

**NO660000355/**

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(City/State/Zip/Phone #)

PICK-UP     WAIT     MAIL

(Business Entity Name)

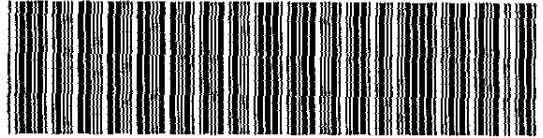
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*[Handwritten Signature]*  
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**FILED**  
06 MAR 30 AM 11:50  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

**COVER LETTER**

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Central Florida Trial Lawyers Association, I  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee &  
Certificate of  
Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: Scott R. McMillen  
Name (Printed or typed)

390 N. Orange Ave STE 140  
Address

Orlando, FL 32801  
City, State & Zip

407 843-0126  
Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

**ARTICLES OF INCORPORATION  
OF**

**CENTRAL FLORIDA TRIAL LAWYERS ASSOCIATION, INC.**

**FILED**  
06 MAR 30 AM 11:50  
CLERK OF THE  
COURT  
TALLAHASSEE, FLORIDA

The undersigned subscribers, each a natural person competent to contract, hereby associate themselves together for the purposes of filing Articles of Incorporation in order to form a corporation not-for-profit within the meaning of Section 5041(c)(6) Internal Revenue Code (1954) as amended and under Chapter 617 of the Florida Statutes.

**ARTICLE I - CORPORATION**

The name of this corporation shall be CENTRAL FLORIDA TRIAL LAWYERS ASSOCIATION, INC., a corporation not-for-profit, and the initial corporate address is 390 North Orange Avenue, Suite 140, Orlando, Florida 32801.

**ARTICLE II - PURPOSE**

The purpose of this corporation, a not-for-profit charitable organization, is to:

- (a) Encourage and promote the progress and development of laws in the State of Florida and in the United States.
- (b) Improve the quality of the judiciary and the Bar of the State of Florida, promote justice and protect individual rights.
- (c) Teach the art of advocacy by holding seminars, supplying lecturers, publishing literature, encouraging the publication of articles and other writings, teaching the effective presentation of cases in trial before the Courts, juries and arbitrators.
- (d) Resist and oppose corruption and inefficiency in the administration of justice.

- (e) Recognize and make appropriate awards to persons who have made distinctive contributions to the progress of Florida or Federal law or the teaching of the arts of advocacy.
- (f) Maintain the honor and dignity of the legal profession.
- (g) Promote knowledge and understanding of the legal profession.
- (h) Cultivate professional ethics among its members and the Bar of the Central Florida area.

### **ARTICLE II - POWERS**

The corporation shall have the power to do all lawful acts necessary or desirable to carry out its purposes, consistent with the provisions of Chapter 617 of the Florida Statutes, and Section 601(c)(6) of the I.R.C.

### **ARTICLE III – AMENDMENTS**

All provisions of this Certificate of Incorporation shall be subject to amendment, consistent with the provisions of Chapter 617 of the Florida Statutes, by two-thirds vote of the Board of Directors.

### **ARTICLE IV – MEMBERSHIP**

A membership in this corporation shall be open to all persons duly licensed to practice law who:

1. Are members, in good standing, of the Florida Bar.
2. Are of good moral character.

3. Pay the established dues for members of this corporation.
4. Satisfy all other membership criteria contained within the provisions of the corporate By-Laws, including scope of law practice and strict adherence to confidentiality requirements.
5. Are unopposed for membership by a two-thirds majority vote of the Board of Directors.

#### **ARTICLE V – OFFICERS**

The corporation shall have a President, Vice President (who shall also be considered the President-elect), Secretary, and Treasurer, and such other offices as may be provided in the By Laws. A person may not hold more than one office. Officers shall be elected for one-year terms at the first meeting of the Board of Directors as provided in the By Laws, but shall hold office until their successors are elected or appointed. The President-elect shall automatically become President upon the expiration of the term of the President. Election of officers shall take place at the annual meeting of the membership to be held at a time and place to be specified by the Board of Directors during the second week of January of each year. The following are the initial officers of the corporation and shall hold office until their successors are elected or appointed:

President: Scott R. McMillen  
390 North Orange Avenue, Suite 140  
Orlando, FL 32801

VP/President elect: David A. Paul  
301 E Pine Street, Suite 1150  
Orlando, FL 32801

Secretary: Todd E. Copeland

338 N. Magnolia Avenue, Suite B  
Orlando, FL 32801

Treasurer: Kenneth John McKenna  
719 Vassar Street  
Orlando, FL 32804

### **ARTICLE VI - DIRECTORS**

The business and property of this corporation shall be managed by the Board of Directors who will hold office for one-year terms and who will be elected by the membership at the annual meeting of the membership to be held at a time and place to be specified by the Board of Directors during the second week of January of each and every year. The Board of Directors of this corporation shall consist of not less than three (3) nor more than ten (10) members. The initial Board of Directors, whose names and addresses are as follows:

Scott R. McMillen  
390 North Orange Avenue, Suite 140  
Orlando, FL 32801

David A. Paul  
301 E Pine Street, Suite 1150  
Orlando, FL 32801

Todd E. Copeland  
338 N. Magnolia Avenue, Suite B  
Orlando, FL 32801

Kenneth John McKenna  
719 Vassar Street  
Orlando, FL 32804

C. Richard Newsome  
20 North Orange Avenue, Suite 800  
Orlando, FL 32801

Glenn Klausman  
890 N. SR 434  
Altamonte Springs, FL 32714

Robert D. Melton  
Post Office Box 1032  
Orlando, FL 32801

Dawn M. Ikerd  
1422 Hillcrest Street  
Orlando, FL 32803

Carlos R. Diez-Argulles  
540 N. Semoran Boulevard  
Orlando, FL 32807

Council "Butch" Wooten, Jr.  
Post Office Box 568188  
Orlando, FL 32856

#### **ARTICLE VII – TERM OF CORPORATION EXISTENCE**

This corporation shall exist perpetually unless dissolved according to law.

