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FLORIDA PROFIT/NON PROFIT CORPORATION

south florida board of realtors, inc.

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ARTICLES OF INCORPORATION

OF

SOUTH FLORIDA BOARD OF REALTORS®, INC.

WE, THE UNDERSIGNED, having heretofore associated ourselves together for the purpose of becoming incorporated under the laws of the State of Florida, as a "corporation not for profit", under the name of **South Florida Board of Realtors®, Inc.**, do hereby apply to the Secretary of State for the issuance of a Charter as follows:

ARTICLE I

The name of this corporation shall be **South Florida Board of Realtors®, Inc.**, and the principal office of the corporation shall be 701 Promenade Drive, in the City of Pembroke Pines, County of Broward, State of Florida 33026.

ARTICLE II

The objects of this corporation are to educate, promote and develop programs and services in support of real estate licensees; to support and encourage ethical relationships among real estate professionals and the persons they serve; to create and engage association of real estate professionals for the furtherance of professional real estate activities; and to support and control relationships between real estate professionals and the general public.

ARTICLE III

This corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE IV

The names and addresses of each subscriber are as follows:

Joann Smith

c/o Coldwell Banker Residential
5870 South Flamingo Road
Pembroke Pines, Florida 33026

ARTICLE V

The sole qualification for membership in the corporation shall be that the member shall be a citizen of the United States of America who is interested in and in accord with the purposes set forth in Article II thereof.

This Instrument Prepared By:
Douglas C. Kaplan, Esq.
Florida Bar No. 041302
Kaplan and Jaffe, P.A.
1915 Hollywood Boulevard
Suite 200
Hollywood, Florida 33020
Telephone: (954) 920-9110

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ARTICLE VI

The management of the affairs of the corporation shall be vested in the following officers: President, Vice President, Secretary, Treasurer, and a Board of Directors of not less than three nor more than fifteen of which Board the above named persons shall be members. The Directors shall be elected at the annual meeting (December of each year) of this corporation which shall be held at such place as may be designated by the President after written notice to each of the members during the first two weeks of November of each year, in such a manner as may be designated in the By-Laws. Officers and Directors shall hold their office until their successors have been duly elected and qualified. The conduct of the said elections will be set forth in the By-Laws of this corporation.

ARTICLE VII

The names and residences of the officers who are to manage the affairs of this corporation until the first annual election thereof are as follows:

President:	Joann Smith
Vice President:	Joan Tersigni
Secretary:	Fran Markowitz
Treasurer:	Mike Wictor

ARTICLE VIII

The names, titles and addresses of the persons who are to serve as directors on the first Board of Directors of this corporation until the first annual election thereof are as follows:

Joann Smith	President / Director	c/o Coldwell Banker Residential 5870 S. Flamingo Road Pembroke Pines, FL 33026
Joan Tersigni	Vice President / Director	c/o Coldwell Bank Real Estate 5870 S. Flamingo Road Pembroke Pines, FL 33026
Fran Markowitz	Secretary / Director	c/o Re/Max Allstars 3100 Stirling Road Hollywood, FL 33021
Mike Wictor	Treasurer / Director	c/o Country Squire 10400 Griffin Road, #303B Davie, FL 33328
Marti Agudo	Director	c/o Country Squire 10400 Griffin Road, #303B Davie, FL 33328
Jim Chinelly, Sr.	Director	c/o Chinelly Real Estate, Inc. 5400 S. University Dr., Suite 604 Davie, FL 33328

Steven Cohen	Director	c/o New Castle Realty, Inc. 12181 Sheridan Street Cooper City, FL 33026
Diana Cronkhite	Director	c/o Century 21 A Caruana & Assocs. 4767 S. University Drive Davie, FL 33328
Frank Gundlach	Director	c/o Century 21 AAA Realty, Inc. 9710 Stirling Road, Suite 107 Cooper City, FL 33024
Donald J. Sarley	Director	c/o Advanced Research & Appraisal 5675 S.W. 111th Terrace Davie, FL 33328
David Rose	Director	c/o Rose Realty West, Inc. 5556 S. Flamingo Road Cooper City, FL 33330
Francine Bobcr	Director	c/o Landmark IV Realty 3990 Sheridan St. Hollywood, FL 33021
Sheryl Hartley	Director	c/o Re/Max Allstars 3100 Stirling Road Hollywood, FL 33021

ARTICLE IX

The membership of this corporation shall meet annually at the time provided for in the By-Laws and at such other times as meetings may be duly called in accordance with the By-Laws.

Annual dues may be assessed in such amount as may be provided in the By-Laws. No member whose dues are in arrears shall be considered as being in good standing nor shall he be entitled to vote.

ARTICLE X

The By-Laws of this corporation shall be adopted at the first annual meeting of the corporation by a majority vote of those members present whose annual dues have been paid for the succeeding fiscal year. Such By-Laws may be amended at any annual meeting in the same manner and at any other meeting of the membership, provided in either case that written notice of such meeting shall have been mailed to all members in good standing two (2) weeks in advance of such meeting and provided further that such notice shall explicitly state the proposed amendment. By-Laws may also be amended by the Board of Directors in the manner stipulated in the By-Laws and any such amendment shall be in full force and effect unless altered or rescinded by the members duly called for that specific purpose. In all cases definitive action by the membership shall be the supreme authority of this corporation and shall govern its Directors and Officers.

ARTICLE XI

The By-Laws of this corporation may be amended by the membership by mail vote as designated in the By-Laws. The By-Laws may also be amended by the Board of Directors, subject, however, to recision by a mail vote of the membership as provided for in the By-Laws.

ARTICLE XII

The largest amount of indebtedness or liability to which this corporation may subject itself shall be the aggregate sum of Ten Thousand (\$10,000.00) DOLLARS.

ARTICLE XIII

Amendments to this Charter may be made only after receiving a majority approval of the Board of Directors of the corporation.

Upon dissolution of this corporation all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under Section 501(c)(3) of the Internal Revenue Code, or to the Federal government, or to a State or local government, for a public purpose, member, officer or trustee of this corporation.

IN WITNESS WHEREOF, and in testimony of the intention and good faith to carry out the purposes and objects hereinbefore set forth, we hereunto subscribe our names to this Charter on the 19th day of June, 2007, at Hollywood, Broward County, Florida.

JOANN SMITH (SEAL)

STATE OF FLORIDA)

SS:

COUNTY OF BROWARD)

The foregoing instrument was acknowledged before me, on this 19th day of June, 2007, by JOANN SMITH, who is (☒ personally known to me or who has (☐ produced a valid driver's license or passport as identification and who did not take an oath.

My Commission Expires:



Carlene O'Hara
Commission #DD278360
Expires: Jan 19, 2008
Bonded Title
Atlantic Bonding Co., Inc.

Carlene O'Hara
Notary Public - State of Florida

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS
STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

First--That South Florida Board of Realtors®, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at City of Pembroke Pines, County of Broward, State of Florida, has named WILLIAM "BILL" VALDEZ, located at 701 Promenade Drive, Pembroke Pines, Broward County, Florida, as its agent to accept service of process within this State.

Having been named to accept service of process of the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.



WILLIAM "BILL" VALDEZ
Registered Agent

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