

# N 95 00000 2009

BATEMAN Graham P.A.  
(Requestor's Name)

300 EAST PARK AVE  
(Address)

TALLAHASSEE FL 32302-224-2677  
(City, State, Zip) (Phone #)

95 APR 27 PM 43

DIVISION OF REGISTRATION

OFFICE USE ONLY

95 APR 27 PM 12 32  
FILED

500001466875  
-04/27/95--01059--034  
\*\*\*\*\*8.75 \*\*\*\*\*8.75

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

1. Airline and Automobile Travelers Association of America  
(Corporation Name) (Document #)

2. \_\_\_\_\_  
(Corporation Name) (Document #)

3. \_\_\_\_\_  
(Corporation Name) (Document #)

4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in ☒ Pick up time 2:00  
☐ Mail out ☐ Will wait ☐ Photocopy

☒ Certified Copy ☒ Certificate of Status  
500001466875  
-04/27/95--01059--036  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

| NEW FILINGS              |                   |
|--------------------------|-------------------|
| <input type="checkbox"/> | Profit            |
| <input type="checkbox"/> | NonProfit         |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication     |
| <input type="checkbox"/> | Other             |

| AMENDMENTS               |                                       |
|--------------------------|---------------------------------------|
| <input type="checkbox"/> | Amendment                             |
| <input type="checkbox"/> | Resignation of R.A., Officer/Director |
| <input type="checkbox"/> | Change of Registered Agent            |
| <input type="checkbox"/> | Dissolution/Withdrawal                |
| <input type="checkbox"/> | Merger                                |

500001466875  
-04/27/95--01059--035  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

500001466875  
-04/27/95--01059--037  
\*\*\*\*\*52.50 \*\*\*\*\*52.50

| OTHER FILINGS            |                  |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report    |
| <input type="checkbox"/> | Fictitious Name  |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/<br>QUALIFICATION |                     |
|--------------------------------|---------------------|
| <input type="checkbox"/>       | Foreign             |
| <input type="checkbox"/>       | Limited Partnership |
| <input type="checkbox"/>       | Reinstatement       |
| <input type="checkbox"/>       | Trademark           |
| <input type="checkbox"/>       | Other               |

NANCY HENDRICKS APR 27 1995

Examiner's Initials

**ARTICLES OF INCORPORATION**

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

**ARTICLE I  
Name**

The name of the corporation shall be: Airline and Automobile Travelers Association of America (AATAA), Inc.

**ARTICLE II  
Principal place of business and mailing address**

The principal place of business and the mailing address of this corporation shall be 4205 NW 6th Street, Gainesville, Florida 32609

**ARTICLE III  
Purpose(s)**

The specific purpose for which the corporation is organized is the promotion of interstate travel and commerce by and through providing airline and automobile travelers with information regarding travel routes, points of interest including historic sites, amusement sites, rest stops, hotel and motel accommodations and dining establishments, safety travel tips, emergency telephone numbers, travel discounts where available and travel news on an updated basis.

**ARTICLE IV  
Manner of election of directors**

The manner in which the directors are elected or appointed shall be set forth in the corporate bylaws.

**ARTICLE V  
Limitation of corporate powers**

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes.

**ARTICLE VI  
Initial registered agent and street address**

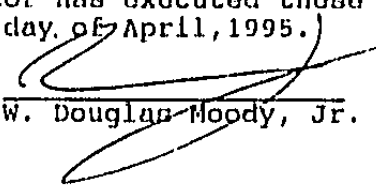
The name and the street address of the initial registered agent is W. Douglas Moody, Jr., Bateman Graham, 300 East Park Avenue, Tallahassee, Florida 32301.

**ARTICLE VII  
Incorporators**

The name and the street address of the incorporator for these articles of incorporation is W. Douglas Moody, Jr., Bateman

Graham, 300 East Park Avenue, Tallahassee, Florida 32301.

The undersigned incorporator has executed these Articles of Incorporation this 27th day of April, 1995.)

Signature of Incorporator:   
W. Douglas Moody, Jr.

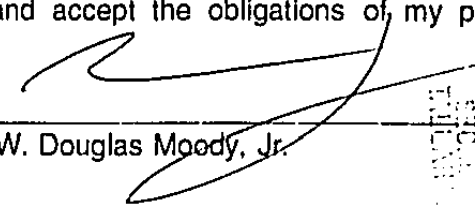
**CERTIFICATE OF DESIGNATION REGISTERED  
AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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 Airline and Automobile Travelers Association of America (AATAA), Inc.

2. The name and address of the registered agent and office is W. Douglas Moody, Jr., Baleman Graham, 300 East Park Avenue, Tallahassee, Florida 32301.

Having been named 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 provisions 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.

  
W. Douglas Moody, Jr.

95 APR 27 PM 12:33  
FILED  
TALLAHASSEE, FLORIDA

N 9 5 0 0 0 0 0 2 0 0 9

DATEMAN GRAHAM  
ATTORNEYS AT LAW

930 HIGHLAND AVENUE  
ORLANDO, FLORIDA 32803  
(407) 246-7792  
FAX (407) 648-4929

300 EAST PARK AVENUE  
TALLAHASSEE, FLORIDA 32301  
(904) 224-2677  
FAX (904) 561-6175

CURTAIN ATTORNEYS ALSO  
ADMITTED IN ALABAMA,  
GEORGIA, AND TEXAS

PLEASE REPLY TO:  
TALLAHASSEE OFFICE

2601 GULF LIFE TOWER  
JACKSONVILLE, FLORIDA 32207  
(904) 398-1192  
FAX (904) 399-3461

PAUL M. HARDEN  
OF COUNSEL

SECRET  
-06/14/95-01022--0003  
\*\*\*\*\*43.75 \*\*\*\*\*43.75

June 9, 1995

VIA HAND DELIVERY

Mr. David E. Mann  
Director  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

Re: Airline and Automobile Travelers  
Association of America (AATAA)

Dear Mr. Mann:

Please find enclosed an amendment to the articles of incorporation of the above referenced nonprofit organization changing the name to Auto and Air Travelers Association of America ("AATAA"), Inc. Further, please find the original certificate of record which does not indicate the nonprofit nature of the corporation except for the assigned document number.

As we have discussed, I require a certificate of record which indicates that the corporation is a nonprofit corporation organized under the laws of the State of Florida. The certificate should reflect the amended corporate name.

It would be very much appreciated if you could assist me in this regard and I thank you for your consideration. If there are questions regarding this request, please contact me at your convenience.

Sincerely,

W. Douglas Moody, Jr.

WDMjr./cs  
Enclosure

RECEIVED  
95 JUN -9 AM 11:38  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA  
FILED  
JUN -9 PM 1:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

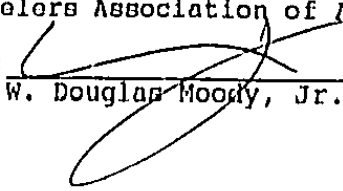
NIC - 38

1182

AMENDMENT TO ARTICLES OF INCORPORATION

Name

By vote of the Board of Directors held on June 6th, 1995, there being no authorized voting members, the name of the corporation Airline and Automobile Travelers Association of America (AATAA), Inc., Articles of Incorporation bearing Secretary of State Document Number N95000002009, is hereby amended and shall hereafter be the Auto and Air Travelers Association of America (AATAA), Inc.

Signature of Chairman :   
W. Douglas Moody, Jr.

FILED  
95 JUN -9 PM 1:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

# N95000002009

## MOODY & SALZMAN, P.A.

ATTORNEYS & COUNSELORS AT LAW

500 EAST UNIVERSITY AVENUE, SUITE A  
POST OFFICE DRAWER 2739

GAINESVILLE, FLORIDA 32602

TELEPHONE (904) 373-6791  
TELEFAX (904) 377-2861

C. GARY MOODY\*  
ANTHONY J. SALZMAN\*\*  
JOHN M. CROTTY

PERSONAL INJURY AND WRONGFUL DEATH  
WORKERS' COMPENSATION  
FAMILY LAW  
CONSTRUCTION LAW  
BANKING LAW  
GENERAL PRACTICE

\*BOARD CERTIFIED IN CIVIL TRIAL LAW  
\*\*BOARD CERTIFIED IN WORKERS' COMPENSATION

February 22, 1996

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

000001723250  
-02/23/96--01097--011  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

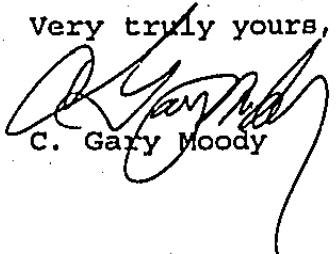
Re: Auto and Air Travelers Association of America (AATAA), Inc.

Dear Sir/Madam:

Enclosed please find an original Resolution amending the Articles of Incorporation for the above-referenced company, together with the original Articles of Amendment adopted on February 9, 1996. Also enclosed is our office check payable to your office in the amount of \$35.00. Please see that the amended Articles of Incorporation are properly filed in the corporate records of the State of Florida, and please provide back to my office the proof of such filing.

Thank you for your assistance in this matter.

Very truly yours,

  
C. Gary Moody

CGM/skg  
Enclosures

FILED  
95 FEB 23 AM 9:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Mr. Moody authorized  
to correct title to <sup>Amended</sup> Restated  
Articles and delete  
reference to bylaws

Amended & Restated  
LIT

**EXHIBIT A**

AMENDED AND RESTATED ARTICLES  
OF  
AUTO AND AIR TRAVELERS  
ASSOCIATION OF AMERICA (AATAA), INC.  
(A Nonprofit Corporation)

FILED  
FEB 23 AM 9:13  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

This Corporation was incorporated on April 27, 1995 under the name Airliner and Automobile Travelers Association of America (AATAA), Inc. Pursuant to Sections 617.0701, 617.0821 and 617.1002, Florida Not-For-Profit Corporation Act, Amended Articles of Incorporation were approved by written consent of the directors and members of this Corporation on February 9, 1996. The only voting group entitled to vote on the adoption of the Amended Articles of Incorporation consists of the members of the Corporation. The number of votes cast by such voting group was sufficient for approval by that voting group.

NOW, THEREFORE, the Corporation's Articles of Incorporation are hereby amended in their entirety to read:

**ARTICLE 1**

**NAME AND ADDRESS**

Section 1.1 Name The name of the corporation is Auto and Air Travelers Association of America (AATAA), Inc. (the "Corporation").

Section 1.2 Address of Principal Office. The address of the principal office of the Corporation is 4205 N.W. 6th Street, Gainesville, Florida 32609.

Section 1.3 Mailing Address. The mailing address of the Corporation is 4205 N.W. 6th Street, Gainesville, Florida 32609.

**ARTICLE 2**

**DURATION**

Section 2.1 Duration. The Corporation shall exist perpetually.

## ARTICLE 3

### PURPOSES

Section 3.1 **Purposes.** The Corporation is organized for any lawful purpose or purposes not for pecuniary profit and not specifically prohibited to corporations under other laws of the State of Florida. Specifically, the Corporation is organized for the purpose of promoting interstate travel and commerce by providing airline and automobile travelers with information regarding travel routes, points of interest, historical sites, amusement sites, rest stops, hotel and motel accommodations, dining establishments, safety travel tips, emergency telephone numbers, travel discounts, and travel news, and to undertake such activities as will further the general purposes described herein.

## ARTICLE 4

### REGISTERED OFFICE AND AGENT

Section 4.1 **Name and Address.** The street address of the registered office of the Corporation is 300 East Park Avenue, Tallahassee, Florida 32301, and the name of the registered agent of the Corporation at that address is W. Douglas Moody, Jr.

## ARTICLE 5

### DIRECTORS

Section 5.1 **Election.** Directors shall be elected by the members in the manner set forth in the bylaws of the Corporation.

