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Division of Corporations

Fax Number : (850) 617-6381

From:

Account Name : CORPDIRECT AGENTS, INC.

Account Number : 110450000714 : (850)222-1173 Phone

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### FLORIDA PROFIT/NON PROFIT CORPORATION

ASSOCIATION OF FORMER FLORIDA APPELLATE JURISTS, INC.

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### ARTICLES OF INCORPORATION of

ASSOCIATION OF FORMER FLORIDA APPELLATE JURISTS, INC. (A Florida Not-For-Profit Corporation)

### Article I NAME

The name of this corporation is ASSOCIATION OF FORMER FLORIDA APPELLA JURISTS, INC. (hereinafter called the "Corporation").

### Article II PRINCIPAL OFFICE AND/OR MAILING ADDRESS

The address of the principal office of the Corporation is c/o Greenberg Traurig, 1221 Brickell Avenue, Miami, Florida 33131.

#### Article III PURPOSE

This corporation is organized and shall be operated exclusively for the promotion of social welfare within the meaning of Section 501(c)(4) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States internal revenue law) ("Code"), including, without limitation, (i) to support, promote and advance the constitutional ideal of three equal and coordinate branches of the government, and the independence of the judicial branch; (ii) to acquire, assemble, preserve, and disseminate information which may be beneficial to the executive, judicial, and legislative branches of Florida state government, to counties and local governments in Florida, and to non-governmental Florida institutions and enterprises; and (iii) to do all such lawful acts and things as are necessary or proper to promote the general welfare of the State of Florida and the role and interests of the judicial branch of Florida state government.

Notwithstanding anything herein to the contrary, this corporation may exercise any and all, but no other, powers as are in furtherance of the exempt purposes of organizations set forth in Section 501(c)(4) the Code, as presently existing or hereafter amended, and its regulations as the same now exist or as they may be hereafter amended from time to time.

#### Article IV OPERATION

No part of the net earnings of this corporation shall inure to the benefit of or be distributed to any member, director or officer of the corporation or any other private individual, provided that reimbursement for expenditures or the payment of reasonable compensation for services rendered shall not be deemed to be a distribution of net earnings.

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### Article V INITIAL REGISTERED OFFICE AND AGENT

The street address of this corporation's initial registered office and the name of this corporation's initial registered agent at such address is CORPDIRECT AGENTS, INC., 515 East Park Avenue, Tallahassee, Leon County, Florida 32301.

### Article VI BOARD OF DIRECTORS

The affairs of this corporation shall be managed by a board of directors consisting of not less than three (3) directors. The number of directors may be increased or decreased from time to time, in accordance with the bylaws of the corporation, but shall never be less than three.

## Article VII AMENDMENT

These Articles of Incorporation may be altered, amended, or repealed, and new Articles of Incorporation adopted as provided in the Bylaws of the Corporation.

### Article VIII INCORPORATOR

The name and address of the person signing these Articles of Incorporation are Arthur J. England, Jr., c/o Greenberg Traurig, 1221 Brickell Avenue, Miami, Florida 33131.

### Article IX BYLAW PROVISIONS

- (i) <u>Directors</u>. The manner in which directors shall be chosen and removed from office, their qualifications, powers, duties, compensation, and tenure of office, the manner of filling vacancies on the board of directors, and the manner of calling and holding meetings of directors, shall be stated in the bylaws.
- (2) <u>Members</u>. The authorized number and qualifications of members of the corporation, the filling of vacancies, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability to dues and assessments and the method of collection, and the termination and transfer of membership shall be as stated in the bylaws.

#### Article X MEMBERSHIP

Members of this corporation shall be natural persons who have formerly served as the Chief Justice of the Florida Supreme Court or as the Chief Judge of a Florida District Court of

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Appeal, and who are no longer serving in that capacity or as an active or senior Justice of the Florida Supreme Court or Judge of a Florida District Court of Appeal.

# Article XI DURATION OF CORPORATION

The period of the duration of the Corporation is perpetual unless dissolved according to law.

### Article XII FISCAL YEAR

The fiscal year for the Corporation shall be the calendar year January 1 through December 31.

## Article XIII DISSOLUTION

Upon the dissolution or winding up of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to a not-for-profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(4) of the Code, or corresponding provisions of any subsequent federal tax laws or to any government entity, as determined by the board of directors.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 29th day of February, 2008.

Arthur J. England Jr., Incorporator

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### ACCEPTANCE OF APPOINTMENT OF REGISTERED AGENT

The undersigned, having been named the Registered Agent of Association of Former Florida Appellate Jurists, Inc. hereby accepts such designation and is familiar with, and accepts, the obligations of such position, as provided in Florida Statutes 617.0501.

CORPDIRECT AGENTS, INC.

Name: Patr Title: ASSIS

. ASSISTANT SECTORA

Dated: February 2008

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SECRETARY OF STATE
ANALYSISF, FLORIDA

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