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COVER LETTER

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

SUBJECT: CSI Florida Users Group, 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: Igler & Dougherty PA
Name (Printed or typed)
2457 Care Drive
Address
Tallahassee FL 32308
City, State & Zip
878-2411
Daytime Telephone number

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

**ARTICLES OF INCORPORATION
FOR
CSI FLORIDA USERS GROUP, INC.**

The undersigned, acting as Incorporator for the purpose of forming a not-for-profit corporation under and by virtue of Chapter 617, *Florida Statutes*, adopts the following Articles of Incorporation.

ARTICLE I

The name of the corporation shall be CSI Florida Users Group, Inc. ("Group"). The initial principal office and mailing address of the Group shall be c/o Daniel W. Taylor, Bancshares of Florida, Inc., 1185 Immokalee Road, Naples, Florida 34110.

ARTICLE II

The purpose for which the Group is organized shall be to:

- Network with other CSI core system clients.
- Share issues, ideas, comments and concerns in a positive and constructive manner.
- Discuss, identify and prioritize recommendations for system enhancements and formally communicate to CSI.
- Enhance knowledge base of CSI products and services.
- Obtain information and CSI support with regard to regulatory compliance for all systems and applications.
- Identify training needs and create a learning environment.

The Group will strongly encourage all CSI core system clients in the State of Florida to participate in the Group and demonstrate value through strengthening the knowledge and voice of CSI core system clients to ensure that CSI continues to best meet the needs and expectations of each Group member.

ARTICLE III

The officers of the Group shall be a President, and Vice President and a Secretary/Treasurer, who shall each hold office for one year terms, also serve as the directors of the Group, and be elected by a majority vote of Group members. Elections shall take place in January each year on a date selected by the then-current President. In case of a resignation of an officer from office, a special elections meeting shall be called by the President or Vice President to fill the office until the next January elections meeting. There are no limitations on the number of terms of office an individual may hold. The duties of the officers shall be:

- President – Direct the performance of and assist other officers and any appointed committee members. Conduct periodic planning meetings with any designated steering committee and serve as the facilitator for each meeting. Ensure that all meetings reflect a positive and constructive tone. Build alliances and partnerships with CSI and other vendors for data processing and/or item processing services. Represent the Group at other national CSI user group meetings, steering committees, focus groups, and other such organized CSI events.

- Vice President – Assist and support the President with any duties assigned. In the event the President is unable to attend a scheduled meeting, serve in his/her place to facilitate the meeting.
- Secretary/Treasurer – Coordinate meetings and notify members of the date, time and location. Prepare agenda items and distribute to members prior to meeting. Collect dues as designated by the members to cover the cost of meetings and general expenses of the Group. Take minutes of each meeting and maintain a record of all minutes, with a copy to the designated CSI representative(s) so they are aware of issues discussed and any CSI follow-up required; provide a finance report at each meeting, as applicable.

The initial directors and officers of the Group shall hold office until the January 2007 elections are held and the newly elected officers empaneled. The initial directors and officers of the Group are:

- President – Daniel W. Taylor
- Vice President – Sharyn Dickerson
- Secretary/Treasurer – Debbie Reasch

ARTICLE IV

Each CSI core system client in the State of Florida may become a member upon request to the Group. Each member will be entitled to one vote on any matters requiring a vote by the Group. Multiple representatives from each Group member are encouraged to attend and participate at each Group meeting.

Each member will serve as host for Group meetings on a voluntary rotating schedule. The host member will be responsible for selecting and procuring a meeting place, arrangements for meals and any other activities related to the meeting. The cost of each meeting will be determined by the host member. However, CSI, other vendor sponsors, or dues assessed on each Group member may be utilized to reduce or offset costs. If a budget is set by the membership for costs associated with Group meetings for which the membership will be responsible, it will be the responsibility of the host member to stay within the budget constraints.

CSI and its representatives are invited to attend and participate in general meetings of the Group, but will not be voting members. The Group reserves the right to declare a closed meeting with respect to CSI and its representatives from time to time.

ARTICLE V

Representatives of the Group are expected to attend (at their own cost) the CSI Annual Customer Conference and take an active role in representing the Group. The representative(s) will be responsible for reporting activities of the Group, on request, to other CSI clients and user groups with the goal of networking and sharing in constructive ideas, concerns, enhancement requests and solutions.

ARTICLE VI

The Incorporator of the Group is Richard Pearlman, Igler & Dougherty, P.A., 2457 Care Drive, Tallahassee, Florida 32308.

ARTICLE VII

The initial registered agent for the Group is Igler & Dougherty, P.A., 1726 Riverbitch Hollow, Tallahassee, Florida 32308.

IN WITNESS OF THE FOREGOING, the undersigned incorporator has executed these Articles of Incorporation this 6th day of April, 2006.

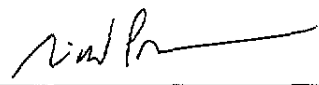


Richard Pearlman

CONSENT OF REGISTERED AGENT

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.

IGLER & DOUGHERTY, P.A.

By: 

Richard Pearlman

April 6, 2006

Date

FILED
06 APR 13 AM 11:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA