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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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TRANSMITTAL LETTER

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04 AUG 18 PM 2:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Florida Arson Seminar, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☒ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: David Ream Hollenbach, Jr.
Name (Printed or typed)

3659 Maguire Blvd., Suite 151
Address

Orlando, FL 32803
City, State & Zip

(407) 893-3654
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
OF
The Florida Arson Seminar, Inc.

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Article I: Name

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The organization shall be known as the Florida Arson Seminar, Inc. The street address of the corporation shall be 3659 Maguire Blvd., Suite 151, Orlando, Florida, 32803 and the mailing address shall be the same. The initial registered agent of the corporation shall be Mr. David R. Hollenbach, Jr., whose written acceptance of appointment is attached as Appendix A.

Article II: Purpose

The organization is created as a not-for-profit entity organized under the authority of Part I, Chapter 617, Florida Statutes, and is formed to provide training and educational opportunities that will enable public safety and insurance industry members to combat the crime of arson and arson-related offenses and to promote professionalism, ethical conduct, and competency in the field of arson investigations, and to provide outreach and public awareness on issues effecting arson abatement. No part of the income or assets of this corporation may be distributed to any director, officer, or member of the organization, except as a reimbursement for receipted expenses incurred in furtherance of the Florida Arson Seminar.

Article III: Functions of the Florida Arson Seminar

- A. The Florida Arson Seminar, Inc., will, under regular conditions, provide an annual conference focused on arson enforcement and investigation within Florida, open to all public safety officers and officials, officers of the court, and insurance industry professionals satisfying registration requirements.
- B. Fees:
 - 1. Fees of the Florida Arson Seminar, Inc., shall be established by the board of directors, known as, and subsequently referred to as the "Executive Board."
 - 2. Any special assessments must be approved by a simple majority of the Executive Board.

Article IV: Term of Existence

The term of existence of the corporation shall be perpetual.

Article V: Officers, Executive Board, and Committees

The Board of Directors, herein referred to as the Executive Board, shall consist of the following officers, who shall manage the affairs of the corporation:

President
Vice President
Secretary
Treasurer
All Chairs of the Standing Committees

The Standing Committees of the Corporation are as follows:

Hotel and Accommodations Committee
Program Committee
Awards & Promotional Committee
Communications Committee

The chairs of each standing committee must be current public employees who are appointed by and serve at the pleasure of the President. Unless otherwise directed by the President, the Committee Chairs are responsible for selecting members to serve on their committees and shall have the discretion of determining the number of committee members, with a minimum of two. The Committee Chairs may only select members to serve on their committee who are not already serving as elected officers of the corporation. In addition to the standing committees, the President may establish any ad hoc committee as needed. The Chairman of an ad hoc committee will be appointed and serve at the pleasure of the President.

Officers and Directors of the corporation serve under the established structure of the Executive Board and shall be elected at the annual January meeting of the Executive Board and voting membership by a majority vote of the voting membership in attendance and shall take office at that meeting. They shall hold office for twelve (12) consecutive months or until their successors assume office. Vacant offices shall be filled through appointment by the President.

Article VI: Board of Directors and Officers:

Identification of initial officers who will serve until first election under the Articles of Incorporation:

President/ Director David R. Hollenbach, Jr.
3659 Maguire Blvd., Suite 151
Orlando, Florida 32803

Vice President: Chris Nabicht
3659 Maguire Blvd., Suite 151
Orlando, Florida 32803

Secretary: Mary Fields
3659 Maguire Blvd., Suite 151
Orlando, Florida 32803

Treasurer: Heather Duffield
3659 Maguire Blvd., Suite 151
Orlando, Florida 32803

Committees for Florida Arson Seminar Inc. will include:

Hotel & Accommodations Committee: 3659 Maguire Blvd.
Suite 151
Orlando, Florida 32803

Program Committee: 3659 Maguire Blvd.
Suite 151
Orlando, Florida 32803

Awards & Promotional Committee: 3659 Maguire Blvd.
Suite 151
Orlando, Florida 32803

Communications Committee: 3659 Maguire Blvd.
Suite 151
Orlando, Florida 32803

The Board of Directors and officers shall consist of the members of the Executive Board as defined in Article V. The first Board of Directors shall be as defined in Article VI and shall serve until installed or replaced at the January 2005 meeting of the Executive Board. The election of officers and directors shall be elected by a simple majority vote of the representatives of the member agencies that are present at the January meeting called by the Executive Board. Those officers will take office at that meeting upon confirmation of the vote.

Article VII: Bylaws:

Bylaws may be amended at a meeting of the Executive Board by recommendations of the Executive Board on motion(s) by any Executive Board member receiving the vote of 2/3 of the Executive Board members present. The Executive Board approved amendment shall be distributed for a thirty (30) day review period to the representatives of all member agencies. A special meeting of representatives from all agencies shall then be conducted wherein ratification shall occur pending majority vote of 2/3 present.

Article VIII: Amendments of Articles of Incorporation:

Articles of Incorporation may be amended at any regularly scheduled business meeting upon recommendation of the Executive Board, provided the amendments have been distributed in writing at least 3 days prior to the meeting by written or electronic means prior to any vote being taken. A two-thirds vote of the qualified voting Executive Board members present is required to amend the articles.

Article IX: Charitable/Educational Organization Status

A. This corporation or organization is organized exclusively for charitable, educational and scientific purposes, including for such purposes, the making of distributions to organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future Federal tax code).

B. No part of the net earnings of the corporation or organization shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private persons, except that the corporation or organization shall be authorized and empowered to pay reasonable compensation and reimbursement for services rendered and to make payments and distributions in furtherance of Section 501(c)(3) purposes.

C. No substantial part of the activities of the corporation or organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation or organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.

D. Notwithstanding any other provision of these articles, the corporation or organization shall not carry on any other activities not permitted to be carried on (a.) by a corporation or organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code), or (b.) by a corporation or organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or corresponding section of any future Federal tax code).

Article X: Dissolution:

In the event the organization is dissolved and ceases to be a non-profit corporation of this state, all assets shall be distributed to an organization operated for religious, charitable, governmental, or educational purposes, organized as tax exempt under Section 501(C)(3) of the current or amended IRS Code. No member, officer, or director of this association, or private individual shall be entitled to any share of association assets upon such dissolution of the organization.

The Incorporator of this Corporation is:


Incorporator

Bruce Ashley, Bureau Chief
Fire and Arson Investigations
Division of State Fire Marshal

200 East Gaines Street
Tallahassee, Florida 32399-0341

Florida Arson Seminar, Inc., Articles of Incorporation (Appendix A)

I understand that I am the designated registered agent for the Florida Arson Seminar, Inc., and I am familiar with and accept the obligations of such position.

David Ream Hollenbach, Jr. July 27, 2004
David Ream Hollenbach, Jr. Date

The foregoing instrument was acknowledged before me this 27th day of July, 2004, by David Ream Hollenbach, Jr., who is personally known to me or who has produced FLDL# H451-176-52-215-0 as identification and who did (did not) take an oath.

Helen Ramos DD 223882
Notary Signature Notary Public Commission No.



Helen Ramos
My Commission DD223882
Expires June 18, 2007

Helen Ramos
Name of Notary (Typed, printed or stamped)

(SEAL)