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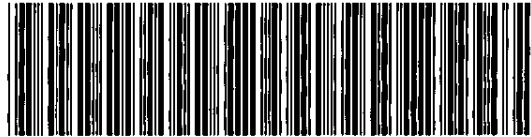
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

VKT

COVER LETTER

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

SUBJECT: The United Association of Plumbers & Pipefitters Local Union
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX) 803, Inc.

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:

Scott Randolph
Name (Printed or typed)

1400 Mt. Vernon St.
Address

Orlando, FL 32803
City, State & Zip

407-575-8276
Daytime Telephone number

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

ARTICLES OF INCORPORATION OF THE UNITED ASSOCIATION OF PLUMBERS & PIPEFITTERS LOCAL UNION 803, INC.

The undersigned, for the purpose of becoming incorporated under Chapter 617 of the laws of the State of Florida, applicable to corporations not for profit, do hereby submit the following Articles of Incorporation:

ARTICLE I CORPORATE NAME

The name of the corporation shall be the United Association of Plumbers & Pipefitters Local Union 803, Inc. (the "Corporation") and the principal location and mailing address shall be 2447 Orlando Central Parkway, Orlando, Florida 32809.

ARTICLE II CORPORATE PURPOSE

This corporation is organized exclusively for charitable and educational purposes within the meaning of the Florida Not For Profit Act, Chapter 617, Fla. Stat. and Section 501(c) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue law.

This corporation is organized specifically for the purposes of providing benefits as now are or may hereafter be authorized or permitted by law to provide for the welfare and benefit of employees of signatory employers with U.A. Local Union 803 and to engage in any lawful purposes not for pecuniary profit.

The corporation is constituted so as to attract support from contributions, directly or indirectly, from a representative member of persons in the area in which it operates and has not been formed for pecuniary profit or financial gain, and no part of the assets, income or profit of the corporation is distributable to, or inures to the benefit of, its directors or officers; provided however, reasonable compensation as set by the Board of Directors may be paid for services rendered to or for the corporation.

No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in any political campaign on behalf of any candidate for public office. The corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law).

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TALLAHASSEE, FLORIDA

ARTICLE III CORPORATE POWERS

For such purposes, and operating without profit, and in the manner herein stated, the corporation shall have the power to:

- A. Engage in any and all activities which may be deemed necessary or appropriate for the proper and successful attainment of the objects and purposes for which this corporation was created.
- B. Conduct programs and activities; raise funds; request and receive grants, gifts, contributions, dues and bequests of money, real and personal property; or acquire, receive, hold, invest and administer, in its own name, securities, funds, objects of value, or other property, real or personal; and make expenditures to or for the benefit of developing skilled workers and potential workers in Florida and other charitable purposes.
- C. Borrow money and issue evidence of indebtedness in furtherance of any or all of the objects of its business.

ARTICLE IV MEMBERSHIP

- A. The Board of Directors of the Corporation shall have the power to admit members to the Corporation in such manner, subject to such qualifications, and upon such terms and conditions and with such rights and privileges, including voting, as may be provided from time to time in the Bylaws of the Corporation and as are not inconsistent with any provision of these Articles of Incorporation. Members may be divided into one or more classes.
- B. The Corporation shall consist of persons, including individuals, partnerships, and corporations, elected to membership by the Board of Directors. All persons who are interested in objectives of the Corporation shall be eligible to membership. For proper cause and after reasonable notice and hearing the membership of any person may be terminated by the Board of Directors. Failure to pay membership dues as required under the Bylaws shall be sufficient cause for termination of membership.

ARTICLE V BOARD OF DIRECTORS

- A. The Corporation shall be governed by a Board of Directors. The number of directors which shall serve as the initial Board of Directors for the Corporation is nine. The Directors shall be elected in the manner provided in the Bylaws.

- B. The Directors shall be members of the Corporation and the number of directors of the Corporation shall not be less than five (5); provided, however, that a greater number may be established and revised by a duly adopted Bylaw. A quorum of the Board of Directors shall consist of a majority of the Directors, unless a duly adopted Bylaw requires a higher percentage.
- C. The names and address of the individuals, each of whom are 18 years of age or older, to serve on the initial Board of Directors are as follows:

Lawrence E. Harold
4302 Ivanhoe Drive
Titusville, FL 32796

W. Carl Gregory
2418 Hargill Drive
Orlando, FL 32806

Linton H. Hartley, Jr.
P.O. Box 619
Loughman, FL 33858

Bradley E. Grabill
7743 E. Dewey Robbins Rd.
Howey In the Hills, FL 34737

William Wagle, III
P.O. Box 1721
Eagle Lake, FL 33839

Charles V. Newark
2683 Black Oak Lane
Kissimmee, FL 34744

Michael A. Whidden
9467 Lake Lotta Circle
Gotha, FL 34734

Gary Young
1209 Russell Drive
Ocoee, FL 34761

Miguel A. Bonilla
75 Ohio Blvd.
Eustis, FL 32726

The above named directors shall serve until the first election in June 2010.

