

NO0000000 8025

Wanda Parsons

(Requestor's Name)

Pennington Law Firm

(Address)

222-3533

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

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*****78.75 *****78.75

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

1. American Manufacturers Warranty Association
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☒ Walk in

☐ Pick up time _____

☒ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input checked="" 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

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

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

00 DEC -8 AM 11:03
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

APPROVED
AND
FILED

Certified Copy
of Articles

RECEIVED
00 DEC -8 AM 10:51
DEPT. OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Examiner's Initials

APPROVED
AND
FILED

00 DEC -8 AM 11:03

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

of

AMERICAN MANUFACTURERS WARRANTY ASSOCIATION, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not For Profit Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I

NAME OF CORPORATION

The name of the Corporation is the AMERICAN MANUFACTURERS WARRANTY ASSOCIATION, INC.

ARTICLE II

PRINCIPAL OFFICE

The initial principal office of the Corporation is 1402 North Randolph Circle, Tallahassee, Florida 32312, and the initial mailing address of the Corporation is Post Office Box 804, Tallahassee, Florida 32302-0804.

ARTICLE III

DURATION

The term of the existence of the Corporation is perpetual unless or until the Corporation may be dissolved according to law; and the corporate existence will commence on the filing of these articles with the Department of State.

ARTICLE IV

PURPOSE

The Corporation is organized for the following purposes:

To maintain, promote, and educate manufacturers and other interested persons, including but not limited to, the consuming public regarding the lawful methods for providing warranties and extended warranties on products manufacturers sell; to maintain, promote, and monitor state regulation on warranty contracts; to maintain, promote, and foster public confidence in warranty products issued by manufacturers; to provide opportunity for the exchange of information, experiences, and opinions of manufacturers regarding state regulation of warranty contracts through the Association web site; to host meetings and conferences for the mutual improvement and ongoing professional development of members; to acquire, preserve, and disseminate data and information relative to state regulation of warranty contracts of manufacturers; and to do every other act or acts, thing or things, incidental or pertaining to or growing out of or connected with the aforesaid purposes or powers, or any part or parts thereof, provided the same are not inconsistent with the provisions of the law under which this Corporation is organized and provided the same are consistent with the best interest of members of the Corporation.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, and the purposes and powers stated in each clause shall, except where otherwise expressed, be in no way limited or restricted by any reference to or inference from the terms or provisions of any other clause, but shall be regarded as independent purposes and powers. Moreover, nothing contained in the foregoing statement of purposes shall be construed to authorize this Corporation to distribute any gains, profits, or dividends to its members, except for distribution of assets on dissolution and winding up, and except as may otherwise be authorized by the laws of this State.

The Corporation shall have all statutory powers granted to not for profit corporations by the State of Florida, including, but not limited to, the power to contract, sue and be sued, to purchase and hold real and personal property and to perform all other lawful acts necessary for the accomplishment of the purpose set forth in these Articles of Incorporation.

ARTICLE V

ORGANIZATION

The officers of the Corporation shall be the President, Secretary, and other such officers as may be provided for in the Bylaws. These officers shall be elected by the Board of Directors.

The Corporation shall not be operated for pecuniary gain or profit. No part of the property of the Corporation and no part of its net earnings shall transfer to the benefit of any Director or other private individual. The Corporation shall never be authorized to engage in any activity contrary to the purposes for which the Corporation is organized.

The Corporation shall be nonpartisan, and shall not endorse candidates for public office nor participate in any way in the election of candidates for public office.

The Corporation shall include two classes of members, the rights of which shall be more fully described in the Bylaws of the Corporation. "Member Companies" shall each have one vote on all matters coming before the membership at any annual or special meeting of the membership. "Associate Members" shall have no voting privileges.

ARTICLE VI

DIRECTORS

The affairs of the Corporation shall be managed by the Board of Directors of the Corporation. The Board of Directors shall be elected by the Member Companies and shall be comprised of not less than three nor more than nine persons. Only persons representing a Member Company and the President of the Corporation shall be eligible to serve as members of the Board of Directors.

ARTICLE VII

INITIAL REGISTERED OFFICE AND AGENT

The initial registered office of the Corporation shall be located at 1402 North Randolph Circle, Tallahassee, Florida 32312. The initial registered agent of the Corporation at that address shall be A. Kenneth Levine, Esquire.

ARTICLE VIII

INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is A. Kenneth Levine, Esquire, 1402 North Randolph Circle, Tallahassee, Florida 32312.

ARTICLE IX

INDEMNIFICATION AND IMMUNITY

The Corporation shall indemnify each Director and Officer, including former Directors and Officers, to the fullest extent allowed by law. It is intended that the Corporation be an organization the Officers and Directors of which are immune from civil liability to the extent provided under the Florida Not For Profit Corporation Act.

ARTICLE X

BYLAWS

The Bylaws of the Corporation may be adopted, altered, or rescinded only in such manner as said Bylaws provide.

ARTICLE XI

AMENDMENTS TO ARTICLES OF INCORPORATION

The Articles of Incorporation may be amended at any regular or special meeting of the Board of Directors by a two-thirds (2/3) vote of the Board of Directors provided, however, that any such proposed amendment or amendments be first mailed to each member of the Board of Directors at least thirty (30) days prior to such regular or special meeting.

EXECUTED at Tallahassee, Florida, on the 7th day of December, 2000.


A. KENNETH LEVINE

STATE OF FLORIDA

COUNTY OF LEON

BEFORE ME, the undersigned officer, duly authorized to take acknowledgments and administer oaths, personally appeared A. KENNETH LEVINE, as Incorporator of the AMERICAN MANUFACTURERS WARRANTY ASSOCIATION, INC., on behalf of the Corporation, and being first duly sworn and upon oath, stated that he signed the above Articles of Incorporation for the conditions and purposes therein expressed this 7th day of December, 2000.

Carol H. Fulmer
NOTARY PUBLIC - STATE OF FLORIDA



Carol H. Fulmer
MY COMMISSION # CG625292 EXPIRES
March 29, 2001
BONDED THRU TROY FAIN INSURANCE, INC.

PRINTED NAME OF NOTARY; COMMISSION
NUMBER AND EXPIRATION OF COMMISSION

Personally known to me ✓ or
Produced the following identification: _____

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

PURSUANT TO THE PROVISIONS OF CHAPTER 617, FLORIDA STATUTES, THE UNDERSIGNED NOT FOR PROFIT 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 company is: AMERICAN MANUFACTURERS
WARRANTY ASSOCIATION, INC.

2. The name and address of the registered agent and office is:

A. Kenneth Levine
(NAME)
1402 North Randolph Circle
(P.O. Box or Mail Drop Box NOT ACCEPTABLE)
Tallahassee, Florida 32312
(CITY/STATE/ZIP)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

00 DEC -8 AM 11:03

APPROVED
AND
FILED

Having been named as registered agent and to accept service of process for the above stated limited liability company 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 as provided for in Chapter 617, F.S.

A. Kenneth Levine
(SIGNATURE)

12/7/00
(DATE)