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SECRETARY OF STATE
TOLSON BUILDING

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DIVISION OF REGISTRATION

~~5058-010-24-05~~



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 12, 2005

THERESA ZERKLE
P. O. BOX 10095
TALLAHASSEE, FL 32302

SUBJECT: CONFERENCE OF CIRCUIT JUDGES OF FLORIDA, INC.
Ref. Number: W05000046958

We have received your document for CONFERENCE OF CIRCUIT JUDGES OF FLORIDA, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6995.

Wanda Cunningham
Document Specialist
New Filings Section

Letter Number: 005A00062262

TRANSMITTAL LETTER

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

SUBJECT: Conference of Circuit Judges of Florida, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed are 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 of
Status

ADDITIONAL COPY REQUIRED

FROM: Theresa Zerkle
Name (Printed or typed)

P.O. Box 10095
Address

Tallahassee FL 32302
City, State & Zip

850-241-0042
Daytime Telephone number

please call when ready to pick up.

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



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

October 12, 2005

THERESA ZERKLE
P. O. BOX 10095
TALLAHASSEE, FL 32302

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Wanda Cunningham
Document Specialist
New Filings Section

Letter Number: 005A00062262

ARTICLES OF INCORPORATION
OF
CONFERENCE OF CIRCUIT JUDGES OF FLORIDA, INC.

FILED
2005 OCT 21 P 12:07
CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, acting as incorporator for the purpose of forming a not for profit corporation pursuant to the Not for Profit Corporation Act (the "Act") of the State of Florida, hereby certifies:

ARTICLE I: The name of the corporation shall be Conference of Circuit Judges of Florida, Inc., (the "Corporation").

ARTICLE II: The street address of the principal office and mailing address of the Corporation shall be 215 South Monroe Street, 2nd Floor, Tallahassee, Florida 32301-1839, mailing address, c/o P.O. Box 10095, Tallahassee, Florida 32302-2095.

ARTICLE III: The Corporation shall be a nonprofit organization qualifying under section 501(c)(6) of the Internal Revenue Code of 1986, as now in effect or as may hereafter be amended (the "Code"), and shall not have the authority to issue capital stock. The purpose for which the Corporation is formed is:

- A. *Considering and making recommendations concerning the betterment of the judicial system of the State and its various parts;*
- B. *Considering and making recommendations concerning the improvement of rules and methods of procedure and practice in the several courts;*
- C. *Reporting to the Supreme Court such findings and recommendations as the Conference may have with reference to Sections (A) and (B);*
- D. *Through the Conference Chair, reporting to the President of the Senate and the Speaker of the House such recommendations as the Conference may have concerning defects in the laws of this State and such amendments or additional legislation as the Conference may deem necessary;*
- E. *Compiling, studying, discussing and disseminating information to circuit judges relating to problems of trials, disposition of litigation, and the organization and administration of the courts, and sponsoring, presenting and conducting programs respecting such matters;*

- F. Fostering and promoting educational institutions and seminars for judges; and
- G. Gathering, studying and disseminating information relating to the judiciary to the public, press, educational institutions and such other organizations as may be interested in order to inform the people of the work and functions of their courts.

In furtherance of its corporate purposes, the Corporation shall have all the general powers enumerated in Chapter 617.0302 of the Florida Statutes as now in effect or as may hereafter be amended.

ARTICLE IV: The Corporation shall have members consisting of all active and retired circuit judges of the State of Florida, other than retired judges engaged in the practice of law and may have other classes of members as may be determined from time to time by the Board of Directors. The Board of Directors shall be elected each year as provided in the bylaws.

ARTICLE V: This Corporation shall be managed by a Board of Directors. The Officers and the Executive Committee shall have full executive power as provided in the Bylaws to manage the Corporation when the Board of Directors is not in session.

