

NO5000005508

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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☐ MAIL

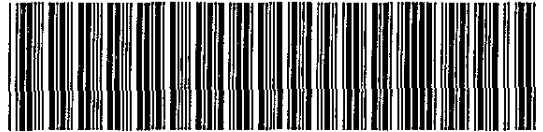
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

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J. Shivers MAY 27 2005

005-24456

TRANSMITTAL LETTER

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

SUBJECT: The Tampa Independent Business Alliance, 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: THOMAS M. GONZALEZ, ESQ.

Name (Printed or typed)

501 E. KENNEDY BLVD., SUITE 1400

Address

TAMPA, FL 33602

City, State & Zip

(813) 273-0050

Daytime Telephone number

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CLERK OF STATE
DIVISION OF CORPORATIONS
05 MAY 26 AM 9:21

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

**Articles of Incorporation of
The Tampa Independent Business Alliance**

The undersigned, acting as incorporator establishes a corporation pursuant to the provisions of Chapter 617, F.S. (Not for Profit)

Article I - Name

The name of this corporation shall be Tampa Independent Business Alliance, Inc.

Article II - Principal Office

The principal place of business of this corporation shall be:

216 South Armenia Avenue
Tampa, FL 33609

Article III - Purposes

The purpose for which the corporation is formed is to educate, support, nurture and promote Tampa's diverse local independent businesses that meet unique needs, create and define our community's culture, and provide stability, accountability, and direct local investment. The corporation's objectives include raising consciousness within the business community, with community leaders and institutions, and with customers and clients, through cooperative efforts including creating educational materials and forums and developing a network of community members dedicated to our mission.

The corporation will have all the rights, privileges and powers now or subsequently conferred on nonprofit corporations. The corporation shall have and may exercise all powers necessary or convenient to effect any of the purposes for which the corporation has organized.

Article IV - Manner of Election

The election of directors shall be at the annual meeting of the Board of Directors, and shall be by ballot. Nominees receiving the greatest number of votes shall be elected. The terms of office of the directors shall be established by resolution of the Board of Directors but in no event shall any Director be elected for a term exceeding three (3) years. In the event multi-year terms shall be established for directors, elections shall be staggered so as to elect to directorships in any given year that number of directors equal to (as near as possible) either one-half (1/2) or one-third (1/3) (as appropriate) of the total number of directorships then established. Each director shall hold office for the term for which he or she is elected or until his or her successor shall have been elected and qualified. Nothing herein shall prohibit directors from being re-elected to directorships. Directors must be members of the Tampa Independent Business Alliance and must reside in the State of Florida.

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DIVISION OF CORPORATION

The officers of the Corporation shall be elected annually by the Board of Directors at the annual meeting of the Board of Directors. If the election of the officers shall not be held at such meeting, such election shall be held as soon thereafter as practicable.

Article V – Initial Directors and/or Officers

Carla Jimenez, President
Maryann Ferenc, President-Elect
Pat Westerhouse, Secretary/Treasurer

Article VI – Initial Registered Office and Agent

The address of the initial registered office of the corporation and the name of the initial registered agent at that address is:

James R. Freeman, Esq.
Wilkes, McHugh
1 N. Dale Mabry, Suite 800
Tampa, FL 33609

Article VII - Operation

The corporation is to be operated exclusively as a non-profit corporation with all the rights, powers, and privileges permitted by and subject to the restrictions imposed by Chapter 617, F.S.

Article VIII – Incorporator

The incorporator of this corporation and address is:

Carla Jimenez
c/o Inkwood Books
216 South Armenia Avenue
Tampa, FL 33609-3310

Article IX – Limitation of Liability and Indemnification

Personal liability of a director to the corporation or its members for monetary damages for breach of fiduciary duty as a director is limited to the fullest extent provided by law. The directors, officers, employees and members of the corporation shall no, as such, be liable on its obligations. Directors shall not be liable for actions taken or omissions made in the performance of corporate duties except for wanton and willful acts or omissions. The corporation shall indemnify its directors from liability to the fullest extent permitted by law.

Article X – Dissolution

Upon dissolution of the corporation for any cause, all of the assets and property, both real and personal, then owned or controlled by the corporation shall be disposed of according to the procedure provided in the Chapter 617, F.S., shall be made by the directors of the corporation.

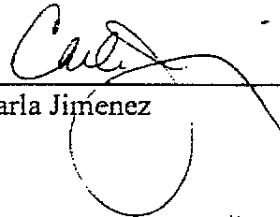
Article XI – Bylaws

The initial bylaws of the corporation shall be adopted by the board of directors. The board of directors may alter, amend or repeal the bylaws.

Article XII – Amendment

The right is reserved to the board of directors to amend, alter or repeal these Articles of Incorporation at any time.

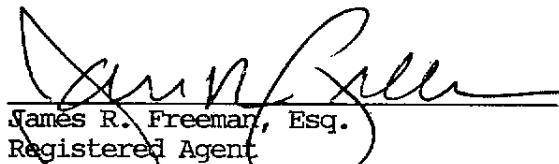
Incorporator:



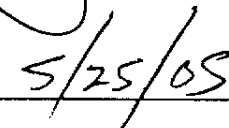
Carla Jimenez

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DIVISION OF CORPORATION
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Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



James R. Freeman, Esq.
Registered Agent



Date