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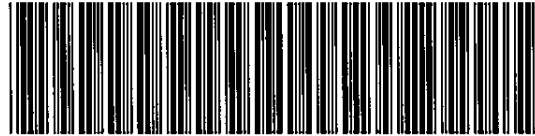
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CORPORATIONS

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J. Shivers MAY 25 2006

W04-23716

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

Tri-County Roofing Contractors
Association, Inc.

Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

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- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
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**ARTICLES OF INCORPORATION OF TRI-COUNTY ROOFING CONTRACTORS
ASSOCIATION, INC., A FLORIDA NOT-FOR-PROFIT CORPORATION**

The undersigned persons, acting as incorporators of a corporation not for profit under the Florida Not-For-Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following articles of incorporation for the corporation:

ARTICLE I.

The name of the corporation is TRI-COUNTY ROOFING CONTRACTORS ASSOCIATION, INC.

ARTICLE II.

The corporation shall have perpetual duration.

ARTICLE III.

The principal place of business of the corporation is 4410 Maine Avenue, Lakeland, FL 33801 and the mailing address of the corporation is Post Office Box 1692, Eaton Park, Florida 33840-1692.

ARTICLE IV.

The corporation is a not-for-profit corporation. The purposes for which the corporation is organized are:

- (a) To improve business conditions relating to the roofing, waterproofing, roof deck and roof system contracting business.
- (b) To develop the roofing, waterproofing, roof deck and roof system contracting business;
and to improve the interest and welfare of its members.
- (c) To establish and secure the use of a superior quality materials and workmanship and by better public service to contribute to the advancement of the industry in all its branches.
- (d) To promote harmonious relations between the members and their employees.
- (e) To obtain and make available pertinent data and information relative to the industry.
- (f) To secure to its members the benefits of the cooperation in the furtherance of their legitimate pursuits.

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- (g) To generally improve and advance the roofing, waterproofing, roof deck and roof system contracting business for all of its members.

ARTICLE V.

The corporation shall have a membership distinct from the board of directors. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collecting dues and assessments shall be as regulated in the bylaws.

ARTICLE VI.

The street address of the initial registered office of the corporation is 4410 Maine Avenue, Lakeland, Florida 33801. The name of its initial registered agent at that address is Robert Springer.

ARTICLE VII.

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be not more than five directors; provided, however, that number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

Directors elected at the first annual meeting, and at all subsequent times, shall serve a staggered three-year term, or until their successors are elected. Annual meetings shall be held at the time and place as set forth in the corporate Bylaws.

To be eligible for election to the Board of Directors a representative must be from an active member firm in good standing for at least one full year prior to nomination.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members of the board individually or collectively consent in writing to the action. Written consent or consents shall be filed with the minutes of the proceedings of the board, and any action by written consent shall have the same force and effect as if taken by unanimous vote of the directors.

The names of the persons who are to serve as the initial directors until elected directors are chosen at the first annual meeting are:

Name

Robert Springer

Joe Lusa

Lindsay King

Brad Bowen, IV

ARTICLE VIII.

The name and address of each incorporator are:

Name	Address
Robert Springer	Post Office Box 1648 Eaton Park, FL 33840-1648
Joe Lusa	Post Office Box 8068 Lakeland, FL 33802
Lindsay King	Post Office Box 946 Auburndale, FL 33823
Brad Bowen, IV	Post Office Box 1237 Sebring, FL 33871

ARTICLE IX.

The members shall elect the following officers: President, Vice President, Secretary and Treasurer, and any other officers which the bylaws of this corporation authorize the directors to elect. Initially, officers shall be elected at the first annual meeting of the board of directors. Until that election is held, the following persons shall serve as corporate officers:

Office	Name
President	Robert Springer
Vice President	Joe Lusa
Treasurer	Lindsay King
Secretary	Brad Bowen, IV

ARTICLE X.

Subject to the limitations contained in the bylaws and any limitations set forth in the Florida Not-For-Profit Corporation Act described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth in the bylaws.

ARTICLE XI.

The property of this corporation is irrevocably dedicated to the improvement and advancement of said business trade and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member, or to the benefit of any private individual.

ARTICLE XII.

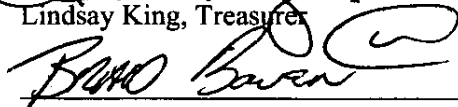
Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two-thirds of a quorum of members of the corporation.

We, the undersigned, being the incorporators of this corporation, for the purpose of forming this not for profit charitable corporation under the laws of Florida, have executed these articles of incorporation on April 30, 2006.


Robert Springer, President


Joe Lusa, Vice President


Lindsay King, Treasurer


Brad Bowen, IV, Secretary

**CERTIFICATE OF DESIGNATION AND
ACCEPTANCE BY REGISTERED AGENT**

Pursuant to the provisions of Fla. Stat. § 617.0501, the undersigned corporation organized under the not-for-profit corporation laws of the State of Florida submits the following statement in designating the registered office and registered agent of the corporation in the State of Florida.

(a) Name of the corporation:

TRI-COUNTY ROOFING CONTRACTORS ASSOCIATION, INC.

(b) Name and address of the registered agent and office:

Robert Springer

4410 Maine Avenue
Lakeland, FL 33801

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, 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.

Dated this 30 day of April, 2006.



Robert Springer, Registered Agent

SECRETARY
TALLAHASSEE, FLORIDA

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