

Sent By: HARRISON, HENDRICKSON & KIRKLAND, P.A.  
Division of Corporations

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**FLORIDA NON-PROFIT CORPORATION**

**BROKERAGE ASSOCIATION OF PROFESSIONAL EMPLOYER ORGAN**

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**ARTICLES OF INCORPORATION  
OF  
BROKERAGE ASSOCIATION  
OF  
PROFESSIONAL EMPLOYER ORGANIZATIONS, INC.**

The undersigned, for the purpose of forming a not for profit corporation under the provisions of Chapter 617 of the Florida Statutes, hereinafter referred to as the Corporation, hereby adopts the following Articles of Incorporation:

**ARTICLE I - NAME**

The name of the Corporation shall be BROKERAGE ASSOCIATION OF PROFESSIONAL EMPLOYER ORGANIZATIONS, INC.

**ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The principal office shall be 6302 Manatee Avenue West, Suite M, Bradenton, Florida 34209 and the mailing address of the Corporation shall be 6302 Manatee Avenue West, Suite M, Bradenton, FL 34209.

**ARTICLE III - PURPOSE AND POWERS**

The Corporation is formed for the purpose of bringing together independent brokers representing Professional Employer Organizations.

The Corporation may exercise all powers, rights and privileges conferred on corporations pursuant to the laws of the State of Florida.

**ARTICLE IV - NON DISCRIMINATION POLICY**

BROKERAGE ASSOCIATION OF PROFESSIONAL EMPLOYER ORGANIZATIONS, INC. does not discriminate on the basis of race, color, national, ethnic or religious origin in administration of its policies, practices, loan programs, and other activities.

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#### **ARTICLE V - TERM OF EXISTENCE**

The corporation shall have perpetual existence.

#### **ARTICLE VI - BOARD OF DIRECTORS**

Section 1. The business and affairs of the Corporation shall be managed by a Board of Directors, the members of which shall be hereinafter referred to as Directors.

Section 2. The initial Board of Directors of the Corporation shall consist of two (2) Directors, whose names and addresses are as follows:

NAME	ADDRESS
Ryan Moore	6302 Manatee Ave. W., Suite M Bradenton, Florida 34209
Gary Wagner	6302 Manatee Ave. W., Suite M Bradenton, Florida 34209

Section 3. The number of Directors shall be as provided in the Bylaws of the Corporation, but shall not be less than two (2).

Section 4. Directors shall be elected and hold office as provided in the Bylaws.

#### **ARTICLE VII - BYLAWS**

Section 1. The Board of Directors shall adopt Bylaws for the Corporation at a meeting of the Board of Directors following the filing of these Articles of Incorporation.

Section 2. The power to adopt, alter, amend or repeal the Bylaws of the Corporation may be exercised by the Board of Directors of the Corporation in accordance with the provisions of the Bylaws.

#### **ARTICLE VIII - AMENDMENTS**

These Articles of Incorporation may be amended as set forth in the Florida Statutes, as amended from time to time.

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### ARTICLE IX - REGISTERED OFFICE AND AGENT

Section 1. The street address of the initial registered office of the Corporation shall be 1206 Manatee Avenue West, Bradenton, Florida 34205.

Section 2. The name of the initial registered agent of the Corporation located at said address shall be Stephen G. Perry.

### ARTICLE X - INCORPORATOR

The name and address of the incorporator is:

NAME	ADDRESS
Stephen G. Perry	1206 Manatee Avenue West Bradenton, Florida 34205

IN WITNESS WHEREOF, for the purpose of forming a corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on this 17 day of November, 2003.

  
\_\_\_\_\_  
Stephen G. Perry, Incorporator

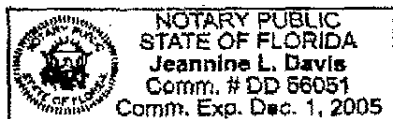
STATE OF FLORIDA  
COUNTY OF MANATEE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared STEPHEN G. PERRY to me known to be the person described in and who executed the foregoing Articles of Incorporation and that he acknowledged before me that he executed the same. I relied upon the following form of identification of the above named person:

✓ who is personally known to me,

who produced \_\_\_\_\_ as identification.

WITNESS my hand and official seal in the County and State last aforesaid this 17<sup>th</sup> day of November, 2003.



  
\_\_\_\_\_  
Signature

\_\_\_\_\_  
Print Name

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ACCEPTANCE

I hereby accept to act as initial Registered Agent for BROKERAGE ASSOCIATION OF PROFESSIONAL EMPLOYER ORGANIZATIONS, INC. as stated in these Articles of Incorporation.

  
STEPHEN G. PERRY

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