

Sid Matthew

Requester's Name

135 South Monroe St.

Address

Tall FL 32301 224-7887

City/State/Zip

Phone #

Office Use Only

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

1. Florida AFL-CIO Labor Institute for Training, Inc.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

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☒ Walk in

☐ Pick up time

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ 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

APPROVED
AND
FILED

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 OCT -4 AM 10:48

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

RECEIVED
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Examiner's Initials

ARTICLES OF INCORPORATION
OF
FLORIDA AFL-CIO LABOR INSTITUTE FOR TRAINING, INC.
A Florida Not For Profit Corporation

ARTICLE I

NAME

The name of the Corporation shall be FLORIDA AFL-CIO LABOR INSTITUTE FOR TRAINING, INC., a Florida not for profit corporation.

ARTICLE II

TERMS OF EXISTENCE

The date and time of the commencement of the corporate existence of the Corporation shall be as of the time of the filing of these Articles of Incorporation by the Department of State for the State of Florida, and this Corporation shall exist perpetually, unless sooner dissolved under Florida law.

ARTICLE III

CHARITABLE PURPOSE AND POWER

1. The Corporation shall be at all times a not for profit corporation under the provisions of the Florida Not For Profit Act (Chapter 617, Florida Statutes). The Corporation shall be organized and shall be operated exclusively for public charitable and educational uses and purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

2. The Corporation shall have the full power and authority to:

(a) Conduct programs and activities; raise funds; request and receive grants, gifts, contributions, dues and bequests of money, real and personal property; or acquire, receive, hold, invest and administer, in its own name, securities, funds, objects of value, or other property, real or personal; and make expenditures to or for the benefit of developing skilled workers and potential workers in Florida and other charitable purposes.

(b) Carry on all the other activities allowed by the laws of the State of Florida and the United States for a charitable and educational organization.

(c) Borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of its business; and

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(d) Within and subject to the limitations of Section 501(c)(3) of the Internal Revenue Code, to perform all other acts necessary or incidental to the above and to do whatever is deemed necessary, useful, advisable, or conducive, directly or indirectly, to carry out any of the purposes of the Corporation, as set forth in these Articles of Incorporation, including the exercise of all other power and authority enjoyed by corporations generally by virtue of the provisions of the Florida Not For Profit Corporation Act.

3. The Corporation shall serve only such purposes and functions and shall engage only in such activities as are consonant with the purposes set forth in this Article Three and as are exclusively charitable or educational under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE IV

PUBLICLY SUPPORTED TAX-EXEMPT NONPROFIT CORPORATION

1. The Corporation shall be neither organized nor operated for pecuniary gain or profit.

2. Moreover:

(a) No part of the net earnings of the Corporation shall ever inure to the benefit of, or be distributable to, any member, director, officer, or trustee of the Corporation, or any other private person; but the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and make payments and distribution in furtherance of the purposes as set forth in Article Three hereof.

(b) No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation; and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate of public office.

(c) Notwithstanding any other provisions of the Articles, the Corporation shall not carry on any other activities not permitted to be carried on:

(i) By a corporation exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code and which is other than a private foundation within the meaning of Section 509(a) of the Internal Revenue Code; or

(ii) By a corporation, contributions to which are deductible for federal income tax purposes under Section 170(c)(2) of the Internal Revenue Code.

3. It is intended that the Corporation shall have, and continue to have, the status of an organization which is exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code and which is other than a private foundation within the meaning of

Section 509(a) of the Internal Revenue Code. All terms and provisions of these Articles of Incorporation and the Bylaws of the Corporation, and all authority and operations of the Corporation, shall be construed, applied and carried out in accordance with such intent.

ARTICLE V

MEMBERSHIP

1. The Board of Directors of the Corporation shall have the power to admit members to the Corporation in such manner, subject to such qualifications, and upon such terms and conditions and with such rights and privileges, including voting, as may be provided from time to time in the Bylaws of the Corporation and as are not inconsistent with any provision of these Articles of Incorporation. Members may be divided into one or more classes.
2. The Corporation shall consist of persons, including individuals, partnerships, and corporations, elected to membership by the Board of Directors. All persons who are interested in objectives of the Corporation shall be eligible to membership. For proper cause and after reasonable notice and hearing the membership of any person may be terminated by the Board of Directors. Failure to pay membership dues as required under the Bylaws shall be sufficient cause for termination of membership.
3. The Corporation shall provide for equal membership and employment opportunities to all persons regardless of race, color, religion, sex, age, or natural origin.

ARTICLE VI

BOARD OF DIRECTORS

1. The Corporation shall be governed by a Board of Directors. The number of directors which shall serve as the initial Board of Directors for this Corporation is four. The directors shall be elected in the manner provided in the Bylaws.
2. The directors shall be members of the Corporation and the number of directors of the Corporation shall not be less than three (3); provided, however, that a greater number may be established and revised by a duly adopted Bylaw. A quorum of the Board of Directors shall consist of one-third (1/3) the prescribed number of directors as set forth in the Bylaws, unless a duly adopted Bylaw requires a higher percentage.

3. The names and addresses of the individuals, each of whom are 18 years of age or older, to serve on the initial Board of Directors are as follows:

Marilyn Lenard
135 S. Monroe Street
Tallahassee, FL 32301

Anthony Hill
135 S. Monroe Street
Tallahassee, FL 32301

Ellis Canty
816 N.W. 2nd Avenue
Miami, FL 33136

Cecilia Gentry
8233 Li Fair Drive
Pensacola, FL 32506

4. The above named directors shall serve until the first annual election.

ARTICLE VII

OFFICERS

1. The officers of the Corporation shall be the President, the Vice-President, and the Secretary-Treasurer, and such other officers and assistant officers as may be created from time to time by the Board of Directors. The officers shall be elected or appointed annually by the Board of Directors.

