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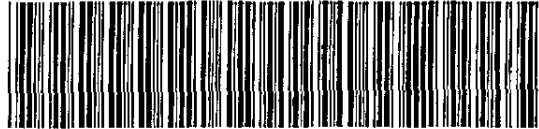
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05 FEB - 1 AM 11:58

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. WHITE FEB - 8 2005

TRANSMITTAL LETTER

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

SUBJECT: AMERICAN MANAGEMENT AND MARKETING ASSOCIATION, 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: SHERMAN BAI
Name (Printed or typed)

1719 SW 110 Street
Address

Gainesville, FL 32607
City, State & Zip

352-317-8388
Daytime Telephone number

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

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ARTICLES OF INCORPORATION 05 FEB -1 AM 11:58
In Compliance with Chapter 617, F.S., (Not for Profit)
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be: **American Management & Marketing Association, Inc.**

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1719 SW 110 Street, Gainesville, FL 32607

ARTICLE III PURPOSE

The purposes for which the corporation is organized are exclusively charitable, scientific, or educational, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States Internal Revenue Law (the "Code"). Within the scope of the foregoing, the purposes for which the corporation is organized include, but not limited to:

1. to promote the profession of marketing and management;
2. to provide a forum for communication and interaction among marketing and management professionals;
3. to provide and coordinate meetings and conferences to address global concerns;
4. to provide training, education, and certificate programs for marketing and management professionals;
5. to publish professional journals to address industry practice issues and results from research and development;
6. to exercise all the corporate powers now and thereafter provided by the laws of the State of Florida applicable to nonprofit corporations, except where the same would cause the Corporation to violate any of the provisions contained in Article IV.

ARTICLE IV PROHIBITED ACTIVITIES

Notwithstanding any other provisions of these Articles of Incorporation:

1. No substantial part of the activities of the Corporation shall ever be to carry on propaganda, or otherwise to attempt to influence legislation, except to the extent permitted pursuant to an election made under Section 501(h) of the Code, and the Corporation shall not participate in, or intervene in (including the publishing or distributing statements) any political campaign on behalf of, or in opposition to, any candidate for public office.
2. The Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation qualifying for exemption from federal income tax as an corporation described by Section 501(c)(3) of the Code, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(1) or (2) of the Code.
3. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to, its directors, officers, or other private persons, unless such officer, director or other person is itself an organization qualifying for exemption for federal income tax

as an organization described in Section 501(c)(3) of the Code; provided, however, that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III.

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05 FEB 1 AM 11:58
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE V MANNER OF ELECTION

The method of election of directors is as stated in the By-Laws. This corporation shall have three (3) directors, initially. The number of directors may be increased or diminished from time to time in accordance with the By-Laws, but shall never be less than three (3).

ARTICLE VI INITIAL DIRECTORS AND/OR OFFICERS

The name and address of the members of the initial Board of Directors who shall serve until their successors are elected are:

Iver W. Duedall, 691 Acacia Avenue, Melbourne Village, FL 32904
Chih-Shin Shieh, 240 Lago Circle, #102, West Melbourne, FL 32904
Sherman X. Bai, 1719 SW 110 Street, Gainesville, FL 32607

The names of the officers and the office they hold until the first election shall be:

PRESIDENT: Sherman X. Bai
VICE PRESIDENT: Iver W. Duedall
DIRECTOR/SECRETARY: Chih-Shin Shieh

ARTICLE IV INITIAL REGISTERED AGENT AND STREET ADDRESS

Sherman X. Bai
1719 SW 110 Street, Gainesville, FL 32607

ARTICLE V INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are:

Sherman X. Bai
1719 SW 110 Street, Gainesville, FL 32607.

Sherman Bai
Signature/Incorporator

1/30/2005
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

Sherman Bai
Signature/Registered Agent

1/30/2005
Date