ARTICLE VI OFFICERS

- A. The officers of the Corporation shall be the President, the Vice-President, and the Secretary-Treasurer, and such other officers and assistant officers as may be created from time to time by the Board of Directors. The Officers shall be elected or appointed annually by the Board of Directors.
- B. The names of the initial officers to serve until the first election, are as follows:

President: Lawrence E. Harold

Vice-President: W. Carl Gregory

Secretary: William Wagle, III

Treasurer: Linton H. Hartley, Jr.

ARTICLE VII DURATION AND DISSOLUTION

The date and time of the commencement of the corporate existence of the Corporation shall be as of the time of the filing of these Articles of Incorporation by the Florida Department of State. The term for which this Corporation shall exist shall be perpetual. In the event of the dissolution of the Corporation, any assets of said corporation then remaining shall be distributed for one or more exempt purposes within the meaning of Section 501(c) of the Internal Revenue Code, as periodically amended, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

ARTICLE VIII INDEMNIFICATION

The corporation shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a director or officer of the corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a director or officer of the corporation or its subsidiaries. To the fullest extent not prohibited by law, the corporation shall advance indemnification expenses for actions taken in the capacity of such person as an officer or director, within twenty (20) days after receipt by the Corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.

The corporation by action of its board of directors, in its sole discretion, may indemnify any person who is or was a party to any proceeding, by reason of the fact that such person is or was an employee or agent of the corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as an employee or agent of the corporation or its subsidiaries. The corporation by action of its board of directors, in its sole discretion, may advance indemnification expenses for actions taken in the capacity of such person as an employee or agent under the same procedure as an officer or director.

ARTICLE IX AMENDMENTS AND BY LAWS

These Articles of Incorporation may be amended by resolution by the directors of the corporation at a regular meeting or a special meeting of the directors called for that purpose by a two-thirds vote of those present. The By-Laws of this corporation may be made, altered and rescinded by a majority vote of the Directors present and voting at any regular meeting of the Directors or at a special meeting called for that purpose. The Bylaws shall contain the quorum, notice and voting requirements for meetings and activities of the membership.

ARTICLE X REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of this Corporation is 2447 Orlando Central Parkway, Orlando, FL 32809 and the name of the initial registered agent is Linton H. Hartley, Jr., 2447 Orlando Central Parkway, Orlando Florida 32809.

ARTICLE XI INCORPORATOR

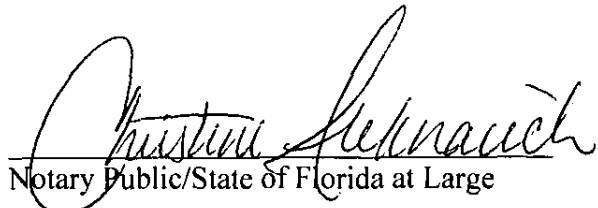
The name and address of the incorporator is Linton H. Hartley, Jr., 2447 Orlando Central Parkway, Orlando Florida 32809.

IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and seal this 11th day of March, 2008.


Linton H. Hartley, Jr.

STATE OF FLORIDA COUNTY OF ORANGE

The foregoing Instrument was acknowledged before me this 11th day of March, 2008 by Linton Hartley (Incorporator) who: 1) is personally known to me or 2) who has produced FL DL #634-528-45-132-D as identification.


Notary Public/State of Florida at Large



Christine Aleknavich
MY COMMISSION # DD295228 EXPIRES
March 1, 2008
BONDED THRU TROY FAIN INSURANCE, INC.

Having been named as registered agent to accept service of process for The Orlando Plumbers & Pipefitters Local 803 Apprenticeship Fund 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.

LINTON H. HARTLEY JR.

Printed Name of Registered Agent

Linton H. Hartley Jr.

Signature of Registered Agent

**STATE OF FLORIDA
COUNTY OF ORANGE**

The foregoing Instrument was acknowledged before me this 1st day of March, 2008 by

Linton Hartley (Incorporator) who: 1) is personally known to me or 2) who has produced

FLDL H034-528-45-132-0 as identification.

Christine Aleknovich
Notary Public/State of Florida at Large



Christine Aleknovich
MY COMMISSION # DD295228 EXPIRES
March 1, 2008
BONDED THRU TROY FAIN INSURANCE, INC.

FILED
08 MAR 20 PM 2:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA