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**FLORIDA PROFIT/NON PROFIT CORPORATION
 ASSOCIATION OF FERTILIZER AND PHOSPHATE
 CHEMISTS, IN**

Certificate of Status	0
Certified Copy	1
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FLORIDA DEPARTMENT OF STATE
Division of Corporations

BUSH ROSS, P.A.

SUBJECT: ASSOCIATION OF FERTILIZER AND PHOSPHATE CHEMIST, INC.
REF: W12000034495

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

You must list at least one incorporator with a complete business street address.

If you have any further questions concerning your document, please call (850) 245-6052.

Thomas Chang
Regulatory Specialist II
New Filing Section

FAX Aud. #: H12000169376
Letter Number: 212A00017549

*amended,
please see attached.
Thank you.*

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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
ASSOCIATION OF FERTILIZER AND PHOSPHATE CHEMISTS, INC.
(A Florida Corporation Not-for-Profit)**

The undersigned, hereby make, subscribe, acknowledge and file with the Secretary of the State of Florida, these Articles of Incorporation for the purpose of forming a corporation not-for-profit in accordance with the provisions of Chapter 617, Florida Statutes, as amended from time to time by the Legislature of the State of Florida, for the sole purpose of organizing a non-profit corporation and to that end do hereby set forth the following:

ARTICLE I
NAME AND ADDRESS

The name of this corporation is ASSOCIATION OF FERTILIZER AND PHOSPHATE CHEMISTS, INC. and its principal address is c/o Marine Technical Surveyors, 2740 Causeway Center Drive, Tampa, FL 33619 and its mailing address is Post Office Box 1645 Bartow, Florida 33831. (the "Corporation").

ARTICLE II
PURPOSE

The Corporation is organized as a business league within the meaning of Section 501(c)(6) of the Internal Revenue Code of 1986, as amended (the "Code"), for purposes that include but are not limited to the following:

- (i) to develop, perfect, support and promote the uniformity of various analytical methods both within the association membership as well as in worldwide laboratories engaged in the analysis of phosphate rock, phosphoric acid, fertilizer materials, animal feeds ingredients and associated chemicals which are used or sold by the fertilizer and phosphate industry;
- (ii) to facilitate cooperation within the membership of the Corporation by maintaining a program of scheduled meetings in order to discuss analytical methods and sampling procedures for products of common interest, including environmental considerations;

Facsimile Audit No.: H12000169376 3

(iii) to publish and distribute a manual of methods adopted and published by regulatory agencies, as well as those developed or under development by members of the Corporation and to share this information with worldwide producers and users of fertilizer and phosphate materials;

(iv) to promote matters of the Corporation's interest through the presentation of technical papers at professional meetings and by any means of advertisement that meets with the approval of the Corporation;

(v) to provide an standard phosphate rock check sample, including a statistical evaluation to be made available to the members of the Corporation;

(vii) to provide members the opportunity to discuss analytical methods and sampling procedures; and

(viii) to promote educational improvement in Florida schools for the encouragement of career interests and opportunities within the phosphate industry.

The Corporation is formed as a business league, not for pecuniary profit or financial gain, but as an association of persons with common business interests and for the purpose of promoting such common business interests set forth herein in this Article II. When undertaking its activities, the Corporation shall not engage in a regular trade or business.

The Corporation may receive, administer and distribute funds for the common business interests of its members, within the meaning of Section 501 (c)(6) of the Code and, to that end, the Corporation is empowered to hold any property or any undivided interest therein, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purpose of the Corporation, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the Bylaws of the Corporation, or any applicable laws. Notwithstanding anything in these Articles of Incorporation, the Corporation shall not conduct or carry out any activities not permitted to be conducted or carry out by an organization exempt from federal income tax

Facsimile Audit No.: H12000169376 3

under Section 501(a) and Section 501(c)(6) of the Code and Regulations promulgated thereunder. The Corporation is not organized for pecuniary profit, nor shall it have any power to issue certificates of stock or declare dividends, and no part of its net earnings shall inure to the benefit of any individual.

ARTICLE III
MEMBERS

The Corporation shall be organized as an entity with members that are admitted to membership in accordance with the Bylaws of the Corporation.

ARTICLE IV
REGISTERED AGENT

The registered office of this Corporation is 1801 N. Highland Avenue, Tampa, Florida 33602 and the initial registered agent of the Corporation is Bush Ross Registered Agent Services, LLC.

