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CORPORATION(S) NAME

Florida North Central Chapter of the Risk and Insurance Management Society, Inc.

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(x) Profit () Nonprofit	() Amendment	() Merger
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T SMITH DEC 08 2000

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation:

ARTICLE I NAME
The name of the corporation shall be:
Florida North Central Chapter of the Risk and Insurance Management Society, Inc.

ARTICLE II PRINCIPAL OFFICE
The principal place of business and mailing address of this corporation shall be:
c/o Mary Nielsen, American Automobile Association
1000 AAA Drive, Heathrow, FL 32746-5063

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ARTICLE III PURPOSE(S)
The specific purpose(s) for which the corporation is organized is(are):
See Attached.

ARTICLE IV MANNER OF ELECTION OF DIRECTORS
The manner in which the directors are elected or appointed is:
See Attached.

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS
The name and Florida street address of the initial registered agent are:
CT CORPORATION SYSTEM
1200 South Pine Island Road
Plantation, FL 33324

ARTICLE VI INCORPORATOR
The **name and address** of the Incorporator to these Articles of Incorporation are:
Ellen R. Dunkin, Esq., c/o The Risk and Insurance Management Society, Inc., 655 Third Ave., 2nd Flr. New York, NY 10017-5637

Ellen R. Dunkin ______ 10/12/00

Signature/Incorporator **Date**

(An additional article must be added if an effective date is requested.)

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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 relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

______ 12/7/2000

Signature/Registered Agent **Date**

Jonathan R. Giddings
Assistant Secretary

The purposes for which the **Florida North Central Chapter of the Risk and Insurance Management Society, Inc.** is formed are:

a) To promote and further the discipline of risk management by: (1) enhancing the image of practitioners as well as others within the risk management and insurance communities; (2) fostering the educational and professional development of risk managers; (3) influencing legislation and regulation at the federal, state and provincial levels; (4) developing and promoting products and services which meet the needs of its member-practitioners; (5) providing forums for the free exchange of ideas and viewpoints among its member-practitioners; (6) promoting a competitive insurance marketplace and the development of insurance products which benefit all insurance consumers; (7) fostering relationships with other professional societies and organizations in order to advance its objectives; and (8) abiding by the Constitution and Bylaws of the Risk and Insurance Management Society, Inc.

b) To conduct such activities that promote the meaning and intent of Section 501(c)(6) of the Internal Revenue Code of 1986, as amended and in effect from time to time.

c) To engage in any and all lawful activities incidental or conducive to the foregoing purposes or in advancement thereof, except as restricted herein.

The Chapter shall advise the Society of the Director named at least thirty days (30) prior to the date on which his term will commence.

ARTICLE VII - CHARTERS

Section 1. Revocation of Charters. By action of two-thirds (2/3) of the Board of Directors of the Society after sixty (60) days' written notice and hearing if requested by the Chapter, the charter of a Chapter may be revoked for failure to meet the provisions of this article or for conduct inconsistent with the best interest of the Society.

ARTICLE VIII - BOARD OF DIRECTORS

Section 1. General Powers. The Board of Directors shall elect officers of the Chapter and shall assume general management of all affairs of the Chapter.

The Board of Directors shall consist of nine (9) members. The election of four (4) Directors: The President, who shall be Chairman of the Board, Vice President, Secretary, Treasurer, and the Immediate Past President of the Chapter shall be held at the Annual Meeting by plurality vote of the active members present at the meeting. Those elected shall take office immediately on January 1, and thereafter serve until the expiration of their one year term of office.

No member shall serve as a regularly elected officer more than two consecutive terms in any one office.

Section 2. Nominations other than those made by the nominating committee may be made by petition signed by not less than ten (10) members, and such petition must be presented to the Secretary of the chapter at least fifteen (15) days prior to the date of the Annual Meeting of the Membership.

Section 3. No Director, except Directors elected and serving as officers, shall serve more than two (2) full consecutive terms.

Section 4. Resignations. Directors shall resign at any time by giving written notice to the President of the Chapter, and such resignation shall take effect at the time specified therein.

Section 5. Vacancies in the Board shall be filled by the Board. Any person selected to fill a vacancy shall serve the unexpired term of the Director he succeeds.