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FEB 05 2018

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Central Florida Paralegal Association, Inc.

DOCUMENT NUMBER: N01000008352

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Caroline Wilkerson

(Name of Contact Person)

Central Florida Paralegal Assn., Inc.

(Firm/ Company)

Post Office Box 1107

(Address)

Orlando, FL 32802

(City/ State and Zip Code)

president@cfpaine.org secretary@cfpaine.org

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Caroline Wilkerson

407

839-0120

at

(Name of Contact Person)

(Area Code)

(Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

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| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
Enclosed) |
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Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
CENTRAL FLORIDA PARALEGAL ASSOCIATION, INC.**

FILED
18 FEB -2 AM 11:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 617.1007 of the Florida Statutes, the undersigned, being the President of Central Florida Paralegal Association, Inc. (hereinafter the "Corporation"), a Florida corporation, and desiring to amend and restate its Articles of Incorporation, does hereby certify:

FIRST: The Articles of Incorporation of the Corporation were filed with the Secretary of State of Florida on November 26, 2001, Document No. N01000008352.

SECOND: These Amended and Restated Articles of Incorporation, which supersede the original Articles of Incorporation and all amendments to them, were adopted by all of the Directors of the Corporation and its members on December 1, 2017. To effect the foregoing, the text of the Articles of Incorporation is hereby restated and amended as herein set forth in full:

ARTICLE I

The name of this Corporation is Central Florida Paralegal Association, Inc. Its mailing address is:

PO Box 1107
Orlando, Florida 32802

ARTICLE II

This Corporation is not formed for pecuniary profit or financial gain. The Corporation shall be a Non-Profit Corporation under the Florida Not-for-Profit Corporation Act, Chapter 617 Florida Statutes, and is irrevocably dedicated to and operated exclusively for non-profit purposes. The purposes for which the Corporation is organized is to promote the paralegal profession and to educate the public as to the role of the paralegal in the legal profession, as an association without profit and for the sole and exclusive benefit of its members, all in a manner consistent with requirements of Section 501 (c)(6) of the Internal Revenue Code of 1986, as amended (or any successor thereto).

The Corporation is organized exclusively for charitable, educational, and scientific purposes. The Corporation may receive and administer funds for educational and charitable purposes, within the meaning of Section 501 (c)(6) of the Internal Revenue Code of 1986, as amended and to that end, the Corporation is empowered to hold any property, or any undivided interest therein, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purpose of the Corporation, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-Laws of the Corporation, or any applicable laws, to do any other act or thing incidental to

or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Not-for-Profit Corporation law.

ARTICLE III

The Corporation hereby incorporates by reference any and all corporate powers given to corporations not for profit by virtue of Section 617.0302 of the Florida Statutes. The Corporation's activities are limited by any and all other restrictions which are required to obtain tax exempt status under Section 501(c)(6) of the Internal Revenue Code of 1986, as amended (or any successor thereto).

ARTICLE IV

The membership of the Corporation shall be composed of four (4) different classes; as follows: (a) active members, (b) student members, (c) associate member, and (d) patron members. Only active members in good standing shall be qualified to vote at membership meetings or upon other matters brought before the members.

ARTICLE V

This Corporation is to exist perpetually.

ARTICLE VI

The name and address of the subscribing incorporator to these Amended and Restated Articles is as follows:

Caroline C. Wilkerson
PO Box 1107
Orlando, Florida 32802

ARTICLE VII

Section 1. The affairs of the Corporation will be managed by a Board of Directors (the "Board") of not less than four (4) nor more than nine (9) directors as shall be determined by the Bylaws. Officers of the Association shall be a President, Vice President/President-Elect, Secretary and Treasurer. The following persons will serve as officers of the Corporation until the annual meeting and until their successors are elected and qualify:

Caroline C. Wilkerson	President
Cassie D. Snyder	Vice President/President Elect
Iris Walker	Secretary
Anne Hughes	Treasurer

Section 2. The Board of the Association shall be appointed or elected at the annual meeting in the manner determined by the Bylaws.

Section 3. The duties of the Board shall be as provided in the By-laws of the Corporation, and the number of directors which constitutes the Board may be increased or decreased as provided in the By-laws of the Corporation; provided however, in no event shall the number of directors be less than four (4) nor more than nine (9).

ARTICLE VIX

Section 1. The By-laws, may be amended, altered or repealed as provided in Article XII of the By-laws

ARTICLE X

The Articles of Incorporation may be amended by a one-fourth majority of the active members present at the annual meeting or a special meeting called for said purpose upon notice given as provided for in the By-laws or in any manner consistent with the laws of the State of Florida.

ARTICLE XI

All officers/directors shall be indemnified by the Corporation for and against all expenses and liabilities, including counsel fees and counsel fees in appellate proceedings, reasonably incurred in connection with any proceeding or settlement thereof in which they become involved by reason of holding such office. In no event, however, shall any officer or director be indemnified for his own willful misconduct or, with respect to any criminal proceedings, his own knowing violation of provisions of law. The Corporation may purchase and maintain insurance on behalf of all officers and directors against or incurred by them in their capacity as officers or directors or arising out of their status as such.

ARTICLE XII

Upon dissolution of this Corporation, the Board shall, after paying or making provision for the payment of all of the obligations and liabilities of the Corporation, dispose of all the assets of the Corporation by distributing the same exclusively as provided for under the provisions of Chapter 617 of the Florida Statutes and as provided for under Section 501 of the Internal Revenue Code of 1986, as amended.

Notwithstanding any other provision hereof, no power shall be exercised by the Board of Directors in any manner which may jeopardize the status of the Corporation as an exempt organization under Section 501 (c)(6) of the Internal Revenue Code of 1986, as amended (or any successor thereto).

ARTICLE XIII

Section 1. No part of the net earnings of the Corporation shall inure to the benefit or be distributable to its members, directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof.

Section 2. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501(c)(6) of the Internal Revenue Code of 1986, as amended (or any successor thereto).

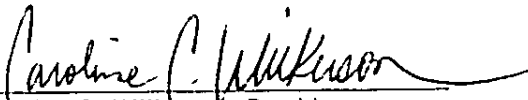
ARTICLE XIV

The name and address of the registered agent and the registered office of the Corporation are:

Registered Agent: Mario Garcia, Esquire
Registered Office: 400 N. Ferncreek Avenue
Orlando, FL 32803

These Amended and Restated Articles of Incorporation were adopted by the members and the number of votes cast for the amendment was sufficient for approval.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation this 26th day of December, 2017, for the purposes of amending and restating the articles of incorporation of this Corporation not-for-profit under the laws of the State of Florida.


Caroline C. Wilkerson, President

CERTIFICATE DESIGNATING REGISTERED AGENT

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

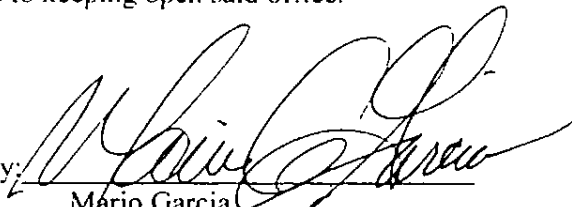
That CENTRAL FLORIDA PARALEGAL ASSOCIATION, INC. desiring to organize as a not-for-profit corporation under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at the City of Orlando, County of Orange, State of Florida has named:

Mario Garcia, Esquire
400 N. Ferncreek Avenue
Orlando, FL 32803

As its agent to accept service of process within the State.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated Corporation at the place designated in this Certificate, I hereby accept to Act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

By: 
Mario Garcia