ARTICLE V
BOARD OF DIRECTORS/OFFICERS

The powers of this Corporation shall be exercised, its properties controlled and affairs supervised by a Board of Directors, the precise number of which shall be set by the Bylaws of the Corporation, provided that there shall be a minimum of three directors at all times. Each member of the Board of Directors shall be elected in the manner and for the terms prescribed in the Bylaws, and shall hold office until their respective successors are duly elected and qualified. The affairs of the Corporation shall be managed by this official board, as provided for in the Bylaws of the Corporation. Each officer shall be elected from time to time in accordance with the Bylaws and each officer shall hold office until his or her successor is elected and qualified.

The names and addresses of the members of the initial Board and the office which they

Facsimile Audit No.: H12000169376 3

will respectively hold until their successors are elected and qualified are as follows:

<u>Name</u>	<u>Title</u>	<u>Address</u>
Arthur Espinosa	Director	13830 Circa Crossing Drive Lithia, Florida 33547
James Harold Falls	Director	10806 Paul Buchman Highway Plant City, Florida 33564
Paul McAfee	Director	13830 Circa Crossing Drive Lithia, Florida 33547

ARTICLE VI
BYLAWS

The Bylaws of this Corporation shall be made and adopted by the Board of Directors and may be amended, altered or rescinded by the Board of Directors in a manner provided by the Bylaws.

ARTICLE VII
USE OF CORPORATION FUNDS

The property of this Corporation is irrevocably dedicated to not-for-profit purposes under the Florida Not For Profit Corporation Act, and no part of the net income or assets of the Corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private individual except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payments and distributions for its specific purposes herein above set forth. Members of this Corporation shall not be personally liable for debts, liabilities or obligations of the Corporation.

Facsimile Audit No.: H12000169376 3

ARTICLE VIII
DISTRIBUTIONS OF ASSETS

In the event of the dissolution of this Corporation, no funds shall be distributed, directly or indirectly, to any member, officer or director of the Corporation or any private person. After paying or make provisions for the payment of the liabilities of the Corporation, any funds remaining shall be distributed as determined by the Board of Directors in accordance with (i) the provisions of Chapter 617 of the Florida Statutes; (ii) as provided for under Section 501 of the Internal Revenue Code; and (iii) the purposes for which the Corporation was organized.

ARTICLE IX
AMENDMENTS

These Articles of Incorporation may be amended in the manner prescribed by Chapter 617, Florida Statutes (or the corresponding provisions of any future Florida Not for Profit Corporation Act).

ARTICLE X
TERM

The term of the Corporation shall be perpetual or until dissolved by due process of law.

ARTICLE XII
INDEMNIFICATION

Each officer, director or employee of the Corporation shall be indemnified by the Corporation against expenses reasonably incurred by him or her in connection with any action, suit, or proceeding to which he or she is made a party by reason of his or her being, or having been an officer, director, or employee of the Corporation provided he or she acted in good faith and in a manner reasonably believed to be in, or not opposed to, the best interest of the Corporation, and had no reasonable cause to believe his or her conduct was unlawful.

Facsimile Audit No.: H12000169376 3

ARTICLE XIII
INCORPORATOR

The name and address of the Incorporator of this Corporation is:

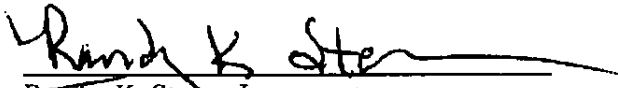
Randy K. Sterns

1801 N. Highland Avenue
Tampa, Florida 33602

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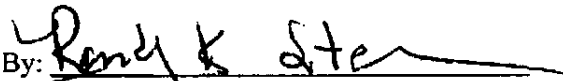
IN WITNESS WHEREOF, the undersigned, being the incorporator of this Corporation, for the purpose of forming this not-for-profit corporation under the laws of the State of Florida, has executed these Articles of Incorporation on this 28th day of June, 2012.


Randy K. Sterns, Incorporator

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, we hereby accept the appointment as registered agent and agree to act in this capacity. We further agree to comply with the provisions of all statutes relating to the proper and complete performance of our duties, and we are familiar with and accept the obligations of our position as registered agent.

BUSH ROSS REGISTERED AGENT
SERVICES, LLC

By: 
Randy K. Sterns, Vice President