2. The names of the initial officers to serve until the first election, are as follows:

President: Marilyn Lenard

Vice-President: Cecilia Gentry

Secretary-Treasurer: Anthony Hill

ARTICLE VIII

BYLAWS

The Bylaws for the corporation may be made, altered, rescinded, or adopted by a resolution of the Board of Directors or as otherwise set forth in the Bylaws. The Bylaws shall contain the quorum, notice and voting requirements for meetings and activities of the membership.

ARTICLE IX

DISSOLUTION / RESERVATION OF ASSETS

1. In the event of dissolution or the termination of the Corporation, title to all of its assets shall vest in any 501(c)(3) corporation recognized by the IRS and governing law, or its successor, to be used exclusively for the purposes hereinabove set forth, provided that such does not impair or destroy the tax exempt status of the Corporation or result in the denial of tax exempt status to donations, contributions, legacies or dues received by this corporation to the extent that such tax exempt status shall be allowed under any applicable law or regulation.

2. Notwithstanding anything herein to the contrary, the assets of the Corporation are hereby irrevocably dedicated to charitable use; accordingly, in the event the designated 501(c)(3) corporation, or its successors, fails to qualify to receive or otherwise fails to accept the Corporation's assets upon dissolution the residual assets of the Corporation shall be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and Section 170(c)(2) of the Internal Revenue Code or corresponding sections of any prior or future law, or to the federal, state or local government for exclusive public purpose(s).

ARTICLE X

AMENDMENTS TO ARTICLES OF INCORPORATION

Amendments to these Articles of Incorporation shall be proposed by the Board of Directors in the form of a resolution, which must be adopted by a vote of two-thirds (2/3) of all members present at any meeting of the membership called for that purpose; a quorum at said meeting shall consist of one-third (1/3) of the Corporation's members. Notwithstanding anything herein to the contrary, amendments to these Articles of Incorporation which are advisable to obtain or maintain the Corporation's tax-exempt status may nevertheless be adopted at a meeting of the Board of Directors by a unanimous vote of the directors then in office.

ARTICLE XI

INCORPORATORS

The name and address of the incorporators are as follows:

Marilyn Lenard
135 S. Monroe Street
Tallahassee, FL 32301

Anthony Hill
135 S. Monroe Street
Tallahassee, FL 32301

ARTICLE XII

INITIAL PRINCIPAL OFFICE AND REGISTERED AGENT
OF CORPORATION

The initial principal office, name and address of the initial registered agent of the Corporation shall be:

Marilyn Lenard
135 S. Monroe Street
Tallahassee, FL 32301

ARTICLE XIII

ADMINISTRATION

The Corporation is organized under a non-stock basis. The annual meeting shall be held at such time and place as set forth in the Bylaws. Cumulative voting for any and all purposes is expressly prohibited.

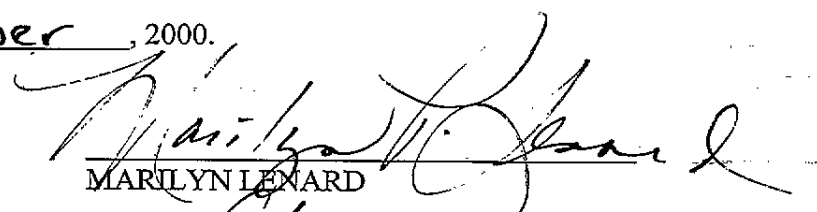
ARTICLE XIV

DEFINITIONS

For purposes of these Articles of Incorporation, "charitable purposes" include charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, contributions for which are deductible under Section 170(c)(2) of the Internal Revenue Code. All references in these Articles of Incorporation to sections of the Internal Revenue Code shall be considered reference to the Internal Revenue Code of 1986, as from time to time amended, and to the corresponding provisions of any applicable future United States Internal Revenue law, and to all regulations issued under such sections and provisions.

IN WITNESS WHEREOF, we, the undersigned, do hereby make, subscribe, acknowledge and file these Articles of Incorporation hereby declaring and certifying that the facts herein stated are true and that we have executed these Articles of Incorporation for the purpose of creating a corporation, not for profit, under the laws of the State of Florida.

DATED this 3 day of October, 2000.



MARILYN LENARD


ANTHONY HILL

STATE OF FLORIDA
COUNTY OF LEON

Before me, the undersigned authority duly authorized to take acknowledgments and administer oaths, personally appeared MARILYN LENARD and ANTHONY HILL, who, after being by me duly cautioned and sworn, upon their oaths, acknowledge to me that they are the persons described in and who executed the foregoing Articles of Incorporation.

WITNESS my hand and official seal on this the 3 day of October, 2000.


Notary Public

My Commission Expires:

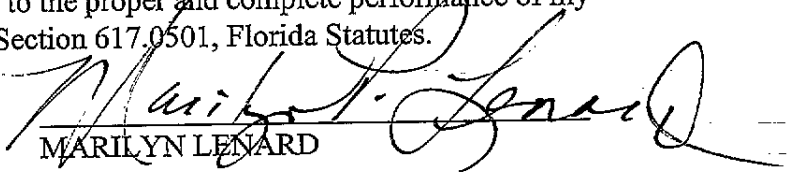
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Gwynne Chason
MY COMMISSION # CC917208 EXPIRES
March 30, 2004
BONDED THRU TROY FAIR INSURANCE, INC

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated Corporation, at the place designated in the certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I accept the duties and obligations of Section 617.0501, Florida Statutes.


MARILYN LENARD

APPROVED
AND
FILED

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TALLAHASSEE, FLORIDA