

SYSTEM COUNCIL U-4

DEATH BENEFIT FUND

ARTICLES OF INCORPORATION

AND

B Y--L A W S

A F L - C I O

Reincorporated December 2, 1961

State of Florida

Revised: November 6, 2001

ARTICLES OF INCORPORATION
OF
I B E W SYSTEM COUNCIL U-4
DEATH BENEFIT FUND, INC.

The undersigned subscribers to these articles of incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation not for profit under the laws of the State of Florida.

ARTICLE I ---NAME

The name of this corporation is: I B E W SYSTEM COUNCIL U-4 DEATH BENEFIT FUND, INC.

ARTICLE II---PURPOSE

The general nature and purpose of this corporation shall be to protect, provide for and contribute immediate assistance to the families, widows, children or beneficiaries of its members upon the death of any member by providing a death benefit fund payable to such beneficiary as the member may designate.

ARTICLE III---MEMBERSHIP

The membership of this corporation shall consist of the original subscribers named herein and such other individuals that have been and shall be elected or added from time to time as provided by the by-laws, provided, however, no person shall become a member of this corporation who is not a member in good standing of one of the International Brotherhood of Electrical Workers Local Unions, AFL-CIO, which comprise the Florida Power and Light Company System Council or the spouse of said member, or the widow or widower of said member, if he or she was a member of the Fund before and since his or her death.

The by-laws of the corporation may fix and alter the number of members, provided the number shall not at any time be less than five. The by-laws may also provide for the expulsion of members.

ARTICLE IV---TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V---SUBSCRIBERS

The names and residences of the original subscribers and charter members of the corporation are as follows:

CHESTER DANIELS-----Sanford, FL
H. E. WILSON-----Miami, FL
J. W. ELLIS-----Ormond Beach, FL
T. E. HOSFORD-----Lake City, FL
A. A. MOORE-----Hollywood, FL
V. H. MEIER-----Miami, FL
W. J. ISEMAN-----Fort Pierce, FL
HARRY L. HUFFMAN-----Punta Gorda, FL
B. B. BAKER-----Fort Lauderdale, FL
J. E. BRYAN-----Venice, FL
RALPH H. HUBBARD-----Sanford, FL
H. M. THOMAS-----Daytona Beach, FL
M. E. ARRANTS-----West Palm Beach, FL
R. S. LaROCHE-----Palatka, FL
GENE CRAWFORD-----Cocoa, FL

ARTICLES VI---OFFICERS AND DIRECTORS

The affairs of the corporation shall be managed by a President, Vice-President and Secretary-Treasurer who shall be elected from among the Directors at the first regular meeting or a special meeting, called for that purpose, of the Board of Directors. The Officers shall serve at the will of the Board of Directors, the Officers shall be eligible for reelection. The members of the Board of Directors shall be the duly elected Financial Secretary of each Local Union, the duly elected President and the duly elected Treasurer of I B E W System Council U-4. The terms of office of the Directors shall be concurrent with their terms of aforesaid office in the Local Unions or System Council.

ARTICLE VII---INITIAL OFFICERS AND DIRECTORS

The names and addresses of the officers who are to serve until the first election under articles of incorporation are as follows:

President and Director from System Council U-4
JOHN E. BARRETT
112 Mary Street, Daytona Beach, Florida

Vice-President and Director from Local Union 759
C. O. HILLMAN
1304 N. W. 16th. St., Fort Lauderdale, Florida
Sec'y-Treas. and Director from System Council U-4
AUGUSTUS FORTNER
P.O. Box 154, East Palatka, Florida

Director from Local Union 359
E. T. STEPHENSON
13801 N. E. 1st Avenue, Miami, Florida

Director from Local Union 622
ARNOLD R. SOVA
681 Cherry Drive, Lake City, Florida

Director from Local Union 627
B. L. JENNINGS
Route 4, Box 406, Fort Pierce, Florida

CARL E. EVERS
Route 4, Box 340, Fort Myers, Florida

Director from Local union 820
H. R. BARRICK
2165 Cass Street, Sarasota, Florida

Director from Local Union 1042
C. A. JOHNSON
P. O. Box 135, Lake Monroe, Florida

Director from Local Union 1066
A. R. KULL
121 Fleming Street, Port Orange, Florida

Director from Local Union 1191
FRANK CALLEBOUT
831 31st Street, West Palm Beach, Florida

Director from Local Union 1263
D. E. NIPPER
R.F.D. #1, Box 376, East Palatka, Florida

Director from Local Union 1908

E. M. CRAWFORD
2405 Cherbourg Road, Cocoa, Florida

ARTICLE VIII---BY-LAWS

The by-laws of this corporation shall be made, altered, or rescinded by a two-thirds vote of the Directors present and voting at any regular meeting of the Directors or at a special meeting called for that purpose, in which later case, notice of the proposed change shall be given in writing to each director thirty days prior to such meeting or as otherwise provided by the by-laws.

