

STATE OF FLORIDA

DEPARTMENT OF STATE



I, RICHARD (DICK) STONE, Secretary of State of the State of Florida, do hereby certify that the following is a true and correct copy of

CERTIFICATE OF INCORPORATION

OF

ST. PETERSBURG JUNIOR COLLEGE ALUMNI ASSOCIATION, INC.

a corporation not for profit organized and existing under the Laws of the State of Florida, filed on the 18th day of January A.D., 1973 as shown by the records of this office.

GIVEN under my hand and the Great Seal of the State of Florida, at Tallahassee, the Capital, this the 22nd day of January, A.D., 1973.



Richard (Dick) Stone

SECRETARY OF STATE

ARTICLES OF INCORPORATION

OF

ST. PETERSBURG JUNIOR COLLEGE ALUMNI ASSOCIATION, INC.

The undersigned to these Articles of Incorporation, each a natural person competent to contract, hereby voluntarily associate themselves together for the purpose of forming a non-profit corporation under the laws of the State of Florida.

ARTICLE I.
NAME OF CORPORATION

The name of the corporation shall be ST. PETERSBURG JUNIOR COLLEGE ALUMNI ASSOCIATION, INC., and shall have principal place of business in the County of Pinellas, Florida. The corporation shall be authorized to furnish services and render assistance and maintain offices in any City or County in the State of Florida.

ARTICLE II.
OBJECT AND PURPOSE

The object and purposes of this organization shall be as follows:

(a) To perpetuate and enlarge those ties of friendship and affection which were born among its members during their college days on the campuses of St. Petersburg Junior College.

(b) To provide advice and counsel to the President of the College on those matters that affect the community and the services provided by the College.

(c) To constructively and actively perpetuate the advancement of St. Petersburg Junior College as a community educational institution.

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(d) To provide an organization through which its members may most constructively demonstrate their continued loyalty and devotion to their Alma Mater by working together for its advancement.

ARTICLE III.
ACTIVITIES AND EARNINGS

No part of the net earnings of the corporation shall enure 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 II hereof. 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 in, or intervene in (including the publishing of distribution of statements) any political campaign on behalf of 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 of 1954) or the corresponding provision of any future United States Internal Revenue Law, or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IV.
MEMBERSHIP

The qualification of members of this Corporation and the manner of their admission shall be as follows:

(a) QUALIFICATIONS - The membership of the Association shall be limited to former students of St. Petersburg Junior College. Such persons shall be willing to agree to render a service to this corporation and carry out its purposes and aims, whether the rendition of such service shall be by personal service or contribution, donations or subscription of funds for the purpose of carrying out the objects and purposes of this corporation.

The Board of Directors of this corporation may, from time to time, provide for classes of membership and said classes of membership shall be provided by appropriate changes to the By-Laws of this corporation.

(b) ADMISSION - Admission to membership shall be upon approval of the then existing Board of Directors of this corporation and the Board of Directors shall have the power to make such By-Laws as shall be necessary to further govern said admission.

ARTICLE V.
TERM

This corporation shall have perpetual existence.

ARTICLE VI.
ORIGINAL SUBSCRIBERS

The names and addresses of the original subscribers to this corporation are as follows:

<u>Name</u>	<u>Address</u>
Dr. R. Clinton Pittman	1615 Long Street, Clearwater, Florida
Joan Thomson (Mrs.)	13731 - 85th Terrace North Seminole, Florida

(Original Subscribers - Cont'd)

<u>Name</u>	<u>Address</u>
Roger A. Larson	6634 - 4th Avenue North St. Petersburg, Florida
James R. Davis	327 Toledo Lane N.E. St. Petersburg, Florida
Kenneth Wides	3606½ Gulf Blvd., Apt. 4 St. Petersburg Beach, Florida
Joseph H. Lang	4173 - 85th Street North St. Petersburg, Florida
David F. Patterson	6567 Hillside Avenue North Largo, Florida
James T. Weakley	6326 - 7th Avenue South Gulfport, Florida

ARTICLE VII.
OFFICERS

The officers of this corporation shall be President, Vice-President, Secretary, Recording Secretary (to be designated by the President of the College), and Treasurer. In addition to the officers named herein, the Board of Directors shall be designated and empowered by By-Laws to create such other offices as are deemed necessary. All officers, excluding the Recording Secretary, shall be elected from the membership of the Board of Directors. The following are the initial officers of this corporation and the same shall hold office for the first year of existence of the corporation, and until their successors are duly elected and qualified:

President	Dr. R. Clinton Pittman	1615 Long Street Clearwater, Florida
Vice- President	Joan Thomson (Mrs.)	13731 - 85th Terrace North Seminole, Florida

(Initial officers - Cont'd)

Secretary	Roger A. Larson	6634 - 4th Avenue North St. Petersburg, Florida
Treasurer	Wayne Fraser	6619 Canton South St. Petersburg, Florida
Recording Secretary	James T. Weakley	6326 - 7th Avenue South Gulfport, Florida

ARTICLE VIII.
INITIAL DIRECTORS

The name and street address of the members of the first Board of Directors, who shall hold office for the first year of existence of the corporation, and until their successors are duly elected and qualified, are:

<u>Name</u>	<u>Address</u>
Dr. R. Clinton Pittman	1615 Long Street Clearwater, Florida
Joan Thomson (Mrs.)	13731 - 85th Terrace North Seminole, Florida
Roger A. Larson	6634 - 4th Avenue North St. Petersburg, Florida
Wayne Fraser	6619 Canton South St. Petersburg, Florida
James T. Weakley	6326 - 7th Avenue South Gulfport, Florida
James R. Davis	327 Toledo Lane N.E. St. Petersburg, Florida
Joseph H. Lang	4173 - 85th Street North St. Petersburg, Florida
David F. Patterson	6567 Hillside Avenue North Largo, Florida
Kenneth Wides	3606½ Gulf Blvd., Apt. 4 St. Petersburg Beach, Florida
Paul Lucas	P. O. Box 23 St. Petersburg, Florida

(Initial Directors - Cont'd)

<u>Name</u>	<u>Address</u>
Roger Wilson	300 - 31st Street North St. Petersburg, Florida
Anita S. Ericson (Mrs.)	10224 Tarpon Drive Treasure Island, Florida

The Board of Directors shall consist of not less than ten (10) or more than twenty-four (24). The number of Directors may be increased or diminished from time to time by By-Laws adopted by the members of the corporation, but shall never be less than three (3). The Directors shall manage the affairs of the corporation.

ARTICLE IX.
BY-LAWS

The By-Laws of this corporation shall be made, altered, or rescinded by the Board of Directors at its regular meetings, or at special meetings called for said purpose in the manner provided in the By-Laws.

ARTICLE X.
AMENDMENTS

Amendments of the Articles of Incorporation may be proposed by any member of the corporation at any meeting of the Board of Directors and notice of said change shall be given at least ten (10) days prior to the regular special meeting at

which time the Amendment will be discussed and any changes incorporated. The Amendment will be voted upon at the next regular meeting. An affirmative vote of two-thirds of the members of the Board of Directors present and voting shall be required to amend the Charter.

ARTICLE XI.
INDEMNITY OF DIRECTORS AND OFFICERS

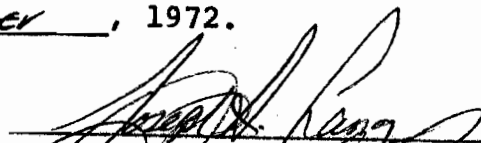
Any person made a party to any action, suit or proceeding by reason of the fact that he, his Testator, or Intestate, is or was a Director, Officer, or employee of the corporation, or any corporation which he served as such at the request of the corporation shall be indemnified by the corporation against the reasonable expenses, including attorney's fees, actually and necessarily incurred by him in connection with the defense of such action, suit or proceeding or in connection with any appeal therein, except in relation to matters to which it shall be adjudged in such action, suit or proceeding that such officer, director or employee is liable for negligence or misconduct in the performance of his duties. The foregoing right of indemnification shall not be deemed exclusive of any other rights to which any officer or director or employee may be entitled apart from the provisions of this section.

ARTICLE XII.
DISSOLUTION

Upon the dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations, organized and operated exclusively for charitable, educations, religious or scientific purposes as shall at the time qualify as an exempt organization or 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), as the Board of Trustees shall determine. Any of such assets not so disposed of shall be disposed of by the Court of proper 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, for the purpose of forming this corporation under the laws of the State of Florida, the undersigned, have executed these Articles of Incorporation this

14th day of December, 1972.



(SEAL)



(SEAL)

James F. Weakley (SEAL)
R. Clinton Gillman (SEAL)
Jean Thomson (SEAL)
Kenneth Wides (SEAL)
Jayna L. Davis (SEAL)
Robert A. Lane (SEAL)

_____ (SEAL)
_____ (SEAL)
_____ (SEAL)

ACCEPTANCE OF RESIDENT AGENT

Having been named to accept service of process for the above named corporation, at place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of the laws of the State of Florida relative to keeping open said office.


James T. Weakley
James T. Weakley
Resident Agent

STATE OF FLORIDA

COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day personally appeared before me, an officer duly authorized to administer oaths and take acknowledgments, JOSEPH H. LANG, DAVID F. PATTERSON, JAMES T. WEAKLEY, R. CLINTON PITTMAN, JOAN THOMSON, KENNETH WIDES, JAMES R. DAVIS and ROGER A. LARSON, to me well known and known to me to be the individuals described in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed the same freely and voluntarily for the purposes therein expressed.

WITNESS my hand and official seal at St. Petersburg, County of Pinellas, and State of Florida, this 14th day of December, 1972.


Notary Public - State of Florida

My Commission expires Notary Public, State of Florida at Large
My Commission Expires Feb. 28, 1976
Bonded By American Fire & Casualty Co.