Document Number Only 21000003063 Ausley & McMullen (Ruthie) Requestor's Name 227 South Calhoun Street Address Tallahassee, Florida 32301 904-224-9115 City State Phone CORPORATION(S) NAME (Y) Profit () NonProfit () Amendment () Merger () Foreign () Dissolution/Withdrawal () Mark () Limited Partnership) Annual Report () Reinstatement () Other) Reservation () Change of R.A. Certified Copy) Photo Copies

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ARTICLES OF INCORPORATION OF FLORIDA CPA POLITICAL ACTION COMMITTEE-NORTH, INC.

The undersigned Incorporator hereby files these Articles of Incorporation to form a profit corporation under the laws of the State of Florida. not for profit corporation under the laws of the State of Florida.

ARTICLE! Name

The name of the corporation is FLORIDA CPA POLITICAL ACTION COMMITTEE-NORTH, INC.

ARTICLE II **Powers**

The corporation shall have all of the powers of a not for profit corporation organized and operated pursuant to Chapter 617, Florida Statutes.

ARTICLE III **Purposes**

The purposes of the corporation is to engage in activities relating to the support of candidates for public office in the State of Florida and to influence or attempt to influence the selection, nomination or election of individuals to public office in the State of Florida. The corporation is organized to be a not-for-profit corporation, and may engage only in activities that may be carried on by a corporation exempt from Federal income taxes under Section 527 of the Internal Revenue Code or any section of any statute adopted in succession thereof. By way of explanation, and not limitation, these activities include:

- accepting membership dues from members; 1.
- accepting contributions from members and non-members; 2.
- sponsoring, participating in and conducting fundraisers for the purpose of 3. raising money to support or oppose candidates for public office in the State of Florida;
- making contributions to candidates for elected public office with statewide 4. iurisdiction in the State of Florida;
- making contributions to state committees of national political parties; and 5.
- making independent expenditures to support or oppose candidates for public 6. office in the state of Florida.

The corporation is not affiliated with any political party but shall be organized and operated on a voluntary, non-partisan basis to further its goals by influencing or attempting to influence the nomination of selected persons who are candidates for elective offices and who are supporters of the certified public accounting profession. No part of the net earnings of the corporation shall inure to the benefit of any member, except that the corporation may pay reasonable compensation for services rendered and may make payments or distributions in furtherance of the purposes set forth herein.

ARTICLE IV Members

This corporation shall have one or more classes of members who pay dues pursuant to a dues schedule approved by the Board of Directors. The designation of such class or classes, the qualifications and rights of the members of each class, any quorum and voting requirements for meetings and activities of the members and the notice requirements for meetings and activities of the members shall be set forth in the by-laws of the corporation.

ARTICLE V <u>Directors</u>

The initial directors of the corporation are:

Ben A. Stevens
Escambia County Office of the Sheriff
P. O. Box 18770
Pensacola, FL 32523

James F. Thielen
Carr, Riggs & Ingram, LLP
215 South Monroe Street, Ste. 100
Tallahassee, FL 32301-1852

Lloyd A. Turman 325 West College Avenue Tallahassee, FL 32302

Additional directors of the corporation shall be elected as set forth in the corporation's by-laws and shall serve until their successors are elected. Until by-laws have been adopted, additional directors shall be elected as provided in Chapter 617, Florida Statutes, or any statute adopted in succession thereof.

ARTICLE VI Amendments to Articles

These articles may be amended as set forth in the by-laws of the corporation. Until by-laws have been adopted, these articles may be amended as provided in Chapter 617, Florida Statutes, or any statute adopted in succession thereof.

ARTICLE VII Principal Office

The principal office and mailing address of the corporation is at 325 West College Avenue, Tallahassee, Florida 32301.

ARTICLE VIII Incorporator

The name and street address of the Incorporator of this corporation are as follows:

Lloyd A. Turman 325 West College Avenue Tallahassee, Florida 32301

ARTICLE IX <u>Address of Registered Office and Registered Agent</u>

The street address of the initial Registered Office of this corporation in the State of Florida shall be 325 West College Avenue, Tallahassee, Florida 32301. The name of the initial Registered Agent of the Corporation at the above address shall be Lloyd A. Turman. The Board of Directors may from time to time change the Registered Office to any other address in the State of Florida or change the Registered Agent.

IN WITNESS WHEREOF, the undersigned, being the original subscribing Incorporator to the foregoing Articles of Incorporation, has executed these Articles of Incorporation this 1st day of May, 2001.

STATE OF FLORIDA COUNTY OF LEON

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, Lloyd A. Turman, who is personally known to me and who executed the foregoing instrument and acknowledged before me that he executed the same freely and voluntarily for the uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on this 1st day of May, 2001.

Notary Public State of Florida at Large

My Commission Expires:

CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE

In compliance with Florida Statutes Section 617.0501 and 48.091, the following is submitted:

FLORIDA CPA POLITICAL ACTION COMMITTEE-NORTH, INC., desiring to organize as a corporation not-for-profit under the laws of the State of Florida, has designated 325 West College Avenue, Tallahassee, Florida 32301 as its initial Registered Office and has named Lloyd A. Turman, located at said address as its initial Registered Agent.

Lloyd A/Turman Incorporator

Date: May 1, 2001

Having been named registered agent and to accept service of process for the abovestated corporation at the place designated in this certificate, the undersigned hereby accepts said appointment and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties and is familiar with and accepts the obligations of his position as registered agent.

> Llőyd A. Turman Registered Agent

Date: May 1, 2001

