

# AUSLEY & McMULLEN

ATTORNEYS AND COUNSELORS AT LAW

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P.O. BOX 391 (ZIP 32302)  
TALLAHASSEE, FLORIDA 32301  
(850) 224-9115 FAX (850) 222-7560

July 11, 2002

RECEIVED  
02 JUL 12 AM 8:46  
TALLAHASSEE, FLORIDA  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS

## HAND DELIVERY

Department of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, FL 32399

900006342399--1  
-07/12/02--01006--001  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: Florida Small LEC Political Action Committee

Ladies and Gentlemen:

Enclosed for filing are the Articles of Incorporation and Certificate Designating Registered Agent and Registered Office.

I have enclosed our firm's check in the amount of \$78.75 to cover the cost of same.

Please call my secretary, Judy Helms, at 425-5449 when this is ready for pick up.

Sincerely,

J. Jeffrey Wahlen

JJW/jh  
Enclosures

FILED  
02 JUL 22 PM 12:37  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE  
3007-70165



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

July 12, 2002

AUSLEY & MCMULLEN

SUBJECT: FLORIDA SMALL LEC POLITICAL ACTION COMMITTEE INC.  
Ref. Number: W02000020165

We have received your document for FLORIDA SMALL LEC POLITICAL ACTION COMMITTEE INC.. However, the document has not been filed and is being returned for the following:

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6934.

Loria Poole  
Corporate Specialist  
New Filings Section

Letter Number: 702A00043297

RECEIVED  
02 JUL 22 AM 9:20  
DIVISION OF CORPORATION

**ARTICLES OF INCORPORATION OF  
FLORIDA SMALL LEC POLITICAL ACTION COMMITTEE, INC.**

**FILED**  
02 JUL 22 PM 12:37  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

**ARTICLE I**  
**Name**

The name of the corporation is **FLORIDA SMALL LEC POLITICAL ACTION COMMITTEE, 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 purpose 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:

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

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**

The members of this corporation shall be the incumbent local exchange telecommunications companies operating in Florida with fewer than one (1) million access lines that are approved for membership by the Board of Directors and pay the member dues pursuant to a dues schedule approved by the Board of Directors. The rights of the members, 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** **Directors**

The initial directors of the corporation are:

J. Jeffry Wahlen  
227 South Calhoun Street  
Tallahassee, FL 323021

L. Carl Adams  
215 South Monroe, Suite 804,  
Tallahassee, FL 32301

Leon Conner  
130 North 4<sup>th</sup> Street  
Macclenny, FL 32063

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 215 South Monroe, Suite 804, Tallahassee, Florida 32301.

**ARTICLE VIII**  
**Incorporator**

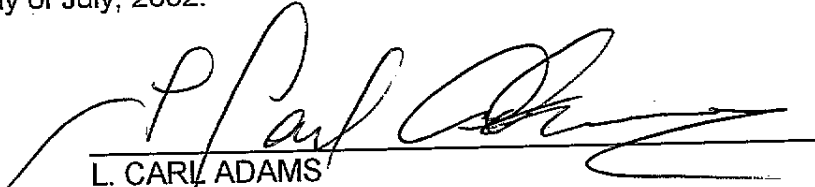
The name and street address of the Incorporator of this corporation are as follows:

L. Carl Adams  
215 South Monroe, Suite 804  
Tallahassee, Florida 32301

**ARTICLE IX**  
**Address of Registered Office and Registered Agent**

The street address of the initial Registered Office of this corporation in the State of Florida shall be 215 South Monroe, Suite 804, Tallahassee, Florida 32301. The name of the initial Registered Agent of the Corporation at the above address shall be L. Carl Adams. 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 18 day of July, 2002.

  
\_\_\_\_\_  
L. CARL ADAMS  
Incorporator

STATE OF FLORIDA  
COUNTY OF LEON

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, L. Carl Adams, 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.

18th day of July, 2002. IN WITNESS WHEREOF, I have hereunto set my hand and official seal on this

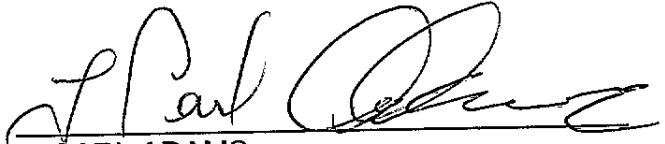
 Belinda L. Milton  
MY COMMISSION # CC787223 EXPIRES  
November 1, 2002  
BOND: MURPHY FAIR INSURANCE, INC.  
  
Notary Public  
State of Florida at Large

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 SMALL LEC POLITICAL ACTION COMMITTEE, INC.**, desiring to organize as a corporation not-for-profit under the laws of the State of Florida, has designated 215 South Monroe, Suite 804, Tallahassee, Florida 32301 as its initial Registered Office and has named L. Carl Adams, located at said address as its initial Registered Agent.

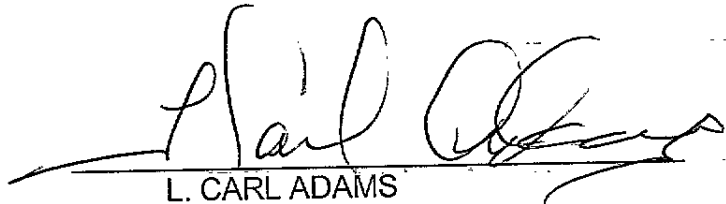


L. CARL ADAMS

Incorporator

Date: July 18, 2002

Having been named registered agent and to accept service of process for the above-stated 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.



L. CARL ADAMS

Registered Agent

Date: July 18, 2002

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**FILED**  
02 JUL 22 PM 12:37  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA