

ARTICLES OF INCORPORATION

OF

FLORIDA ASSOCIATION OF STUDENT FINANCIAL AID ADMINISTRATORS, INC.

A Florida Not For Profit Corporation

ARTICLE I

Name

The name of this corporation is the Florida Association of Student Financial Aid Administrators, Inc.

ARTICLE II

Purposes

This is a non-profit corporation, organized and operated not for pecuniary profit pursuant to the Corporation Not For Profit law set forth in Section 617 of the Florida Statutes.

The specific and primary purposes for which this corporation is formed are:

- A. To promote the professional competency of Student Financial Aid Administrators in postsecondary educational institutions, government agencies, foundations, administrators of student loan programs in lending institutions, high school guidance counselors, and others associated with private and community organizations concerned with the support and administration of student financial aid programs.
- B. To assist educational institutions, foundations, government agencies, lending institutions, and private and community organizations in promoting and developing effective programs pertinent to student financial aids.
- C. To facilitate communication between educational institutions and sponsors of student financial aid funds through an exchange of ideas, information, and experience.
- D. To promote such systematic studies, cooperative experiments, conferences and other related activities. as may be desirable or required to fulfill the purpose of this Association.

ARTICLE III

Membership

This corporation shall have no capital stock, and shall be composed of members rather than stockholders.

There shall be three classes of membership with rights and privileges as described in the Bylaws.

ARTICLE IV

Term of Existence

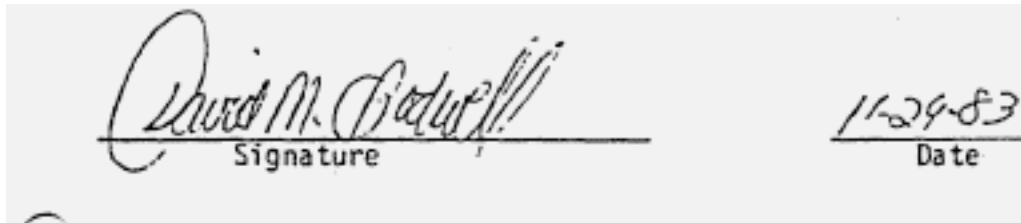
This corporation shall have perpetual existence.

ARTICLE V

Subscribers

The name and residence address of the subscriber of this corporation is:

Name	Address
David M. Bodwell	5336 Northdale Blvd., Tampa, FL 33624



Signature: David M. Bodwell
Date: 11-29-83

ARTICLE VI

Officers

The membership of, the corporation shall elect a President, President-Elect, Secretary and Treasurer, and such other officers as the Bylaws may authorize. The officers shall be elected in the manner provided by the Bylaws. The Corporation shall three directors initially:

A. Larry Arnold Dir.	4315 Hollow Hill Drive Tampa, Fl. 33624
David M. Bodwell Dir.	5336 North Dale Blvd. Tampa, Fl. 33624
John Agett Dir.	4416 Rockcrest Circle Tampa, Fl. 3361

The names of the persons who are to serve as officers of the Corporation until the first meeting are:

President:	David M. Bodwell
President-Elect:	Evelyn A. Sebree
Secretary:	Claudia S. Geary
Treasurer:	Margaret W. Morris

ARTICLE VII

Executive Committee

The affairs of the corporation shall be managed by the Executive Committee which shall be comprised of 13 members initially. The number of Committee members may be changed by a bylaw duly adopted by the corporation membership, but shall never be less than three.

The Committee members named herein as the initial Executive Committee shall hold office until the first meeting of members at which time an election shall be held.

The terms of Executive Committee members shall be as designated in the Corporation Bylaws.

Initially, the Executive Committee shall be constituted as follows:

- One seat shall be occupied by the President.
- One seat shall be occupied by the President-Elect.
- One seat shall be occupied by the Immediate Past President.
- One seat shall be occupied by the Secretary.
- One seat shall be occupied by the Treasurer.
- One seat shall be occupied by each of the five regional representatives.
- One seat shall be occupied by the Training Committee Chairman.
- One seat shall be occupied by the Newsletter Editor.
- One seat shall be occupied by the Lender Liaison.

ARTICLE VIII

Bylaws

The membership of this corporation may provide such Bylaws for the conduct of the business of the corporation and the carrying out of its purposes as may be deemed necessary.

Upon proper notice, the Bylaws may be amended, altered, or rescinded by a majority of the membership present at any regular meeting or at any special meeting called for that purpose.

ARTICLE IX

Amendments


The Articles of Incorporation may be amended at a regular meeting of the membership upon given notice, as provided in the Bylaws, of intention to submit such amendments.

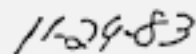
Amendments also may be made at a special meeting of the membership called for that purpose, by a majority vote of those present, unless a larger percentage shall be required by law.

ARTICLE X

Location

The address of this Corporation's office shall be 401 West Kennedy Boulevard, Tampa, Florida 33606, and the name of its resident agent shall be DAVID M. BODWELL.


Signature


Date

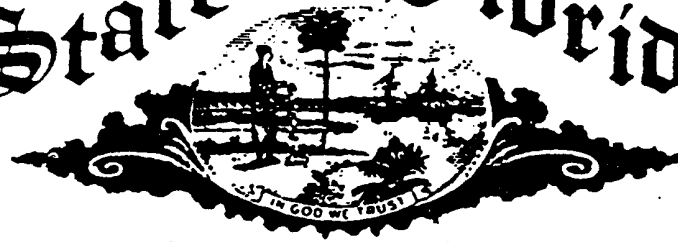
ARTICLE XI

Dissolution

In the event that this corporation shall dissolve and voluntarily liquidate all of its 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, for a public purpose, and none of the assets will be distributed to any member, officer or director of this corporation.

State of Florida

APPENDIX 2.1.2



Department of State

I certify that the attached is a true and correct copy of the Articles of Incorporation of FLORIDA ASSOCIATION OF STUDENT FINANCIAL AID ADMINISTRATORS, INC., a corporation organized under the Laws of the State of Florida, filed on February 1, 1984, as shown by the records of this office.

The charter number of this corporation is N01196.

**Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
2nd day of February, 1984.**



CER-101

**George Firestone
Secretary of State**

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

Pursuant to the provision of Chapter 617, Florida Statutes, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation.

FIRST: The name of the corporation is: Florida association of Student Financial Aid administrators Inc. (Charter number N01196)

SECOND: The following amendment(s) of the Articles of Incorporation was (were) adopted by the corporation:

ARTICLE II E. The purposes for which this corporation is organized are exclusively educational within the meaning of section 501(c) (3) of the Internal Revenue Code of 1954 the corresponding provision of any future United States Internal Revenue Law. Notwithstanding any other provision of these articles, this organization shall not carry on or other activities not permitted to be carried on by an organization exempt from Federal 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.


THIRD: The amendment(s) was (were) adopted by the Board of FASFAA on the 23rd day of September 1984

FOURTH: The above amendment(s) was (were) approved by a majority of the members of the corporation on the 25th day of September 1984

Dated September 26 1984

Florida Association of Student Financial
Aid Administrators, Inc.
Corporation Name
By [Signature]
President or Vice President
By [Signature]
Secretary or Assistant Secretary

State of Florida



Department of State

I certify that the attached is a true and correct copy of Certificate of Amendment to Articles of Incorporation for FLORIDA ASSOCIATION OF STUDENT FINANCIAL AID ADMINISTRATORS, INC., a Florida corporation, filed on October 2, 1984, as shown by the records of this office.

The charter number of this corporation is N01196.

GIVEN under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
3rd day of October, 1984.



CER-101

George Firestone
Secretary of State