

N050000/0786

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

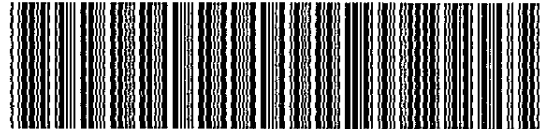
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



800060669408

10/18/05--01019--005 **87.50

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA
05 OCT 18 AM 10:06

MRS
12/20

ICS Training and Consulting Group, Inc.

7274 Eleanor Cir, #203 Sarasota, FL 34243
813.354.2330

October 12, 2005

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

Subject: ICS Training and Consulting Group, Inc.

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 W. McKibbin
7274 Eleanor Cir, #203
Sarasota, FL 34243

813-545-9962

FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit) 05 OCT 18 AM 10:06

Article of Incorporation of the undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Florida, do hereby certify:

ARTICLE I: The name of the Corporation shall be: ICS Training and Consulting Group, Inc.

ARTICLE II: The place in this state where the principal office of the Corporation is to be located is the City of Sarasota, Sarasota County.

The address of the corporation shall be: 7274 Eleanor Cir, #203
Sarasota, FL 34243

ARTICLE III: Said corporation is organized exclusively for educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code as follows:

- a) Generally, to coordinate, organize, and provide training and consulting services relating to Incident Command System and emergency management, and to cooperate with other organizations, individuals, and municipalities, agencies, and governmental bodies of similar interests, to that end;
- b) To research, investigate and disseminate factual information regarding the scientific, economic, ethical and other aspects of the Incident Command System and emergency management;
- c) To conduct its educational activities in any state or territory of the United States, or in any foreign country, in conformity with the laws of such state, territory, or country;
- d) To borrow money and pledge its assets in order to obtain working capital for the payment of any debts which it may incur;
- e) To enter into contracts of every kind, in furtherance of its corporate purposes, and to exercise such incidental powers as are given to it by the Laws of the State of Florida or any state in which the corporation is registered;
- f) All corporate powers shall at all times be so exercised as to engage solely in activities, other than insubstantial activities, which are in furtherance of the corporation's purposes, as the case may be, rather than for any private purposes.

ARTICLE IV: Directors and Initial Officers.

The names and addresses of the persons who are the initial Directors of the corporation are as follows:

NAME:	ADDRESS:
Thomas W. McKibbin	Box 158 Seffner, FL 33583
Michael P. Perry	40941 Sutorus Rd. Zepherhills, FL 33540

Elisabeth A. Thompson

7274 Eleanor Cir, #203
Sarasota, FL 34243

Section 1—Directors

- a) **Additional Initial Directors.** Each initial Director will have the right to appoint one additional Director. Directors will serve until removed by a majority vote of trustees during a trustee meeting.
- b) **General Powers.** The general policies and affairs of the corporation shall be directed by its Board of Directors.
- c) **Number and Tenure.** The number of the Board of Directors shall be no fewer than three (3) and no more than fifteen (15).
- d) **Regular Annual Board Meeting.** The Board of Directors shall meet at least once per year.
- e) **Other Meetings of the Board.** Other meetings of the Board may be held at the request of two (2) or more Board members.
- f) **Notification of Board Meetings.** Members of the Board of Directors shall be notified in person, by phone, or by mail at least two (2) days before a meeting of the Board.
- g) **Quorum and Voting of the Board.** The quorum for the transaction of business at any meeting of the Board, shall be three (2); and the vote of the majority of the Directors qualified to vote and voting shall determine any matter submitted to the Board for consideration, unless a different proportional vote is required by the corporation's By-Laws.
- h) **Voting by Poll of Directors.** Directors may be polled by mail or telephone where action of the Board is required between meetings.
- i) **Vacancies on the Board.** Vacancies occurring on the Board of Directors other than those due to expiration of a term of office, shall be filled by the Board. A Director chosen by the Board to fill a vacancy shall serve for the unexpired term of his predecessor in office.
- j) **Removal from Office.** Any Director may be removed from office for reasons of dereliction of office, dishonesty or untruthfulness, or conduct that is damaging to the general corporation's aims and purposes.
- k) **Term of Office.** The term of office of all directors shall be until the next annual election, or until their successors are elected.

Section 2—Officers

- a) **Election.** Officers shall be elected by a majority vote of the Board of Directors, and shall serve at the discretion of the Board.
- b) **Qualifications.** Officers must be citizens of the United States of America.
- c) **Treasurer.** The signature of the Treasurer and such other officers or directors as the Board directs shall be the authorized signature on corporation checks. The Treasurer shall keep financial records, pay bills, and deposit money and otherwise manage the corporation's funds and assets as directed by the Board.
- d) **Other Officers.** The Board of Directors may elect or appoint such other officers, as it shall deem desirable.
- e) **Vacancies.** A vacancy in any office for any reason may be filled by the Board.

ARTICLE V: The initial Officers of the corporation are as follows:

NAME:	ADDRESS:	OFFICE
Thomas W. McKibbin	Box 158 Seffner, FL 33583	President
Michael P. Perry	40941 Sutorus Rd. Zepherhills, FL 33540	Vice President
Elisabeth A. Thompson	7274 Eleanor Cir, #203 Sarasota, FL 34243	Treasurer

ARTICLE VI: Initial Registered Agent shall be:

Thomas W. McKibbin	7274 Eleanor Cir, #203 Sarasota, FL 34243
--------------------	--

ARTICLE VII: Incorporator is:

Thomas W. McKibbin	7274 Eleanor Cir, #203 Sarasota, FL 34243
--------------------	--

ARTICLE VIII: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except 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 Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation 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. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE IV: Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of

Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Having been named as registered agent to accept services 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.

In witness whereof, we have hereunto subscribed our names this day of 12th day of October 2005.



Thomas W. McKibbin
Registered Agent & Incorporator

FILED STATE
SECRETARY OF FLORIDA
TALLAHASSEE
05 OCT 18 AM 10:06