

N990000001712



ACCOUNT NO. : 072100000032

REFERENCE : 170700 7179626

AUTHORIZATION :

COST LIMIT : \$ 78.75

Peterson Pignatelli

ORDER DATE : March 16, 1999

ORDER TIME : 1:33 PM

ORDER NO. : 170700-005

CUSTOMER NO: 7179626

CUSTOMER: Ms. Marilyn K. Etheridge
WALKER PARKING CONSULTANTS,
WALKER PARKING CONSULTANTS,
4902 Eisenhower Blvd.

Tampa, FL 33634

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 MAR 16 AM 9:27

9000002808229-16

DOMESTIC FILING

NAME: THE TAMPA BAY CHAPTER OF THE
SOCIETY FOR MARKETING
PROFESSIONAL SERVICES

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
PLAIN STAMPED COPY
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Cassandra Lamm

EXAMINER'S INITIALS:

513
W99-6460

gn
3/19/99

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DIVISION OF CORPORATION



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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 17, 1999

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

RECEIVED

the original

as the data.

SUBJECT: THE TAMPA BAY CHAPTER OF THE SOCIETY FOR MARKETING
PROFESSIONAL SERVICES
Ref. Number: W99000006460

We have received your document for THE TAMPA BAY CHAPTER OF THE SOCIETY FOR MARKETING PROFESSIONAL SERVICES and the authorization to debit your account in the amount of \$78.75. However, the document has not been filed and is being returned for the following:

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 799A00013093

DIVISION OF CORPORATIONS

99 MAR 18 PM 12:47

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ARTICLES OF INCORPORATION
OF

99 MAR 15 AM 9:27

THE TAMPA BAY CHAPTER OF THE SOCIETY
FOR MARKETING PROFESSIONAL SERVICES, INC.

The undersigned, acting as the incorporator of THE TAMPA BAY CHAPTER OF THE SOCIETY FOR MARKETING PROFESSIONAL SERVICES under the Florida Not For Profit Corporation Act, Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

THE TAMPA BAY CHAPTER OF THE SOCIETY
FOR MARKETING PROFESSIONAL SERVICES, INC.

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

The street address of the principal business office and mailing address of the corporation is:

c/o Marilyn Etheridge
Walker Parking Consultants/Engineers, Inc.
4902 Eisenhower Boulevard
Tampa, Florida 33634

ARTICLE III. COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence on the date these Articles of Incorporation are filed with the Florida Department of State.

ARTICLE IV. PURPOSE

The corporation is organized and shall be administered and operate exclusively to receive, administer, and expend funds to promote the common business interests of, and improve business conditions among, individuals and businesses engaged in marketing professional services to the building industry; and to engage in any and all lawful activities incidental to the foregoing purposes of the corporation. In order to accomplish the foregoing purposes, and for no other purpose or purposes, the corporation shall have all the powers granted to it by laws of the State of Florida; provided, however that the corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are

not in furtherance of the primary purposes of the corporation.

ARTICLE V. PROHIBITED ACTIVITIES

Notwithstanding any other provision of these Articles, the corporation shall not primarily conduct or carry on activities not permitted to be conducted or carried on by an organization exempt under §501(c)(6) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

ARTICLE VI. COMPENSATION AND DISTRIBUTIONS

No part of the net income of the corporation shall inure to the benefit of or be distributable to its directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof.

ARTICLE VII. DISSOLUTION

Upon the dissolution of the corporation or the winding up of its affairs, the assets of the corporation shall be distributed exclusively for the common business interests of its members or to organizations which are exempt from Federal income tax under §501(c)(6) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

ARTICLE VIII. ELECTION OF BOARD OF DIRECTORS

The corporation shall initially have ten Directors constituting the initial Board of Directors, but the number of Directors may be increased or decreased in the manner set forth in the Bylaws, provided the number shall not be less than three. The names and addresses of the initial Board of Directors, who shall serve as Directors until the first meeting of the members or until their successors are elected and qualified, are:

<u>Name</u>	<u>Address</u>
Marilyn Etheridge	Walker Parking Consultants/ Engineers, Inc. 4902 Eisenhower Boulevard Tampa, Florida 33634

Carol Scheafnocker	King Engineering Associates, Inc. 4921 Memorial Highway Tampa, Florida 33634
Joan Kent	Walter P. Moore & Associates 201 East Kennedy Boulevard Tampa, Florida 33602
Jim Mehltreter	Paulus Sokolowski & Sartor, Inc 2907 Bay to Bay Boulevard Tampa, Florida 33629
Debra Bauman	Reynolds, Smith & Hills, Inc. 1715 North Westshore Boulevard Tampa, Florida 33607
Jennifer Stafford	Professional Service Industries 5801 Benjamin Center Drive Tampa, Florida 33634
Tom Fronce	Creative Contractors, Inc. 602 Drew Street Clearwater, Florida 33765
Sharon Mangione	Ranon & Partners, Inc. 515 Bay Street, Suite 200 Tampa, Florida 33606
Sandra Taylor	Fleischman Garcia Architects 324 South Hyde Park Avenue Tampa, Florida 33606
Louise Ellrod	Long and Associates 4525 South Manhattan Avenue Tampa, Florida 33611

ARTICLE IX. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is c/o King Engineering Associates, Inc., 4921 Memorial Highway, Tampa, Florida 33634, and the name of the corporation's initial registered agent at that address is Carol Scheafnocker.

ARTICLE X. INCORPORATOR

The name and street address of the incorporator is:

Marilyn Etheridge
c/o Walker Parking Consultants/Engineers, Inc.
4902 Eisenhower Boulevard
Tampa, Florida 33634

DATE: March 12th, 1999


MARILYN ETHERIDGE,
as incorporator

THE TAMPA BAY CHAPTER OF THE SOCIETY
FOR MARKETING PROFESSIONAL SERVICES

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

99 MAR 16 AM 9:27

ACCEPTANCE OF REGISTERED AGENT

Pursuant to Sections 48.091 and 617.0501, Florida Statutes,
the following is submitted:

That THE TAMPA BAY CHAPTER OF THE SOCIETY FOR
MARKETING PROFESSIONAL SERVICES, INC., desiring to organize as
a not for profit corporation under the laws of the State
of Florida with its initial registered office, as
indicated in its Articles of Incorporation, c/o King
Engineering Associates, Inc., 4921 Memorial Highway,
Tampa, Florida 33634, has named Carol Scheafnocker, as
its agent to accept service of process within the State
of Florida.

Having been named to accept service of process for
THE TAMPA BAY CHAPTER OF THE SOCIETY FOR MARKETING
PROFESSIONAL SERVICES at the place designated in this
document, the undersigned agrees to act in that capacity
and to comply with the provisions of the Florida Not For
Profit Corporation Act relative to keeping open the
registered office. The undersigned is familiar with, and
accepts the obligations of, Section 617.0501, Florida
Statutes.

DATE: March 12, 1999


CAROL SCHEAFNOCKER