

Division of Corporations

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Division of Corporations
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To:

Division of Corporations
Fax Number : (850) 205-0381

From:

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FLORIDA NON-PROFIT CORPORATION

ALUMINUM CONSTRUCTION ASSOCIATION, INC.

Certificate of Status	0
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
ALUMINUM CONSTRUCTION ASSOCIATION, INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscriber to these Articles of Incorporation, a natural person, competent to contract, hereby forms a not-for-profit corporation under the laws of the State of Florida, Chapter 617.

ARTICLE I. NAME

The name and the principal and mailing addresses of the corporation shall be:

ALUMINUM CONSTRUCTION ASSOCIATION, INC.

478 Harbor Drive South

Indian Rocks Beach, Florida 33785

ARTICLE II. NATURE OF BUSINESS

The nature of the business and the objects and purposes to be transacted, promoted and carried on are to do any and all of the things necessary to conduct not-for-profit organization for the exchange of ideas and opinions for the study and discussion of aluminum related issues to promote the aluminum industry and to encourage high standards of service among its members. In addition, this corporation may perform that function as well as all of the following as fully and to the same extent as a natural person might or could do.

1. To conduct its business in the State of Florida, in other states, in the District of Columbia, in the territories and colonies of the United States and foreign countries and to exercise all the powers conferred by the laws of the State of Florida upon corporations formed under the Act pursuant to and under which this Corporation is formed.
2. To do such things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

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3. The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in the Article, or by its status as a Not for Profit Corporation shall be in any way limited or restricted by reference to or interference from the terms of any other objects, powers, or clauses of this Article, or any other Articles, but that the objects and powers specified in the clauses of this Article shall be regarded as independent objects and powers.

ARTICLE III. MEMBERS

The members of this Corporation shall be admitted by making application to, and approval by its Board of Directors.

ARTICLE IV. DURATION OF EXISTENCE & EFFECTIVE DATE

This corporation is to have perpetual existence and shall become effective at 12:01 A.M., on the date its Charter is granted.

ARTICLE V. ADDRESS

The street address of the initial registered office of the Corporation in the State of Florida shall be:

311 South Missouri Avenue

Clearwater, Florida 33756

and the name of its initial Registered Agent at such address is:

GARY W. LYONS

The corporation may have and establish offices, conduct business and promote its objectives within any part of the State of Florida, or in any state, District of Columbia, and Territories and colonies of the United States and in foreign countries, as the Directors may designate.

ARTICLE VI. DIRECTORS

The management and control of this Corporation shall be vested in a Board of

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Directors of not less than three (3) Directors. Attendance by a majority of the Directors at any meeting shall constitute a quorum. A majority of those Directors present at any meeting must vote in favor of any motion, resolution, or action taken in order that same become effective and be the act and deed of the Corporation. The Board of Directors shall be elected by the Members of the Corporation. The names and street addresses of the members of the Board of Directors, who, subject to the provisions of the Certificate of Incorporation, By-Laws, and the laws of the State of Florida, shall hold office for the first year of existence of the Corporation or until their successors are elected and have qualified are as follows:

JACK JOHNSON
478 Harbor Drive South
Indian Rocks Beach, Florida 33785

FRED OPPENHEIMER
8561 Denise Drive
Seminole, Florida 33777

TOM TAFELSKI
12841 66th Street North
Largo, Florida 33773

DENNIS HENEGAR
1115 Cleveland Street
Clearwater, Florida 33755

STEVE HOWE
12920 Walsingham Road, Unit D
Largo, Florida 33774

Vacancies in the initial Board of Directors occurring before the first election shall be filled by the remaining Directors in office even though they may not constitute a quorum.

ARTICLE VII. OFFICERS

The officers of the Corporation shall be a President, a Vice President, Secretary and Treasurer, and shall be chosen by the Board of Directors at its first meeting. The Board of Directors may also, from time to time, provide for and elect all other officers or committees

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which may be deemed expedient to the Board. The initial President who is to hold office for the first year of existence of the Corporation or until his successor is elected and has qualified is as follows:

JACK JOHNSON

ARTICLE VIII. SUBSCRIBER

The name and street address of the sole incorporator of this Corporation is as follows:

JACK JOHNSON
478 Harbor Drive South
Indian Rocks Beach, Florida 33785

ARTICLE IX. BY-LAWS

The By-Laws of this Corporation shall be adopted by the Board of Directors.

ARTICLE V. AMENDMENTS

An Amendment to these Articles may be proposed by the Board of Directors or a member. Amendment shall be adopted by the Board of Directors by an affirmative vote of at least two-thirds (2/3) of the Directors present and voting at a meeting at which a quorum is present.

ARTICLE XI. MEMBERS' MEETINGS

No act of the members shall be valid unless taken at a meeting of members after notice as prescribed by the By-Laws of the Corporation.

ARTICLE XII. SEAL

The seal of the Corporation shall be a circulate impression with the name ALUMINUM CONSTRUCTION ASSOCIATION, INC. around the border and "Florida Seal, 2002" in the center.

IN WITNESS WHEREOF, I, the undersigned, as the sole incorporator of the above-named Not-For-Profit Corporation, do hereby subscribe and acknowledge the execution of

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the same on this 4 day of December, 2002

JACK JOHNSON

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, the undersigned authority, personally appeared JACK JOHNSON, to me well known or who produced N/A as identification, and known to me to be the person described in and who executed the foregoing Articles of Incorporation for ALUMINUM CONSTRUCTION ASSOCIATION, INC., and who has acknowledged to and before me that he/she executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, on this 5TH day of December, 2002, in the aforesaid County and State.



[Signature]
Notary Public

ACKNOWLEDGMENT OF REGISTERED AGENT

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

[Signature]
GARY W. LYONS, Registered Agent