ARTICLE IX---AMENDMENTS TO ARTICLES OF INCORPORATION

Amendments to the articles of incorporation may be proposed and adopted by a two-thirds vote of the directors present and voting at any regular meeting of the Directors or at a special meeting called for that purpose, in which latter case, notice of the proposed change shall be given in writing to each director thirty days prior to such meeting.

ARTICLE X---POWERS

The greatest amount of indebtedness or ability to which this corporation may at any time subject itself shall never be greater than two-thirds of the value of the property of this corporation.

This corporation shall have the power to purchase, own, hold, build upon, rent and/or lease property, real, personal or mixed; to receive by gift, devise or bequest, property of any character whatsoever, and no matter where situated; to sell, convey, mortgage or otherwise dispose of any property in any manner acquired by it and at any time; to contract, sue and be sued in its corporate name; to have a corporate seal; to adopt, amend, repeal or alter such by-laws as may from time to time be adopted by the corporation.

STATE OF FLORIDA

SS

COUNTY OF VOLUSIA

John E. Barrett, President; C. O. Hillman, Vice- President, and Augustus Fortner, Secretary-Treasurer, being first duly sworn by me, the undersigned authority, do state on oath that the above certificate was approved at a duly authorized meeting of the Board of Directors on the 2nd day of December, 1961, regularly called for the purpose of reincorporating under Florida Statutes 617.012, the charter of the System Council Death Benefit Fund, Inc. which was approved by Circuit Judge in and for Dade County, Florida,

Ray Pearson on May 14, 1956, and filed for record the 28th day of August, 1956, at 4:35 P. M. and duly recorded in Corporation Book 82 on page 304, File No. FF130700, by E. B. Leatherman, Clerk, Circuit Court in and for Dade County, Florida, and such documents constitute copies of the charter of the corporation and all amendments thereto and that the above certificate is intended to be the certificate containing the provisions required in original articles of incorporation by Florida Statutes 617.013 with the intent of accepting the provision of Florida Statutes 617 as amended; whereupon this certificate shall become the articles of incorporation.

/s/ John E. Barrett, President

/s/ C. O. Hillman, Vice-President

ATTEST

/s/ Augustus Fortner, Secretary-Treasurer

Sworn to and subscribed before me this 2nd day of December, 1961.

/s/ Vincent F. O'Reilly, (Seal)

/s..

Notary Public, State of Florida

My commission Expires July 15, 1964

I, Tom Adams, Secretary of the State of Florida, do hereby certify that the above REINCORPORATION OF I B E W SYSTEM COUNCIL U-4 DEATH BENEFIT FUND, INC., a corporation not for profit, organized and existing under the Laws of the State of Florida, Filed on the 10th day of January, A. D., 1962, 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 10th day of January, A. D., 1962.

(s) Tom Adams

Secretary of State

(Great Seal of the State of Florida)

B Y - L A W S

I B E W SYSTEM COUNCIL U-4

DEATH BENEFIT FUND, INC.

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ARTICLE I--OFFICERS AND DIRECTORS

1. The officers of I B E W SYSTEM COUNCIL U-4 DEATH BENEFIT FUND, INC., shall be as follows: President, Vice- President and Secretary-Treasurer.

2. The office of the Secretary and Treasurer shall be combined and the Secretary shall discharge all the duties of the office of Treasurer, and shall be bonded.

3. All Officers and Directors shall serve without pay or remuneration; however, the President and Secretary-Treasurer shall be reimbursed by the Fund for wages and expenses incurred in the operation of the Fund. The other Directors shall be reimbursed by the Fund for expenses incurred in the operation of the Fund. Any salaries of the other Directors may be paid by the Local Union or System Council they represent.

4. The Fund shall be under the general control, supervision and management of a Board of Directors consisting of the duly elected Financial Secretary of each Local union, the duly elected President and the duly elected Treasurer of I B E W System Council U-4. Three of the said directors shall be the officers designated in Section I hereof, and they shall compose an Executive Board which shall control, supervise and manage the Fund between the meeting of the Board of Directors, subject to the approval of the Board of Directors.

5. The Terms of Office of Directors shall be concurrent with their terms of aforesaid office as Financial Secretary of a Local Union, or President or Treasurer of I B E W System Council U-4.

6. Election to the Board of Directors shall be held in accordance with the Constitution and By-Laws of I B E W System Council U-4 or appropriate Local Union. Election of Officers shall be held at the first regular meeting, called for that purpose of the Board of Directors. The Officers shall serve for a term at the will of the Board of Directors.

7. In the event of the resignation, death or incapacity of one of the Officers, the Executive Board may fill the vacancy until the next meeting of the Board of Directors. In the event of a like vacancy on the Board of Directors the Executive Board may fill the vacancy from a member of the Fund until the Local Union or System Council elects a successor in accordance with its by-laws.

ARTICLE II---MEETINGS

1. The regular meetings of the Board of Directors shall be held at the same time as the regular meeting of the Financial Secretaries of the System Council. Special meetings may be held at the discretion of the President or at the discretion of a majority of the Directors, after notice in writing mailed to each director thirty days prior to the date of said special meeting.

2. Meetings of the Executive Board may be called by the President or by request of a majority of the Officers.

3. No business shall be transacted at any meeting without a quorum consisting of a majority being present.

ARTICLE III---MEMBERSHIP

1. The membership of this corporation shall consist of members in good standing of one of the International Brotherhood of Electrical Workers Local Unions, AFL-CIO, which comprise the Florida Power and Light Company System Council, the spouse of a member of the Fund or the widow or widower of said member if he or she was a member of the Fund before and since the member's death, who each shall pay initiation fee of Five Dollars (\$5.00).

2. Members of the Fund who receive Florida Power and Light Company retirement or disability benefits, all members of the Fund who become 65 years of age and the spouses of the above, may remain members of the Fund providing they are in good standing with their Local Union and the I B E W at the time of such retirement or disability and they remain in said good standing. Such retired or disabled members and their spouses shall continue to pay contributions to the Fund until their 65th birthday.

3. Effective May 25, 1988, each applicant who has reached his or her 30th birthday shall pay an initiation fee of Twenty-Five Dollars (\$25.00); 35th birthday shall pay an initiation fee of Fifty Dollars (\$50.00); 40th birthday shall pay an initiation fee of Seventy-Five Dollars (\$75.00); 50th birthday One Hundred Dollars (\$100.00) with the exception that such applicant shall be permitted one year, the date of the I B E W member first being accepted into one of the Local Unions of the I B E W System Council U-4, to join this Fund with payment of Five Dollars (\$5.00).

4. In order to remain a member of the Death Benefit Fund, the member must maintain his good standing in the I B E W. Any contribution paid to the Fund in his behalf after the effective date of the loss of his good standing shall be returned to the party making such contribution. In no event will benefits be paid because of such contribution.

5. A divorced spouse shall not remain a member of the Fund. It shall be the obligation of the member to notify the Local Union Financial Secretary / Director SCU4 Death Benefit Fund in writing within ninety (90) days of a granted divorce. The member's failure to comply with this provision will result in forfeiture of any contributions made on behalf of the divorced spouse.

6. A member whose spouse died as a member of the Fund may not enroll a second spouse as a member of the Fund. (Second spouses already enrolled prior to May 25, 1988 are grandfathered.) Members will have one (1) year after marriage to enroll his/her spouse unless Death Benefit for a spouse has been previously paid.

7. Any member who has been suspended for non-payment of assessments may be reinstated by filing application with the Secretary-Treasurer and paying all past due assessments including all assessments due since the date of his suspension.

8. The suspension of any member may be reviewed upon petition filed with the Secretary-Treasurer. A hearing on said petition shall be held at the next meeting of the Board of Directors after receipt of said petition by the Secretary- Treasurer.

ARTICLE IV---BENEFICIARIES

1. The Secretary-Treasurer shall issue to each member of I B E W SYSTEM COUNCIL U-4 DEATH BENEFIT FUND, INC, a printed form showing the name of the participating party, primary beneficiary and contingent beneficiary, if such exist, and give their addresses. The original form will be given to the participating member of the Fund and a duplicate copy will be kept in the files of the President, Vice- President and the Secretary-Treasurer of the Fund on a computer device or otherwise as desired by the Fund.

2. The designated beneficiary may be changed at the pleasure of the member at any time upon the member filing a written request therefore, which request shall be witnessed notary public or like officer. Upon receipt of said request by the Secretary-Treasurer, a new certificate of membership, with the name of the new beneficiary therein stated shall be issued to him, and all previous certificates shall thereby become null and void. No vested rights shall ever accrue under a Certificate contrary to the expressed designation of the member.

3. Under no circumstances will any assignment, pledge or sale of the Certificate of Membership be recognized.

4. In case all the designated beneficiaries shall predecease the member, and the member shall die without having designated a new beneficiary, then and in that event the amount to be contributed, after deducting any expenses which the Fund may have incurred for the benefit of the deceased member during his last illness or for his funeral expenses, shall be contributed to the heirs at law or the legates of such deceased member, according to the laws of the State of Florida.

ARTICLE V---PAYMENTS

1. Upon receiving satisfactory notice of the death of a member of I B E W SYSTEM COUNCIL U-4 DEATH BENEFIT FUND, INC., the President and Secretary-Treasurer shall immediately forward to the beneficiaries designated in the Certificate of Membership, if living, and if the designated beneficiaries be dead, to the heirs at law, or legatees of such deceased member, if known, a check for such sums as may be usually contributed by the Fund under the provisions of these by-laws. Within thirty (30) days after the death of a member, the beneficiary or other person claiming the benefit, shall present to the Financial Secretary a copy of the death certificate and the original Certificate of Membership, which shall be forwarded immediately to the Secretary of the Fund. Any claim for which the Financial Secretary or Secretary/ Treasurer of the Fund has not received notice of death or proof of death within ninety (90) days after the death, shall be invalid except that for good cause the Board of Directors may waive the delay and extend the time.

2. The beneficiary or beneficiaries of the deceased member of the Fund shall receive benefits of Two Dollars (\$2.00) times the number of active paying members, which excludes retired members as defined in ARTICLE III---MEMBERSHIP, Section 2., of the Fund in good standing.

3. In addition to the Five Dollars (\$5.00) initiation fee as herein provided, upon the death of any member of the Fund, each active paying member shall be assessed and contribute the sum of Two Dollars (\$2.00); however, upon the death of each tenth member of the Fund, the Board of Directors may assess an additional One Dollar (\$1.00) to be used for operation expenses.

4. Notice of death shall be promptly given to the Secretary-Treasurer. The contribution as above mentioned shall be payable, to the Secretary-Treasurer within thirty days after such notice shall have been given.

5. Any member who shall fail to make such contributions as above mentioned, and being in default in payment thereof for thirty days, after notice of death, shall cease to be a member of I B E W SYSTEM COUNCIL U-4 DEATH BENEFIT FUND, INC., and shall forfeit all interest therein, unless reinstated as herein provided.

6. Any person who is a member of the Fund prior to January 1, 1968, and who serves on full time active Military Duty shall be carried on the rolls of the Fund as an Honorary

member. In the event of the said member's death all assessments due the Fund shall be deducted from the benefits sent his beneficiaries.

Upon the termination of his Military service he shall resume his membership in good standing only if he complies with all applicable provisions of the Charter and By-Laws of the Fund.

7. Upon payment from the Fund to the beneficiary upon the death of the member in good standing, the Secretary-Treasurer shall cancel said member's name from the roll, making the record "deceased" and giving date of death, amount of payment, date of payment and to whom paid.

8. Any member who does not have an outstanding payroll deduction authorization payable to this Fund shall be required as a condition of membership to deposit Twenty Dollars (\$20.00) with the Secretary-Treasurer for contributions due to the Fund. The deposit shall be renewed upon its depletion.

ARTICLE VI---AMENDMENTS

These by-laws may be made, altered or rescinded by a two-thirds vote of the Directors present and voting at any regular meeting of the Directors or at a special meeting called for that purpose, in which latter case, notice of the proposed change shall be given in writing to each Director thirty days prior to such meeting.

ADOPTED at a special meeting duly called for the purpose of the following Board of Directors this 2nd day of December, 1961.

/s/ John E. Barrett, President and Director
/s/ C. O. Hillman, Vice-President and Director
/s/ Augustus Fortner, Secretary-Treasurer and Director
/s/ E. T. Stephenson, Director
/s/ Arnold R. Sova, Director
/s/ B. L. Jennings, Director
/s/ Carl E. Evers, Director
/s/ H. R. Barrick, Director
/s/ C. A. Johnson, Director
/s/ A. R. Kull, Director
/s/ Frank Callebout, Director
/s/ D. E. Nipper, Director
/s/ E. M. Crawford, Director

Revised November 6, 2001