Section 5.2 **Number.** The number of directors shall be fixed and may be increased or decreased from time to time, as provided in the bylaws of the Corporation, but shall never be less than three.

## ARTICLE 6

### MEMBERS

Section 6.1 **Members.** There shall be two classes of members of the Corporation: voting members and non-voting members. The qualifications,



rights and privileges of each class shall be set forth in the bylaws. ITSI, Inc. shall be the initial voting member of the Corporation.

## ARTICLE 7

### BYLAWS

Section 7.1 Bylaws. Bylaws may be altered, amended or repealed from time to time by either the Board of Directors or the voting members; provided, however, that any provision in the bylaws which is altered, amended or repealed by the voting members may not be altered, amended or repealed by the Board of Directors.

## ARTICLE 8

### INDEMNIFICATION

Section 8.1 Indemnification. The Board of Directors is hereby specifically authorized to make provision for indemnification of directors, officers, employees and agents to the fullest extent permitted by law.

## ARTICLE 9

### LIMITATIONS

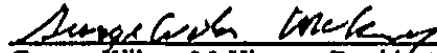
Section 9.1 Limitations on Actions. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to any member, director, officer or other private person, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to confer benefits on its members in conformity with the purposes set forth in Section 2.1 of this Article.

## ARTICLE 10

### AMENDMENT

Section 10.1 Amendment. The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the members is subject to this reservation.

IN WITNESS WHEREOF, the undersigned President of the Corporation has executed these Articles of Amendment this 9<sup>th</sup> day of February, 1996.

  
George Wilson McKinney, President

**WRITTEN CONSENT TO RESOLUTIONS  
IN LIEU OF SPECIAL JOINT MEETING OF THE  
BOARD OF DIRECTORS AND MEMBERS OF  
AUTO AND AIR TRAVELERS ASSOCIATION  
OF AMERICA (AATAA), INC.**

Pursuant to the authority contained in Sections 617.0701 and 617.0821, Florida Not For Profit Corporation Act, the adoption of the following resolutions is consented to by the undersigned, being the sole voting member of the corporation and all of the directors of the corporation:

WHEREAS, the incorporator of the corporation adopted and Articles of Amendment and Restatement of the corporation on or about August 2, 1995, but such Articles of Amendment and Restatement were never delivered to the Secretary of State of Florida for filing; and

WHEREAS, the Board of Directors has determined it to be appropriate and in the best interest of the corporation to amend the corporation's Articles of Incorporation to, among other things, create two classes of members, voting and non-voting, and provide for the indemnification of the corporation's officers and directors.

**IT IS THEREFORE**

**RESOLVED**, that the Articles of Incorporation of the corporation be amended for the purposes of (i) creating two classes of members, voting and nonvoting, (ii) providing for the indemnification of the officers and directors, and (iii) modifying the Articles of Incorporation to provide certain information regarding the regulation of the internal affairs of the corporation;

**RESOLVED**, that Amended Articles of Incorporation, including the amendments set forth above, in substantially the form attached as Exhibit A to these resolutions, are adopted;

**RESOLVED**, that the officers of the corporation are hereby authorized and directed to execute Articles of Amendment to the Articles of Incorporation setting forth the foregoing amendments and to cause the same to be delivered to the Secretary of State of Florida for filing;

RESOLVED, that the Amended and Restated Articles of Incorporation adopted by the incorporator on August 2, 1995 are abrogated;

RESOLVED, that the officers of the corporation are hereby authorized and directed to take all such other actions as they deem necessary or appropriate to carry into effect the foregoing resolutions; and

RESOLVED, that this Written Consent shall be effective as of February 9, 1996.

Date: 2/9/96

George Wilson McKinney  
GEORGE WILSON MCKINNEY, Director

Date: 2/9/96

H. Thomas Lane, Jr.  
H. THOMAS LANE, JR., Director

Date: 2/9/96

David S. Feather  
DAVID FEATHER, Director

Date: 2/9/96

ITSI, INC., Member

By: George Wilson McKinney  
George Wilson McKinney, Its President