ARTICLE VI: Provisions for the regulation of the internal affairs of the Corporation, including provisions for distribution of assets on dissolution or final liquidation are as follows:

- A. The Corporation shall not possess or exercise any power or authority, expressly, by interpretation, or by operation of law, that will prevent it at any time from qualifying and continuing to qualify as a corporation described in section 501(c) (6) of the Code, nor shall it engage directly or indirectly in any activity which would cause the loss of such qualification.
- B. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to any member, director or officer of the Corporation, or any other private person, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to or for the Corporation and to make payments and distributions in furtherance of the purposes set forth in Article III hereof.
- C. The Corporation shall never be operated for the primary purpose of carrying on a trade business for profit.

- D. At no time shall the Corporation engage in any activities which are unlawful under the laws of the United States of America, the State of Florida, or any other jurisdiction where its activities are carried on.
- E. Upon the termination, dissolution, or winding up of the Corporation in any manner or for any reason, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the Corporation shall be applied and distributed in accordance with a plan of distribution adopted by the Board of Directors. Under such plan, the assets must be applied for purposes described in Article III hereof, distributed to one or more organizations that are exempt from taxation under section 501(c)(6) and have purposes similar to those of the Corporation, be distributed to one or more corporations, funds or foundations that are exempt from taxation under section 501(c)(3) of the Code, or be distributed in any way that is not inconsistent with the Act or any provision or principle of tax law applicable to organizations described in section 501(c)(6) of the Code.

ARTICLE VII: Any person or future director or officer of the Corporation and any present or future director or officer of any other corporation serving as such at the request of this Corporation, because of this Corporation's interest in such other corporation, or the legal representative of any such director or officer shall be indemnified by this Corporation against reasonable costs and expenses and counsel fees paid or incurred in connection with any action, suit or proceeding to which any director or officer, or his legal representative, may be made a party by reason of his being or having been such director or officer; provided:

- A. Such action, suit or proceeding shall be prosecuted against such director or officer or against his legal representative to a final determination and shall not be finally adjudged in said action, suit or proceeding that he has been derelict in the performance of his duties as such director or officer, and
- B. Said action, suit or proceeding shall be settled or otherwise terminated as against said director or officer, or his legal representative, without final determination on the merits, and it shall be determined by the Board of Directors in such other manner as may be provided in the Bylaws that said director or officer had not in any substantial way been derelict in the performance of his duties as charged in such action, suit or proceeding.

The privilege and power conferred by this article shall be in addition to and not in restriction or limitation of any other restriction or power which a corporation not for profit in Florida may have in respect to indemnification or reimbursement of directors or officers.

ARTICLE VIII: The registered agent of this Corporation shall be Peter M. Dunbar. The address of the registered agent shall be 215 S. Monroe Street, Second Floor, Tallahassee, Florida 32301-1839.

ARTICLE IX: The name and address of the Incorporator is: Stanford Blake, Dade County Courthouse, 1351 N. W. 12th Street, Room 212, Miami, FL. 33130.

IN WITNESS WHEREOF, I, the undersigned Incorporator, hereby set my hand and seal this 3rd day of October, 2005, for the purpose of forming this Corporation under the laws of the State of Florida, and I hereby make and file in the Office of the Secretary of the State in the State of Florida the Articles of Incorporation and certify that the facts herein stated are true.


Stanford Blake, Incorporator

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared, Incorporator of the ~~Florida~~ ^{of Florida} Conference of Circuit Judges, Inc., known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 3 day of OCTOBER, 2005.


NOTARY PUBLIC, State and County aforesaid



Jeffrey S. Harris
Commission # DD112793
Expires April 29, 2006
Bonded Thru
Atlantic Bonding Co., Inc.

My commission expires:

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

CONFERENCE OF CIRCUIT JUDGES OF FLORIDA, INC.

2. The name and address of the registered agent and office is:

Peter M. Dunbar
215 South Monroe Street
2nd Floor
Tallahassee, Florida 32301-1839

SIGNATURE: _____

(corporate seal)

TITLE: _____

President

DATE: _____

10-14-05

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.

SIGNATURE: _____

Peter M. Dunbar

DATE: _____

10-14-05

REGISTERED AGENT FILING FEE: \$35.00

FILED
2005 OCT 21 P 12:07
SECRETARY OF STATE
TALLAHASSEE, FLORIDA