

# N01000004328

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TALLAHASSEE, FLORIDA

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please call June at 222-6891  
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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. FLORIDA LOCAL GOVERNMENT INTERNET CONSORTIUM, INC.  
(Corporation Name) (Document #)

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

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

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

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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

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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

J. BRYAN JUN 20 2001

Examiner's Initials

6/20 0.12. per KB for filing

**ARTICLES OF INCORPORATION  
OF  
FLORIDA LOCAL GOVERNMENT INTERNET CONSORTIUM, INC.  
(A Corporation Not for Profit)**

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**Whereas**, the Clerks of the Circuit Court and, in those State of Florida county political subdivisions in which the duties of the Clerk of the Circuit Court have been duly divided between the Clerk of Court and the Ex Officio Clerk of the Board of County Commissioners, Auditor, Recorder, and Custodian of all county funds pursuant to Article V, Section 16 and Article VIII, Section 1(d) of the Florida Constitution, the County Comptrollers are state constitutional officers in each State of Florida county political subdivision who carry out by general law certain duties and responsibilities; and

**Whereas**, The Florida Association of Court Clerks, Inc., is a non-profit tax-exempt Florida Corporation whose members are the duly elected Clerks of the Circuit Court and Comptrollers of each county political subdivision of the state of Florida ("County"); and

**Whereas**, the Tax Collectors of Florida are state constitutional officers in each County who carry out by general law their responsibilities as agents in each County of several state agencies and who collect, manage and distribute revenue and information; and

**Whereas**, the Florida Tax Collectors, Inc., is a non-profit tax-exempt Florida Corporation whose members are the duly elected Tax Collectors of each County; and

**Whereas**, both the Tax Collectors and the Clerks of the Circuit Court and County Comptrollers are suited strategically to facilitate most of the transactions locally within each County and have established communication and information sharing between citizens, all the local governments within a County and various regional and state governmental entities; and

**Whereas**, the citizens of Florida have the need to perform a variety of local, regional and state transactions simultaneously including the exchange of information and the payment for various state, regional and local government services with related fairness, efficiency and accountability; and

**Whereas**, in each of Florida's sixty-seven (67) Counties the constitutional officers, the board of county commissions, the commissions and councils of various municipalities, the members of the school board, the various members of the governing boards of various independent districts and the officials and representatives of various regional agencies including water management districts and regional planning councils have an interest in a way to facilitate state and local communication through the use of their respective internet portals and web sites; and

**Whereas**, it is in the best interest of the citizens of the State of Florida to have internet access to services and information to the local and regional governmental entity level to enhance citizen access to local and regional governmental entities on a statewide basis; and

**Whereas**, the undersigned desire to form a not for profit corporation to, among other things, provide a statewide cooperative approach to internet access to services and information at

the local level based on a services oriented portal concept through a single, seamless access internet portal and search engine for the public to access local and regional governmental entity services, provide an internet portal through which the various local and regional governmental entities can receive electronic payments from the public, and for local specific linkages; to promote the adoption among Florida local and regional governmental entities of single, local County service portals; to promote the availability of County services and information of a statewide scope through central service portal; and to promote and assist with the development of public electronic access in all Florida Counties.

**Now therefore**, in order to form a not for profit corporation under and in accordance with the provisions of Chapter 617, Florida Statutes, to, among other things meet the aforementioned needs, the undersigned, do hereby associate ourselves together as a corporation for the purposes and with the powers hereinafter set forth, and to accomplish that objective we do hereby make, adopt and subscribe these Articles of Incorporation, to wit:

**ARTICLE I.**  
**NAME OF CORPORATION**

The name of the Corporation (hereinafter the "Corporation") shall be Florida Local Government Internet Consortium, Inc.

**ARTICLE II.**  
**ADDRESS OF PRINCIPAL OFFICE**

The address of the principal office and the mailing address of the Corporation is 3544 MacLay Boulevard, Tallahassee, FL 32312.

