

2-14-06

## COVER LETTER

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

**SUBJECT: FLORIDA FREEDOM COALITION, 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

**ADDITIONAL COPY REQUIRED**

FROM: INCORPORATING SERVICES, LTD. - MELISSA MURRY  
Name (Printed or typed)

1540 GLENWAY DR.  
Address

TALLAHASSEE, FL 32301  
City, State & Zip

656.7956  
Daytime Telephone number

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

FILED  
2006 FEB 10 A 8:37  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
FLORIDA FREEDOM COALITION, INC.**

The undersigned natural person of the age of eighteen years or more, acting as an incorporator of a corporation under the Florida Not for Profit Corporation Act (F.S. Title 36, Chapter 617), adopts the following Articles of Incorporation:

**Article I**

The name of the corporation is Florida Freedom Coalition, Inc., (the "Corporation").

**Article II**

The principal place of business of the Corporation is 820 East Call Street, Tallahassee, Florida, 32301.

The mailing address of the Corporation is PO Box 10247, Tallahassee, Florida, 32302.

**Article III**

The Corporation shall be a nonprofit political organization qualifying under section 527 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 to influence Floridians through advocacy of issues that promote individual freedoms, low taxes and limited government regulations, also to support law enforcement and military personnel in supporting issues that provide for laws and regulations which promote security for all Floridians.

As part of the Corporation's responsibility, it will directly or indirectly accept contributions and make expenditures to influence or attempt to influence the selection, nomination, election or appointment of individuals to State or local public office in Florida by, among other things, advocating on issues relating to the future direction of policy activities in Florida and identifying the positions of elected officials and candidates on such issues.

The Corporation may engage in any lawful activity incidental to the foregoing purposes and not otherwise prohibited by the Florida Not for Profit Corporation Act or these Articles of Incorporation.

In furtherance thereof, the Corporation may receive property by gift, devise or bequest, invest and reinvest the same, and apply the income and principal thereof, as the Board of Directors may from time to time determine, either directly or through contributions to any other tax-exempt organization organized for similar political purposes, and engage in any lawful act or activity for which corporations may be organized under the Florida Not for Profit Corporation Act.

In furtherance of its corporate purposes, the Corporation shall have all the general powers enumerated in Section 617.0302 of the Florida Not for Profit Corporation Act as now in effect or as may hereafter be amended.

#### **Article IV**

The manner in which the Directors are elected or appointed is provided in the Bylaws of the Corporation.

#### **Article V**

The number of directors constituting the initial Board of Directors is three (3) and the names and addresses, including street and number, of the persons who are to serve as the initial directors until the first meeting of the Directors or until their successors are elected and qualify are as follows:

<u><b>Name</b></u>	<u><b>Address</b></u>
C.W. Hays	24 Forest Hills Dr. Thomasville, GA 31792
David Daniels	1218 N. Short Broad St., Thomasville, GA 31792
Kacci Diehl	820 East Call St. Tallahassee, FL 32301

The number of directors may be increased or decreased from time to time, but there shall be at least three (3) directors at all times.

#### **Article VI**

The address, including street and number, of the initial Registered office of the Corporation is

3520 Thomasville Rd., 4<sup>th</sup> Floor  
Tallahassee, Florida 32308

and the name of its initial Registered Agent at such address is Daniel Manausa. The Board of Directors may change the location of the Corporation's Registered Agent in accordance with applicable law.

#### **Article VII**

The Corporation shall have no members.

#### **Article VIII**

The 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 political organization described in section 527 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 or business for profit.

D. At no time shall the Corporation engage in any activities that 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. At no time shall the Corporation engage in any activities that would cause it to be a "political committee" as defined in Section 106.011(1) of Title IX, Florida Statutes.


F. 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 527 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 Florida Not for Profit Corporation Act or any provision or principle of tax law applicable to organizations described in section 527 of the Code.

#### Article IX

The name and address, including street and number, of the Incorporator of the Corporation is as follows:

Eric Brown  
Patton Boggs LLP  
2550 M Street, N.W.  
Washington, DC 20037

Having been named as Registered Agent to accept service of process for the 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.

By:   
Daniel Manausa  
Registered Agent

FILED  
2006 FEB 10 A 8:37  
CLERK OF COURT  
JUDICIAL DISTRICT OF ALABAMA  
MOBILE

IN WITNESS WHEREOF, the undersigned has hereunto set his hands as of this \_\_\_\_  
day of January, 2006.

A handwritten signature in black ink, appearing to read "Eric Brown", written over a horizontal line.

Eric Brown  
Incorporator