

**NO2021**

Hopping Green Sams + Smith, P.A.  
Requester's Name

123 South Calhoun Street  
Address

Tallahassee, FL 32301 222-7500  
City/State/Zip Phone #

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. Florida Manufacturing and Chemical Council, Inc.  
(Corporation Name) (Document #)

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

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

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

☒ Walk in

☐ Pick up time

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☒ Certificate of Status

**NEW FILINGS**

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

**AMENDMENTS**

- ☒ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

**OTHER FILINGS**

- ☐ Annual Report
- ☐ Fictitious Name

**REGISTRATION/QUALIFICATION**

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

00 AUG 19 PM 2:17

RECEIVED

00 AUG 18 PM 2:05

DIVISION OF CORPORATIONS

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-08/18/00--01044--021  
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Restated Articles

Examiner's Initials

LFT

8-18-2000

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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**RESTATED ARTICLES OF INCORPORATION  
OF  
FLORIDA MANUFACTURING AND CHEMICAL COUNCIL, INC.**

**ARTICLE I**

**Name**

The name of the corporation is: FLORIDA MANUFACTURING AND CHEMICAL COUNCIL, INC. (hereinafter referred to as "the Council"). This corporation was known as the "Florida Chemical Industry Council, Inc." prior to June 6, 1996.

**ARTICLE II**

**Purpose**

**A. General:**

The purposes for which the corporation is organized are:

1. to promote the best business interests of the manufacturing, chemical, and related industries in Florida.
2. to disseminate facts to the member companies needed to create a better understanding of the role of the manufacturing, chemical and related industries within the State of Florida.
3. to consult and cooperate with appropriate government bodies within the State of Florida.
4. to enhance generally the lawful purposes, interests, and objectives of the manufacturing, chemical and related industries within the overall development of the State of Florida.

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5. to perform any of the foregoing activities directly or through the medium of donations, grants, loans, membership dues and assessments or other expenditures made to or for the benefit of individuals or organizations developing or performing services of a nature related to the purposes described, hereinabove, either by the expenditure of the corporation's income or principal assets, but always subject to the provisions of Section B of this Article II.

6. to do all other acts and things and carry on and conduct all other activities necessary, suitable, convenient, useful or expedient in connection with or incidental to the accomplishment of any of the purposes set forth herein to the fullest extent permitted by the laws of the State of Florida, but always subject to the provisions of Section B of this Article II.

B. Restrictions:

1. Notwithstanding any other provision of these articles, this corporation will not conduct any activity 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 1954 or the corresponding provision of any future United States Internal Revenue law.

2. All of the funds and assets of this Corporation, together with the net earnings thereof and income realized thereon, shall be exclusively devoted to the purposes expressed herein.

3. No member, director or officer of the corporation or any other private individual may receive or be entitled to receive, under any circumstances, any pecuniary benefit from the operations or liquidation of the Corporation, except for a reasonable compensation from services actually rendered in effecting one or more of the purposes of the corporation.

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### ARTICLE III

#### Membership

The qualifications, manner of admission to membership, types of membership with respective entitlements and voting rights, membership fees, and other membership regulations shall be as set forth in the bylaws of this corporation.

### ARTICLE IV

#### Duration

The duration of the corporation is perpetual, unless sooner terminated pursuant to the provisions of the laws of the State of Florida.

### ARTICLE V

#### Incorporator

The name and residence address of the subscribing incorporator is: Nancy D. Stephens, 1311 Executive Center Drive, Suite 225, Tallahassee, Florida 32301.

### ARTICLE VI

#### Management

A. The affairs of the corporation shall be managed by a Board of Directors who shall be selected annually as provided in the bylaws. The number of directors shall be established in the bylaws, but shall not be less than three.

B. The Corporation, by direction of its Board of Directors, has the power to do any and all things necessary to carry out the purposes of the corporation and possesses all rights and privileges and immunities and enjoys all benefits granted corporations of similar character under

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the laws of the State of Florida, including the right to hold and convey title to property whether real, personal, tangible, intangible or mixed.

C. No persons shall be authorized to act for the corporation except as specifically provided by its Board of Directors or in the bylaws.

#### ARTICLE VII

##### Officers

The officers of the corporation shall be those specified in the bylaws, and officers shall be elected annually as provided in the bylaws.

#### ARTICLE VIII

##### Directors

The corporation shall be governed by a Board of Directors, as specified in the bylaws, consisting of at least three persons.

#### ARTICLE IX

##### Bylaws

The bylaws of the corporation shall be made, and may be altered or rescinded, by the members unless otherwise provided in the bylaws.

#### ARTICLE X

##### Articles of Incorporation

The Articles of Incorporation of the corporation may be amended in accordance with the laws of the State of Florida.

## ARTICLE XI

### Location of Office and Agent

1. The street address of this corporation's principal and registered office in the State of Florida is 1311 Executive Center Drive, Suite 225, Tallahassee, Florida 32301.
2. The name of this corporation's registered agent at the above address is Nancy D. Stephens.

## ARTICLE XII

### Stock

The corporation shall have no stock.

## ARTICLE XIII

### Dissolution

In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations which are exempt as described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954, or corresponding sections of any prior or future law, or to the Federal, State, or Local Government for exclusive public purposes.

The date of adoption of the amendments was June 28, 2000.

The amendments were adopted by the members and the number of votes cast for the amendment was sufficient for approval.

FLORIDA MANUFACTURING AND CHEMICAL COUNCIL, INC.

Stanley W. Rosey  
Stanley W. Rosey, President

8/14/00  
Date

*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 statutes 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.*

Nancy D. Stephens  
Nancy D. Stephens, Registered Agent

8/17/00  
Date

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