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FLORIDA PROFIT/NON PROFIT CORPORATION

broward county judicial assistants association, inc.

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ARTICLES OF INCORPORATION
OF

BROWARD COUNTY JUDICIAL ASSISTANTS ASSOCIATION, INC.
A NON-PROFIT CORPORATION

We, the undersigned residents of the State of Florida, being eighteen (18) years or more of age, do hereby associate ourselves together for the purpose of forming a corporation under the Statutes of the State of Florida.

ARTICLE ONE

NAME

The name of the corporation is BROWARD COUNTY JUDICIAL ASSISTANTS ASSOCIATION, INC.

ARTICLE TWO

PRINCIPAL OFFICE

The principal office of the corporation is Room 1010B 201 S.E. 6th Street, Fort Lauderdale, Florida, 33301.

ARTICLE THREE

DURATION

The period of the duration of this corporation is perpetual duration.

ARTICLE FOUR

PURPOSES

The purposes for which this corporation is organized is to establish good fellowship among the members of this Association; to stimulate a high order of business and professional attainment; to further its members' knowledge of the law and to uphold the honor and dignity of the Judiciary; and to create a high standard of ethics among its members.

ARTICLE FIVE

NON-STOCK CORPORATION

The corporation shall be non-stock and no dividends or pecuniary profits shall be declared or paid to the members thereof.

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ARTICLE SIX

MEMBERSHIP

The membership of this corporation shall be open to those persons employed as Judicial Assistants in Broward County and Circuit Courts. Registration for membership shall be upon standard forms furnished by the Association.

ARTICLE SEVEN

ANNUAL DUES

The annual assessment for dues from each member shall be due and owing at the beginning of the fiscal year. Such dues shall be paid in one installment and payment is to be made to the Treasurer of the corporation or sent to the principal office of this corporation.

Members who fail to pay their dues within thirty days after the beginning of the fiscal year shall be considered delinquent and not entitled to the privileges of membership; provided, however, that such member may be reinstated at any time during such fiscal year upon payment of a reinstatement fee in addition to the annual dues.

ARTICLE EIGHT

LIMITATION ON MEMBERS' LIABILITY

The private property of the members of this corporation shall not be liable for its corporate debts.

ARTICLE NINE

DIRECTORS

The Board of Directors shall be elected from the general membership at an annual membership meeting, the first general meeting to take place on September 20, 2006.

The affairs of this corporation are to be managed by the Board of Directors who shall make reports of their receipts, disbursements and balances and, also, of their managements and affairs of the corporation to the annual meeting of the Membership.

Any vacancy created in the Board of Directors shall be filled by the Board of directors and such person shall serve until the next general election.

The number of Directors constituting the initial Board of Directors of the corporation is four and their names and addresses are as follows:

PAULA LAWLER President	Room 1010B, 201 S.E. 6 th Street Ft. Lauderdale, FL 33301
STACY SCANDIFFIO Vice-President	Room 1080, 201 S.E. 6 th Street Ft. Lauderdale, Florida 33301
JO ANN GALLO Secretary	Room 822C, 201 S.E. 6 th Street Ft. Lauderdale, Florida 33301
IRENE GUTTENIAG Treasurer	Room 455, 210 S.E. 6 th Street Ft. Lauderdale, Florida 33301

ARTICLE TEN

CORPORATE OFFICERS

The corporate officers of the corporation shall be a President, Vice President, Secretary and Treasurer.

The officers shall be elected from the general membership at an annual membership meeting and shall hold office for one year from the date of installation or until their successors shall be elected and installed or appointed in accordance with provisions hereinafter set out in this Article. An appointment to an unexpired term may not be considered as a term of office.

In the event of a vacancy in the office of President, the Vice-President shall succeed to that office for the unexpired term. Any other vacancy in elective office shall be filled by appointment by the Board of Directors.

The Board of Directors shall have the power to declare a vacancy in any office by reason of the absence of such officer for three consecutive Board of Directors or Membership meetings without good cause.

The officers shall perform such additional or different duties as shall from time to time be imposed or required by the Board of Directors or as may be prescribed from time to time by the By-Laws.

ARTICLE ELEVEN

INITIAL OFFICERS

The names, addresses and titles of the officers who are to serve as initial officers until the first general meeting are:

PAMLA LAWLER President	Room 1010B, 201 S.E. 6 th Street Ft. Lauderdale, FL 33301
STACY SCANDIFFIO Vice-President	Room 4080, 201 S.E. 6 th Street Ft. Lauderdale, Florida 33301
JO ANN GALLO Secretary	Room 822C, 201 S.E. 6 th Street Ft. Lauderdale, FL 33301
IRENE GUTTENTAG Treasurer	Room 455, 210 S.E. 6 th Street Ft. Lauderdale, Florida 33301

ARTICLE TWELVE

AMENDMENTS TO BY-LAWS

The By-Laws of this corporation are to be made, altered or amended by a two-thirds vote of the active members present at any annual, regular or special meeting, provided written notice of the proposed amendment shall have been given to each member at least fifteen days preceding the meeting at which such amendment shall be subsequently approved.

A By-Law of this corporation may be suspended in case of emergency by a two-thirds vote of the active members present at a regular meeting, but only for a single meeting.

ARTICLE THIRTEEN

AMENDMENTS TO ARTICLES

Amendment to these Articles of Incorporation shall be approved by the Board of Directors, proposed by them to the members and approved at any meeting by a two-thirds vote of the members present, provided not less than fifteen days written notice shall have been given to all members, setting forth the proposed amendment.

ARTICLE FOURTEEN

DISTRIBUTION OF ASSETS UPON DISSOLUTION

In consideration of the fact that this corporation is not organized for a pecuniary profit, then and in the event of its dissolution or in the event it shall cease to carry out the objects and purposes herein set forth, all property and assets shall be distributed to a non-profit charitable organization to be selected by majority vote of the Board of Directors. In no event shall any of such property and assets be distributed to any member of the chapter or any private individual.

ARTICLE FIFTEEN

VESTED RIGHTS

An incorporator, member, director or officer shall not have any vested right, interest or privilege of, in or to the assets, functions, affairs or franchises of the corporation, or any right, interest or privilege which may be transferable or inheritable or which shall continue after her membership ceases or which she is not in good standing.

ARTICLE SIXTEEN

INCORPORATORS

PAULA LAWLER President	Room 1010B, 201 S.E. 6 th Street Fort Lauderdale, Florida 33301
STACY SCANDIFFIO Vice-President	Room 4880, 201 S.E. 6 th Street Ft. Lauderdale, Florida 33301
JO ANN GALLO Secretary	Room 822C, 201 S.E. 6 th Street Ft. Lauderdale, Florida 33301
IRENE GUTTENTAG Treasurer	Room 455, 210 S.E. 6 th Street Ft. Lauderdale, Florida 33301

ARTICLE SEVENTEEN

INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of the corporation is: Room 1010B, 201 S.E. 6th Street, Fort Lauderdale, Florida, 33301. The name of the initial registered agent of this corporation is: Paula Lawler.

IN WITNESS WHEREOF, we have hereunto set our hands and seals this
24th day of August, 2006.

Paula Lawler
PAULA LAWLER

Stacy Scandiffio
STACY SCANDIFFIO

Jo Ann Gallo
JO ANN GALLO

Krene Guttentag
KRENE GUTTENTAG

STATE OF FLORIDA,)
) SS::
COUNTY OF BROWARD.)

BEFORE ME, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared, to me known to be the persons who subscribed to the foregoing Articles of Incorporation, and they acknowledged before me that they did subscribe thereto for the uses and purposes therein mentioned and set forth.

WITNESS my hand and official seal in the County and State above set forth, this 24th day of Aug., 2006.

Grace Ann Valentin
Notary Public, State of Florida

My commission expires:



Grace Ann Valentin
Commission #DD401894
Expires: Mar 01, 2009
Bonded Through
Atlantic Bonding Co., Inc.

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**CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE**

BROWARD COUNTY JUDICIAL ASSISTANTS ASSOCIATION, INC.
(Name of Corporation)

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THE ARTICLES OF INCORPORATION, 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.

Paula Lawler
REGISTERED AGENT

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