**ARTICLE III.**  
**PURPOSES**

The purposes for which the Corporation is formed are to, among other things, provide a statewide cooperative approach to internet access to services and information at the local and regional governmental entity level based on a services oriented portal concept through a single, seamless access internet portal and search engine for the public to access local and regional governmental entity services, provide an internet portal through which the various local and regional governmental entities can receive electronic payments from the public, and for local specific linkages; to promote the adoption among Florida local and regional governmental entities of single, local County service portals; to promote the availability of local and regional governmental entity services and information of a statewide scope through a central service portal; and to promote and assist with the development of public electronic access to all Florida local and regional government entities. In so doing, the Corporation shall be operated exclusively for charitable and educational purposes in providing the services to the citizens of the State of Florida, as that term is used in Section 501(c)(3) of the Internal Revenue Code.

The Corporation shall not engage in any business of a kind ordinarily carried on for profit which would jeopardize its qualification as a tax exempt entity under Section 501(c) of the Internal Revenue Code, and nothing in these Articles of Incorporation or in the Bylaws of the Corporation shall authorize the Corporation to, and the Corporation shall not, enter any

transaction, carry on any activity, or engage in any business for pecuniary profit, and any income received by the Corporation shall be applied only to the nonprofit purposes and objectives of the Corporation set forth herein and no part thereof during membership or upon termination of membership shall inure to the benefit of any private member or individual.

#### **ARTICLE IV.** **BOARD OF DIRECTORS**

There shall exist a Board of Directors consisting of at least 6 members. The Board of Directors shall have the authority to recommend to the Executive Committee courses of action and policy decisions. The general policy of the Corporation shall be determined by the Executive Committee.

Each Member other than the Florida Tax Collectors, Inc., and the Florida Association of Court Clerks, Inc., shall be entitled to appoint two (2) Directors. The Florida Tax Collectors, Inc., and the Florida Association of Court Clerks, Inc., shall each be entitled to appoint three (3) Directors. Upon appointment, each appointing Member shall so notify the Corporation in writing of the person appointed and each Director shall execute, acknowledge and deliver to the Board and to the Member responsible for such Director's appointment an instrument in writing accepting such appointment hereunder, and thereupon such Director, without any further act, shall become fully vested with all the estates, properties, rights, powers, trusts, duties and obligations of a Director. Each Director shall be appointed for a term of one year or until his or her successor is appointed and qualified as provided herein. There shall be no limit upon the number of successive terms to be served by any Director. Directors' terms shall commence on July 1. Notwithstanding the foregoing, the term of the initial Directors shall commence on the effective date of these Articles of Incorporation and expire on June 30, 2002.

Any Director who does not attend three (3) consecutive meetings of the Board of Directors may be removed by the other Directors and, in such instance, the Corporation shall so notify the appointing Member of that Director's removal. Any Director may resign by delivering, either by mail or in person, his or her written resignation to the Chairman of the Board and the Member responsible for such Director's appointment. Any person appointed to serve as a Director may be removed by that Director's appointing Member in the sole discretion of the appointing Member. Upon such removal the appointing Member shall so notify the Corporation in writing and notify the Corporation of the new Director. The Corporation shall immediately notify the appointing Member in writing of the resignation of any Director appointed by such Member. The powers of the Board to act shall not be impaired or limited in any way pending the appointment of a successor Director to fill any vacancy. Any person who ceases being a Director for whatever reason shall forthwith turn over to the remaining Directors, at the principal office of the Corporation, any and all records, books, documents, property or other assets in his or her possession owned by the Corporation or by the Board.

