS OF MEMBERS**

The membership of this Corporation shall be limited to persons age 55 and over, or retired, who have fulfilled the requirements as stated for membership in the Bylaws.

**ARTICLE IV. TERM OF EXISTENCE**

The Corporation is to exist perpetually.

**ARTICLE V. INCORPORATOR**

The name and residence of the Incorporator to these Articles are:

Members Trust Company	950 West Fletcher Avenue
	Tampa, Florida 33612

**ARTICLE VI. OFFICERS**

Section 1. The officers of the Corporation shall be a Chairman/President, Vice President, Secretary/Treasurer, and such other officers as may be provided in the Bylaws.

## **ARTICLE VII. BOARD OF TRUSTEES**

Section 1. The business affairs of this Corporation shall be managed by the Board of Trustees. This Corporation shall have five (5) Trustees initially. The number of Trustees may be increased from time to time by the Board of Trustees.

Section 2. Members of the Board of Trustees shall be elected and hold office in accordance with the Bylaws.

## **ARTICLE VIII. BYLAWS**

Section 1. The Board of Trustees of this Corporation may provide such Bylaws 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 Bylaws may be amended, altered or rescinded by a majority vote of those members of the Board of Trustees present at any regular meeting or any special meeting called for that purpose.

## **ARTICLE IX. AMENDMENTS**

Section 1. Articles of Incorporation may be amended at a Special Meeting of the membership for that purpose by two-thirds 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 Bylaws of intention to submit such amendments.

## **ARTICLE X. LOCATION AND PRINCIPAL OFFICE**

The location of this Corporation shall be in Hillsborough County, Florida, and the principal office address shall be 950 West Fletcher Avenue, Tampa, Florida 33612. The Corporation's mailing address shall be Post Office Box 11736, Tampa, Florida 33680.

## **ARTICLE XI. DISTRIBUTION OF ASSETS UPON DISSOLUTION**

Section 1. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, trustees, or private individuals, but the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions of funds for the purposes as set forth in Article II hereof.

Section 2. Upon the dissolution of the Corporation, the Board of Trustees shall, after paying or making provisions for the payment of all liabilities of the Corporation, distribute all of the assets of the Corporation exclusively for charitable, educational,

or scientific purposes to such "qualified" organizations as the Board of Trustees shall determine.

Section 3. The affirmative vote of two-thirds of the whole number of members in good standing as provided by the Bylaws shall be required to adopt or approve the following actions:

- (A) Liquidation or dissolution of the Corporation;
- (B) Repeal, modification, amendment, in whole or in part, or addition to the Articles of Incorporation or adoption of new Articles of Incorporation.

#### ARTICLE XII. RESIDENT AGENT

The Resident Agent of this Corporation initially, and his address, are as follows:

Tom R. Dorety

6801 East Hillsborough Avenue  
Tampa, Florida 33610

DATED: June 25, 1996

MEMBERS TRUST COMPANY

By: Tom R. Dorety  
Tom R. Dorety, Chairman

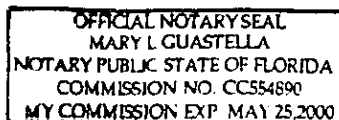
"INCORPORATOR"

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

**BEFORE ME**, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared **TOM R. DORETY**, CHAIRMAN OF THE BOARD OF MEMBERS TRUST COMPANY, known to me and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he has executed those Articles of Incorporation. He ~~did~~ did not take an oath.

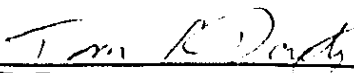
**IN WITNESS WHEREOF**, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 25<sup>th</sup> day of June, 1996.

Mary L. Guastella  
Print Name: MARY L. GUASTELLA  
Notary Public, State of Florida



**ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT**

The undersigned, having been named to accept service of process for **SUNCOAST SCHOOLS FEDERAL CREDIT UNION RETIREMENT ASSOCIATION, INC.**, at the place designated in the Articles of Incorporation of said Corporation, hereby agrees to act in this capacity, and agrees to comply with the provisions of said Act relative to keeping open said office.

  
\_\_\_\_\_  
Tom R. Dorety  
Resident Agent

**FILED**  
96 JUN 27 PM 2:53  
TALLAHASSEE, FLORIDA  
CLERK OF CIRCUIT COURT