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(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

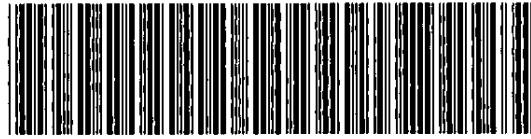
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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TO: PROCEEDINGS
SUPERVISOR OF FILINGS

RECEIVED
SECTION OF
13 JAN -8 AM 9:58
[Signature]

Bryant Miller Olive

Requester's Name

101 N. Monroe St. #900

Address

Tallahassee FL 32301

City/State/Zip

Phone #

850-222-8611

Office Use Only

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

1. Florida Association of Managing Entities, Inc. (Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

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

NEW FILINGS

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

AMENDMENTS

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

OTHER FILINGS

- Annual Report, Fictitious Name

REGISTRATION/QUALIFICATION

- Foreign, Limited Partnership, Reinstatement, Trademark, Other

Examiner's Initials

COVER LETTER

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

SUBJECT: Florida Association of Managing Entities, Inc.
(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: Bryant Miller Olive P.A.
Name (Printed or typed)

101 N. Monroe St., Suite 900
Address

Tallahassee, FL 32301
City, State & Zip

850-222-8611
Daytime Telephone number

ralph@ralphaben.com
E-mail address: (to be used for future annual report notification)

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

SECRETARY OF STATE
DIVISION OF CORPORATIONS
13 JAN -8 AM 8:58

**ARTICLES OF INCORPORATION
OF
FLORIDA ASSOCIATION OF MANAGING ENTITIES, INC.
A FLORIDA NOT FOR PROFIT CORPORATION**

The undersigned, desiring to form a nonprofit corporation pursuant to chapter 617, Florida Statutes, does hereby make, subscribe, and acknowledge these Articles of Incorporation, as follows:

**ARTICLE I
NAME**

The name of the nonprofit corporation shall be FLORIDA ASSOCIATION OF MANAGING ENTITIES, INC. (the "Corporation")

**ARTICLE II
DURATION**

The term of existence of the Corporation is perpetual. The Corporation's existence will commence on the filing of these Articles of Incorporation by the Department of State.

**ARTICLE III
EXEMPT STATUS**

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"). The Corporation shall receive financial support in the form of dues, grants and contributions, directly or indirectly, from its members. It may also seek and receive support in the form of contributions and grants from federal, state, and local government agencies, other corporations and the public at large in order to improve and promote the interests of other qualified tax exempt organizations that meet the requirements of I.R.C. Section 501(c)(3) and that provide and/or manage behavioral health services, foster care, and facilities for children and families, as well as mental health and substance abuse services and counseling for affected children, families and other individuals ("Qualified Organizations") in the State of Florida. The Corporation has not been formed for pecuniary profit or financial gain, and no part of the assets, income, or profit of the Corporation is distributable to, or shall inure to the benefit of, its directors or officers except to the extent permitted under Chapter 617, Florida Statutes, and I.R.C. Section 501, et seq.

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its officers, directors, or members; provided, however, that the Corporation is authorized and empowered to pay reasonable compensation for services rendered by any persons (including, but not limited to, its officers, directors, or members) and to make payments and distributions in furtherance of its purpose as set forth in this Article III and in Article IV hereof.

Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income taxation under section 501(c)(6) of the Code or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE IV NONPROFIT PURPOSES

The purposes for which the Corporation is to be formed are the improvement and promotion of a common business interest within the meaning of section 501(c)(6) of the Code, and in this connection, operate in such a manner as to advance the purposes described in Article III above and, in that regard, to do the following:

1. Advance the common economic interests of businesses and citizens benefitting directly from the services provided by Qualified Organizations in the State of Florida;
2. Facilitate the discussion, review, and consideration of issues affecting Qualified Organizations and promote the advancement and adoption of federal, state and local initiatives to resolve such issues;
3. Educate members of the federal government, state legislature, local governments, business community, other private sector entities, and the general public as to the needs and issues of persons requiring the child, family and related welfare services, the counseling, mental health and substance abuse treatment, and other services provided by the Qualified Organizations; and
4. Promote legislation at the federal, state and local levels to create enhanced opportunities for the Qualified Organizations.

ARTICLE V
SCOPE OF ACTIVITY

The Corporation shall have the power, either directly or indirectly, either alone or in cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, suitable, desirable, or proper for the furtherance, accomplishment, fostering, or attainment of improving and promoting any or all of the interests for which the Corporation is organized, and to aid or assist other organizations whose activities are such as to further, accomplish, foster, or attain any such purposes. The Corporation shall operate to select, procure, engage, manage, and otherwise direct the improvement and promotion of the Qualified Organizations. Notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are in furtherance of the exempt purposes of organizations set forth in section 501(c)(6) of the Code and the regulations thereunder as the same now exists or as they may be hereafter amended from time to time.

ARTICLE VI
PLACE OF OPERATION

The initial principal place of business of the Corporation shall be located at 411 East College Avenue, Tallahassee, Florida 32303. The Corporation may designate a different principal place of business without amending these Articles of Incorporation.

ARTICLE VII
REGISTERED AGENT AND OFFICE

The initial Registered Agent of the Corporation shall be Ralph Haben. The address to which the Secretary of State shall mail a copy of any notice required by law is 1020 E. Lafayette Street, Suite 113, Tallahassee, Florida 32302.

ARTICLE VIII
INCORPORATOR

The name and address of the incorporator of this Corporation are as follows:

<u>Name</u>	<u>Address</u>
Ralph Haben	1020 E. Lafayette Street, Suite 113 Tallahassee, Florida 32302

ARTICLE IX
DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors consisting of seven (7) natural persons who are eighteen years of age or older but who need not be residents of the State of Florida; provided, however, that the Board of Directors may increase the maximum permitted number of directors to more than seven (7) under the circumstances and in the manner provided for in the Bylaws of the Corporation. The number of directors may be increased or decreased (but not below three) from time to time in accordance with the Corporation's Bylaws. The names and addresses of the persons who are to serve as Directors until the first election thereof are as follows:

Mike Watkins
525 N. Martin Luther King Jr. Blvd.
Tallahassee, Florida 32301

Silvia Quintana
1715 SE 4th Avenue
Fort Lauderdale, Florida 33316

Linda McKinnon
719 US Highway 301 South
Tampa, Florida 33619

Maria Bledsoe
707 Mendham Blvd., Suite 104
Orlando, Florida 32825

Christina St. Clair
10450 San Jose Blvd., Unit A
Jacksonville, Florida 32257

John W. Dow
7205 Corporate Center Drive, Suite 200
Miami, Florida 33126

Ann Berner
140 Intracoastal Pointe Drive, Suite 211
Jupiter, Florida 33477

ARTICLE X
ELECTION OF DIRECTORS/TERMS

Directors of the Corporation shall be elected and shall serve until such time as their successors are qualified and appointed in the manner provided by the Corporation's Bylaws.

ARTICLE XI
MEMBERSHIP

The Corporation is to be organized upon a membership basis. Such memberships shall be nonredeemable, nontransferable, and nondividend bearing. Qualifications for membership and admission of new members shall be determined as set forth in the Corporation's Bylaws. The respective rights of each class shall be set by the Board of Directors from time to time by resolution. The initial membership of the Corporation shall be comprised of the persons and entities named in the Corporation's Bylaws.

ARTICLE XII
DISSOLUTION AND DISTRIBUTION

Upon the dissolution or other termination of the Corporation, no part of the property of the Corporation or any of the proceeds shall be distributed to or inure to the benefit of any of the officers, directors, or members of the Corporation, but all such property and proceeds, subject to the discharge of valid obligations of the Corporation and to the applicable provisions of the Florida Not For Profit Corporation Act, shall be distributed as directed by the members of the Corporation among such organization or organizations that are then described in section 501(c)(6) of the Code or other such organization or organizations that are exempt from taxation under section 501, *et seq.*, of the Code, and are qualified to receive distributions in liquidation of the Corporation.

ARTICLE XIII
AMENDMENT

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the members, directors, and officers are subject to this reservation. The Articles of Incorporation of the Corporation may be amended only

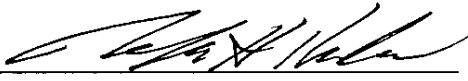
upon majority vote approving such adoption by the Board of Directors of the Corporation.

ARTICLE XIV
INDEMNIFICATION

The Corporation shall fully indemnify each incorporator, officer, and director of the Corporation, including former officers and directors, to the full extent permitted by the laws of the State of Florida. The form and content of the indemnification shall be set forth in greater detail in the Bylaws, but shall never be less than the full extent permitted by the laws of the State of Florida.

[Remainder of page left intentionally blank]

IN WITNESS WHEREOF, I have subscribed my name this 7th day of January,
2014.



Ralph Haben
Incorporator

SECRETARY OF STATE
TALLAHASSEE, FLORIDA
13 JAN -8 AM 8:58

**CERTIFICATE OF DESIGNATION
REGISTERED OFFICE/REGISTERED AGENT**

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: Florida Association of Managing Entities, Inc.
2. The name and address of the registered agent and office is:

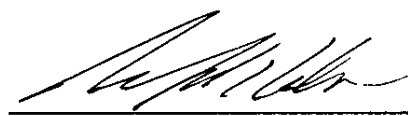
Ralph Haben
1020 E. Lafayette Street, Suite 113
Tallahassee, Florida 32302



Ralph Haben, Incorporator

Date: January 7, 2014

HAVING BEEN NAME 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 PROVISION 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.



Ralph Haben

Date: January 7, 2014