

N05000012239

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____

Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



500061893565

12/05/05--01044--005 **87.50

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
05 DEC -5 PM 4:01

MRS
12/7



FLORIDA LEAGUE OF CITIES, INC.

301 South Bronough Street, Suite 300 ♦ P.O. Box 1757 ♦ Tallahassee, FL 32302-1757
(850) 222-9684 ♦ Suncom 278-5331 ♦ Fax (850) 222-3806 ♦ Web site: www.flcities.com

December 2, 2005

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: Florida League of Mayors, Inc.

Dear Sir or Madam:

Enclosed are an original and one (1) copy of the Articles of Incorporation for the Florida League of Mayors, Inc., and a check for \$87.50, to cover the filing fee and to secure a certified copy and a certificate of status. Please forward the certified copy and certificate of status to my attention at 301 South Bronough Street, Suite 300, Tallahassee, Florida 32301.

If you have any questions, please don't hesitate to call me at 222-9684. Thank you in advance for your assistance. With kind regards, I am,

Sincerely,

Harry Morrison, Jr.
General Counsel

HMj/thr

enclosures

President **Julio Robaina**, Council President, Hialeah

First Vice President **René Flowers**, Councilwoman, St. Petersburg ♦ *Second Vice President* **Frank Ortis**, Mayor, Pembroke Pines

Executive Director **Michael Sittig** ♦ *General Counsel* **Harry Morrison, Jr.**

Articles of Incorporation

Florida League of Mayors, Inc.

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

05 DEC -5 PM 4:01

Article I. Name.

The name of this corporation shall be the Florida League of Mayors, Inc., and it shall be operated as a corporation not-for-profit under the Laws of Florida. Its offices shall be located at the location of the principal place of business of the Florida League of Cities, Inc.; that is, 301 South Bronough Street, Suite 300, Tallahassee, Florida 32301.

Article II. Purpose.

The general purpose of the League of Mayors is to serve as a compliment to the Florida League of Cities, Inc., by providing a forum for the mayors of Florida's municipalities to jointly study problems faced by Florida's municipalities, to work cooperatively for the general improvement and efficient administration of Florida's municipalities, to provide mutual assistance to each other in the solution of problems faced by Florida's municipalities, and to promote the exchange of ideas on and experiences in successful methods of administration of Florida's municipalities.

The League of Mayors, in the conduct of its business and the management of its affairs, shall limit its activities to matters directly pertaining to municipal affairs. It shall refrain from taking a position on any matter that does not directly pertain to municipal affairs and shall likewise refrain from taking a position on any matter that is inconsistent with a position taken by the Florida League of Cities, Inc.

Article III. Membership, Voting, and Dues.

Section 1. Any mayor of a municipality that is a member of the Florida League of Cities, Inc., may become a member of the League of Mayors by making application at its offices. The League of Mayors' Board of Directors shall be the sole judge of membership eligibility. All members, at the time of their application and throughout their membership in the League of Mayors, shall be a duly elected mayor of a municipality that is a member in good standing of the Florida League of Cities, Inc. In the event such member shall cease to be qualified for membership as provided in this section, then his membership in this League of Mayors shall thereupon *ipso facto* cease.

Section 2. Each member in good standing shall have such voting rights as are provided in the By-Laws.

Section 3. The dues for members shall be fixed from time-to-time in the manner provided in the By-Laws.

Article IV. Term.

The term for which this League of Mayors shall exist shall be perpetual. Upon dissolution of the League of Mayors, and after all liabilities and claims are satisfied, the remaining assets of the League of Mayors shall be distributed, in an equitable manner to be determined by the Board of Directors, to the municipalities of the then members in good standing of the League of Mayors.

Article V. Officers and Directors.

Section 1. The affairs of the League of Mayors shall be managed by a Board of Directors consisting of its officers and directors.

Section 2. The officers of the League of Mayors shall be a President, a President-Elect, and a Secretary/Treasurer. The manner of selection, term of office, qualifications for office, duties and responsibilities of the President and the President-Elect shall be as provided in the By-Laws. The Secretary/Treasurer shall be the Executive Director of the Florida League of Cities, Inc.; however, the Secretary/Treasurer shall not serve on the Board of Directors.

Section 3. The number, manner of selection, term of office, qualifications for office, duties and responsibilities of the remaining directors shall be as provided in the By-Laws.

Section 4. With the exception of the Secretary/Treasurer, all officers and directors shall be, at the time of their election and throughout their tenure of office, a member in good standing of the League of Mayors.

Section 5. The initial Board of Directors of the League of Mayors shall be composed of no more than twenty-one (21) members. It shall consist of the following nine (9) named members: Mayor Steve Abrams, 201 W. Palmetto Park Road, Boca Raton, FL 33432; Mayor Wayne Poston, 101 Old Main Street, Bradenton, FL 34205; Mayor Donald Slesnick, 405 Biltmore Way, Coral Gables, FL 33114; Mayor Bill Brooks, Belle Isle, 1600 Nela Avenue, Orlando, FL 32809; Mayor Shirley Gibson, 1515 NW 167th Street, Suite 200, Building 5, Miami Gardens, FL 33169; Mayor John Marks, 300 S. Adams Street, Tallahassee, FL 32301; Mayor Steve Feren, 10770 W. Oakland Park Boulevard, Sunrise, FL 33351; Mayor John Fogg, 180 Governmental Center, Pensacola, FL 32521; Mayor Harry Goode, 900 E. Strawbridge Avenue, Melbourne, FL 32901; and up to twelve (12) additional members appointed by the above-named nine (9) members. The initial Board of Directors shall choose from its ranks the League of Mayor's initial President. The President and each member of the Board of Directors shall hold office until the earlier of the League of Mayor's second annual business meeting or December 31, 2006.

Article VI. Meetings.

The League of Mayors shall hold its first annual business meeting in November, 2005. Thereafter, the League of Mayors shall hold an annual business meeting, the time and place in each instance to be fixed by the Board of Directors. Special meetings of the League of Mayors may be called at any time by the President. Twenty-five (25) members of the League of Mayors

shall constitute a quorum for the transaction of business at any meeting of the League of Mayors. Notices of such meetings shall be given to the members in the manner provided in the By-Laws.

Article VII. Amendments.

These Articles may be altered or rescinded by a three-quarters vote of the members in good standing present at any duly called regular or special meeting, provided that notice of any such proposed change be mailed to each such member at least thirty (30) days prior to such meeting.

Article VIII. By-Laws.

The initial By-Laws of the League of Mayors may be adopted by a majority vote of the members of its initial Board of Directors at a duly called meeting. Thereafter, the By-Laws of the League of Mayors may be altered or rescinded by a two-thirds vote of the members of the Board at a duly called meeting.

Article IX. Initial Registered Agent.

The name and Florida street address of the registered agent is Michael Sittig, 301 South Bronough Street, Suite 300, Tallahassee, Florida 32301.

Article X. Incorporator.

The name and address of the Incorporator is Michael Sittig, 301 South Bronough Street, Suite 300, Tallahassee, Florida 32301.

Having been named as registered agent to accept service of process for the above-stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Michael Sittig/Registered Agent

11-30-05
Date


Michael Sittig/Incorporator

11-30-05
Date

FILED
STATE
SECRETARY OF FLORIDA
TALLAHASSEE, FLORIDA
05 DEC -5 PM 4:01