The initial members of the Board of Directors are as follows:

<u>Name and Address</u>	<u>Appointing Organization</u>
W. Dale Summerford P.O. Box 817 Quincy, Florida 32353-0817	Florida Tax Collectors, Inc.
Chris Hughes 151-C North Eglin Parkway Fort Walton Beach, Florida 32548	Florida Tax Collectors, Inc.
Joe G. Tedder P.O. Box 1189 Bartow, Florida 33831	Florida Tax Collectors, Inc.
P. DeWitt Cason P.O. Drawer 2069 Lake City, Florida 32056-2069	Florida Association of Court Clerks, Inc.
Ray Norman 945 N. Temple Avenue Starke, Florida 32091	Florida Association of Court Clerks, Inc.
R. B. "Chips" Shore P.O. Box 25400 Bradenton, Florida 34206	Florida Association of Court Clerks, Inc.

#### **ARTICLE V.**

#### **EXECUTIVE COMMITTEE**

The policy direction and the general management of the Corporation shall be governed by an Executive Committee. The Executive Committee shall consist of six (6) members, consisting of the three members of the Board of Directors appointed by the Florida Tax Collectors, Inc., and by the Florida Association of Court Clerks, Inc. The members of the Executive Committee shall select a chairman of the Executive Committee, which shall be selected from the members of the Executive Committee. The term of the chairman of the Executive Committee shall be for one (1) year, and the holder of the position shall alternate between a member of the Executive Committee appointed by the Florida Tax Collectors, Inc., and the Florida Association of Court Clerks, Inc. If the chair of the Executive Committee fails to serve, for whatever reason, the Executive Committee shall appoint another member of the Executive Committee appointed by the Member which appointed the chair failing to serve.

The Executive Committee shall have the authority to approve or reject all service and operational contracts and agreements; approve or reject statewide portal central services; approve or reject countywide portal linkage proposals; approve or reject county office/agency specific linkages; and approve or reject electronic commerce transaction charges for central services. In

addition to the foregoing, the Bylaws of the Corporation may impose additional authority and duties of the Executive Committee.

Upon appointment of a member to the Executive Committee, each appointing Member shall so notify the Corporation in writing of the person appointed and each Executive Committee Member shall execute, acknowledge and deliver to the Corporation and to the Member responsible for such Executive Committee Member's appointment an instrument in writing accepting such appointment hereunder, and thereupon such Executive Committee Member, without any further act, shall become fully vested with all the estates, properties, rights, powers, trusts, duties and obligations of an Executive Committee Member. Each Executive Committee Member shall be appointed for a term of two (2) years or until his or her successor is appointed and qualified as provided herein. There shall be no limit upon the number of successive terms to be served by any Executive Committee Member. Executive Committee Member' terms shall commence on July 1. Notwithstanding the foregoing, the term of the initial Executive Committee Members shall commence on the effective date of these Articles of Incorporation and expire on June 30, 2003.

Any Executive Committee Member who does not attend three (3) consecutive meetings of the Executive Committee may be removed by the other Executive Committee Members and, in such instance, the Corporation shall so notify the appointing Member of that Executive Committee Member's removal. Any Executive Committee Member may resign by delivering, either by mail or in person, his or her written resignation to the Chairman of the Executive Committee and the Member responsible for such Executive Committee Member's appointment. Any person appointed to serve as an Executive Committee Member may be removed by that Executive Committee Member's appointing Member in the sole discretion of the appointing Member. Upon such removal the appointing Member shall so notify the Corporation in writing and notify the Corporation of the new Executive Committee Member. The Corporation shall immediately notify the appointing Member in writing of the resignation of any Executive Committee Member appointed by such Member. The powers of the Executive Committee Member to act shall not be impaired or limited in any way pending the appointment of a successor Executive Committee Member to fill any vacancy. Any person who ceases being an Executive Committee Member for whatever reason shall forthwith turn over to the remaining Executive Committee Members, at the principal office of the Corporation, any and all records, books, documents, property or other assets in his or her possession owned by the Corporation or by the Executive Committee.

The initial members of the Executive Committee Member are as follows:

<u>Name and Address</u>	<u>Appointing Organization</u>
W. Dale Summerford P.O. Box 817 Quincy, Florida 32353-0817	Florida Tax Collectors, Inc.
Chris Hughes 151-C North Eglin Parkway Fort Walton Beach, Florida 32548	Florida Tax Collectors, Inc.

Joe G. Tedder  
P.O. Box 1189  
Bartow, Florida 33831

Florida Tax Collectors, Inc.

P. DeWitt Cason  
P.O. Drawer 2069  
Lake City, Florida 32056-2069

Florida Association of Court Clerks, Inc.

Ray Norman  
945 N. Temple Avenue  
Starke, Florida 32091

Florida Association of Court Clerks, Inc.

R. B. "Chips" Shore  
P.O. Box 25400  
Bradenton, Florida 34206

Florida Association of Court Clerks, Inc.

#### **ARTICLE VI. OFFICERS**

The officers of the Corporation shall be a Chairperson of the Executive Committee, who shall also serve as the Chairperson of the Board of Directors, and such other officers as authorized by the Bylaws or appointed by the Executive Committee.

#### **ARTICLE VII. TERM OF EXISTENCE**

The term for which this Corporation shall exist shall be perpetual unless dissolved according to law.

#### **ARTICLE VIII. MEMBERSHIP**

Membership in the Corporation shall be open to those duly incorporated associations the members of which are all County governments, local County political subdivision constitutional officers, municipalities, independent special purpose local governments and regional entities who have responsibilities in a particular county political subdivision such as regional planning councils and water management districts.

#### **ARTICLE IX. BYLAWS**

The initial Board of Directors of the Corporation shall adopt Bylaws consistent with these Articles of Incorporation. Thereafter, the Bylaws may be altered or rescinded by the Directors in the manner provided by such Bylaws.

**ARTICLE X.**  
**REGISTERED OFFICE**

The registered office of the Corporation shall be located at 101 E. College Avenue, Tallahassee, Florida 32301, and the registered agent shall be Robert R. McDonald.

**ARTICLE XI.**  
**INCORPORATOR**

The name and address of the incorporators of these Articles of Incorporation are as follows:

<u>Name</u>	<u>Address</u>
Florida Tax Collectors, Inc.	225 South Adams Street Tallahassee, FL 32301
Florida Association of Court Clerks, Inc.	3544 Maclay Boulevard Tallahassee, FL 32312

**ARTICLE XII.**  
**AMENDMENT**

The Corporation reserves the right to alter, amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto, according to law.

IN WITNESS WHEREOF, the undersigned incorporators have executed these Articles of Incorporation the date set forth below.

**INCORPORATORS**

Florida Tax Collectors, Inc.

By: 

Name: The Hon. Barbara Ford-Coates

Its: President

Date: June 12, 2001

Florida Association of Court Clerks, Inc.

By: 

Name: Roger H. Alderman

Its: Executive Director

Date: 6/18/01



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING  
AGENT UPON WHOM PROCESS MAY BE SERVED**

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.

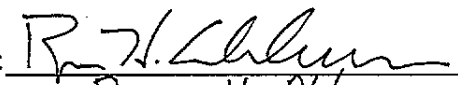
1. The name of the Corporation is Florida Local Government Internet Consortium, Inc.
2. The name and address of the registered agent in office is:

Name: Robert R. McDonald  
Address: 101 E. College Avenue  
Tallahassee, FL 32301

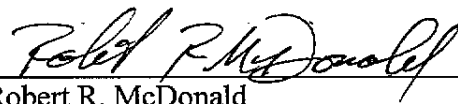
Florida Tax Collectors, Inc.

By:   
Name: The Hon. Barbara Ford-Coates  
Its: President

Florida Association of Court Clerks, Inc.

By:   
Name: Roger H. Alderman  
Its: Executive Director

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 statute 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.

  
Robert R. McDonald  
Registered Agent

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