#### **ARTICLE VIII – SECTIONS**

The Board of Directors may establish or combine sections and committees for carrying on the business of the corporation, each within the scope of activity as defined by its By Laws, which shall not be inconsistent with the Articles of Incorporation or By Laws of this corporation or any amendments thereto.

Section and committee By Laws or amendments thereto shall become effective only when approved by the Board of Directors, and shall:

1. Be within the objects of this corporation as set forth in the Articles of Incorporation, By Laws, or amendments to either.
2. Contain a definition of its scope of activity.
3. Provide for a chairman of the section and an advisory committee.
4. Provide for an annual meeting to take place immediately following the annual meeting of this corporation as prescribed by its Board of Directors.

#### **ARTICLE IX – ANNUAL MEETING**

The annual meeting of the membership of this corporation shall be held as specified in the By Laws.

#### **ARTICLE X – BY LAWS**

By Laws may be adopted, amended, or rescinded initially by the Board of Directors and thereafter by a two-thirds vote of the members present at any regular or special meeting of the membership.

Proposals to adopt, amend, or rescind the By Laws may be initiated either by the Board of Directors, or any two (2) members in good standing, provided that, in either case, notice of any such proposal must be filed with the Secretary at least thirty (30) days before, and the Secretary, in turn, must give notice to the membership at least ten (10) days before the meeting at which point any such proposed amendments to the By Laws are submitted to the membership.



The Secretary's notice to the membership may be either by publication in the corporation's newsletter or journal, if any, or regular mail.

#### **ARTICLE XI – DISSOLUTION**

Upon dissolution of the corporation, any assets remaining thereafter shall be conveyed to such organization or organizations, as shall be selected by the affirmative vote of two-thirds of the board of Directors, provided however, that such organization or organizations shall be exempt under Section 501(c)(6) of the I.R.C.

#### **ARTICLE XII – INITIAL REGISTERED AGENT AND INITIAL REGISTERED OFFICE**

The registered agent and registered office shall be: Scott R. McMillen, 390 North Orange Avenue, Suite 140, Orlando, Florida 32801.

#### **ARTICLE XIII – INCORPORATOR**

Scott R. McMillen  
390 North Orange Avenue, Suite 140  
Orlando, FL 32801

#### **ACKNOWLEDGEMENT AND CONSENT OF REGISTERED AGENT**


Having been named Initial Registered Agent to accept service of process on the corporation at the Initial Registered Office designated in these Articles of Incorporation,

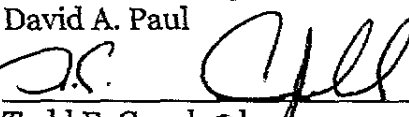
I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of law pertaining thereto.


  
\_\_\_\_\_  
Scott R. McMillen

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 20<sup>th</sup> day of March, 2006.

  
\_\_\_\_\_  
Scott R. McMillen

  
\_\_\_\_\_  
David A. Paul


  
\_\_\_\_\_  
Todd E. Copeland

  
\_\_\_\_\_  
Kenneth John McKenna

STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, a Notary Public authorized to take acknowledgement in the State of Florida, personally appeared Scott R. McMillen, known to me and by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal and affixed my official seal in the State and County aforesaid, this 3<sup>rd</sup> day of March, 2006.

  
\_\_\_\_\_  
Notary Public, State of Florida at Large

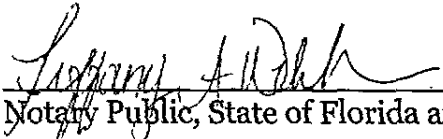
My Commission Expires:



STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, a Notary Public authorized to take acknowledgement in the State of Florida, personally appeared David A. Paul, known to me and by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal and affixed my official seal in the State and County aforesaid, this 20<sup>th</sup> day of March, 2006.

  
\_\_\_\_\_  
Notary Public, State of Florida at Large

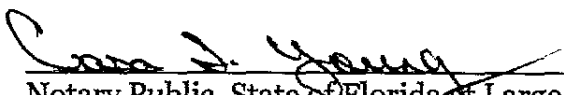
My Commission Expires:

TIFFANY A. WELCH  
NOTARY PUBLIC - STATE OF FLORIDA  
COMMISSION # DD233056  
EXPIRES 8/26/2007  
BONDED THRU 1-888-NOTARY1

STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, a Notary Public authorized to take acknowledgement in the State of Florida, personally appeared Todd E. Copeland, known to me and by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal and affixed my official seal in the State and County aforesaid, this 3<sup>rd</sup> day of March, 2006.

  
\_\_\_\_\_  
Notary Public, State of Florida at Large

My Commission Expires:



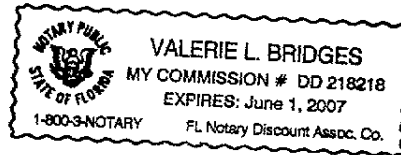
STATE OF FLORIDA  
COUNTY OF ORANGE

BEFORE ME, a Notary Public authorized to take acknowledgement in the State of Florida, personally appeared Kenneth John McKenna, known to me and by me to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed those Articles of Incorporation for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal and affixed my official seal in the State and County aforesaid, this 6<sup>th</sup> day of March, 2006.

Valerie L. Bridges  
Notary Public, State of Florida at Large

My Commission Expires:



FILED  
06 MAR 30 AM 11:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA