

Mark Kruse
Requester's Name
1351 N. Gadsden St.
Address
Tell. FL. 32303
City/State/Zip Phone #

NO1000000972

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. _____
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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- ☐ Walk in ☐ Pick up time ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS

- ☐ Profit
☐ Not for Profit
☐ Limited Liability
☐ Domestication
☐ Other

OTHER FILINGS

- ☐ Annual Report
☐ Fictitious Name

AMENDMENTS

- ☐ Amendment
☐ Resignation of R.A., Officer/Director
☐ Change of Registered Agent
☐ Dissolution/Withdrawal
☐ Merger

REGISTRATION/QUALIFICATION

- ☐ Foreign
☐ Limited Partnership
☐ Reinstatement
☐ Trademark
☐ Other

RECEIVED
01 FEB -9 PM 3:37
DIVISION OF CORPORATION
TALLAHASSEE, FLORIDA
01 FEB -9 PM 3:42
APPROVED
AND
FILED

Examiner's Initials TS 2/09/01

51

Articles of Incorporation of
FLORIDA/FTAA, Inc.

(A Florida Not-for-profit Corporation)

ARTICLES OF INCORPORATION
OF
FLORIDA/FTAA, INC.

APPROVED
AND
FILED
FEB - 9 PM
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, a citizen of the United States, acting as incorporator of a corporation pursuant to Chapter 617, Florida Statutes, hereby adopts the following Articles of Incorporation:

ARTICLE I.: NAME

The name of the corporation is FLORIDA/ FTAA, Inc.

ARTICLE II.: PRINCIPAL OFFICE/MAILING ADDRESS

The principal office and mailing address of the corporation is 400 S. Monroe Street, Room 1902, The Capitol, Tallahassee, FL 32399. The Board of Directors of the Corporation, or an officer of the Corporation acting under the authority of the Board of Directors is authorized to change the principal office of the corporation from time to time without amendment to these articles of incorporation.

ARTICLE III.: DURATION

The duration of the corporation is perpetual, unless sooner dissolved by the officers or shareholders as provided for by the laws of Florida.

ARTICLE IV.: PURPOSES

The purposes for which the Corporation is organized are:

1. The Corporation is organized as a business league for the purposes as set forth in Section 501(c)(6) of the Internal Revenue Code including, but not limited to, conducting, organizing, supporting, and monitoring participation by the State of Florida in the FTAA process, establishing a Free Trade Area of the Americas permanent Secretariat office in the State of Florida, promoting international trade, commerce, cultural, and other exchanges for the State of Florida through the Free Trade Area of the Americas process, and, providing administrative and logistical support for the FTAA Secretariat and for activities associated with the FTAA negotiations.
2. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from Federal Income tax

under section 501(c)(6) of the Internal Revenue Code, or (b) by a nonprofit corporation organized under the laws of the State of Florida.

ARTICLE V.: NOT FOR PROFIT

No part of the net earnings of the corporation shall inure 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 these articles.

ARTICLE VI.: BOARD OF DIRECTORS

The authority for all affairs of the corporation shall be in the Board of Directors who shall have and may exercise all powers of the corporation as permitted by federal law, state law, these articles of incorporation and the bylaws of the corporation as from time to time in effect. There shall be no fewer than three (3) members of the Board of Directors. The Board of Directors shall be elected as specified in the bylaws of the Corporation.

ARTICLE VII.: INDEMNIFICATION

The Corporation may indemnify to the fullest extent permitted under the laws of the state of Florida any person who was or is a party or is threatened to be made a party to any action, suit or proceeding, by reason of the fact that he or she is or was a director, officer, trustee, employee or agent of the corporation against expenses (including attorney's fees) judgments, fines and amounts paid in settlement actually and reasonably incurred by that person in connection with such action, suit, or proceeding.

ARTICLE VIII.: DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the complete or partial liquidation or dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(6) or Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent 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.

ARTICLE IX.: REGISTERED AGENT AND REGISTERED OFFICE

The name and address of the registered agent of the corporation are:

Todd G. Kocourek
1351 N. Gadsden Street
Tallahassee, Florida 32303

ARTICLE X.: MEMBERS

The membership of the corporation shall consist of all persons hereinafter named as Directors and all other persons as, from time to time hereafter, may be elected to membership by the Board of Directors. Qualifications for membership may be satisfied by all persons expressing an interest in the purposes of the corporation. The Directors may from time to time prescribe the form and manner in which application may be made for membership, and members may be admitted by the Board of Directors only. The authorized number of the members of the corporation, the different classes of membership (if any), the property, voting and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof shall be set forth in the Bylaws.

ARTICLE XI.: INCORPORATOR

The name and address of the incorporator are:

Todd G. Kocourek
1351 N. Gadsden Street
Tallahassee, Florida 32303

IN WITNESS WHEREOF, the undersigned incorporator does hereby execute these Articles of Incorporation on 2/9, 2001 and accepts the position as registered agent.


Incorporator/registered agent

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 FEB - 9 PM 3:42

APPROVED
AND
FILED