



FLORIDA DEPARTMENT OF STATE
Division of Corporations

May 14, 2008

JOEL R. HOLLEY, JR.
1725 ART MUSEUM DR.
JACKSONVILLE, FL 32207

SUBJECT: THE FLORIDA PROVIDERS FOR TRAFFIC SAFETY, INC.
Ref. Number: W08000024097

We have received your document for THE FLORIDA PROVIDERS FOR TRAFFIC SAFETY, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

You must list the corporation's principal street address and/or a mailing address in the document. A post office box is not acceptable for the principal address.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6995.

Wanda Cunningham
Regulatory Specialist II
New Filing Section

Letter Number: 708A00030713



FLORIDA PROVIDERS FOR TRAFFIC SAFETY

Please reply to:
1725 Art Museum Drive
Jacksonville, Florida 32207

June 19, 2008

Ms. Wanda Cunningham
Regulatory Specialist II
Florida Department of State
Division of Corporations
P. O. Box 6327 Tallahassee, FL 32314

Reference: Letter Number 708A00030713
W08000024097

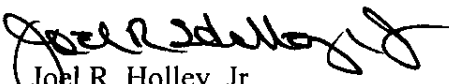
Dear Ms. Cunningham:

I am returning your letter of May 14, 2008 stating that the name we applied for is unavailable. I am enclosing the copies of paperwork showing that we have dissolved the old corporation as of June 4, 2008 and the Articles of Incorporation.

I trust that now we can have this filed. Please advise me if it is not complete? I may be reached at 1-904-399-3119 ext 126 at usual office hours. My e-mail is joelholley@nefsc.org if that is more convenient.

I appreciate your assistance in this matter.

Sincerely,


Joel R. Holley, Jr.
Treasurer

COVER LETTER

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

SUBJECT: The Florida Providers for Traffic Safety, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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 \$87.50
Filing Fee Filing Fee,
& Certified Copy Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Joel R. Holley, Jr., Treasurer
Name (Printed or typed)

1725 Art Museum Drive
Address

Jacksonville, Florida 32207
City, State & Zip

1-904-399-3119 ext 120
Daytime Telephone number

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

FILED
2008 JUN 19 P 4:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
The Florida Providers for Traffic
Safety, Inc.

The undersigned subscribers to the articles of incorporation, each a natural person competent to contract, hereby associate themselves together to form a non-profit corporation under the laws of the State of Florida.

ARTICLE I

Name and Purpose

SECTION 1 - The name of this association shall be The Florida Providers for Traffic Safety, Inc. (FPTS), a not-for-profit, non-governmental, Florida Corporation, hereinafter referred to in these articles as the "association."

SECTION 2 - The headquarters of the association shall be located in the office of the registered agent. The initial Registered Agent shall be Joel R. Holley, Jr, Treasurer and the principle address is 1725 Art Museum Drive, Jacksonville, Florida, 32207. The Board of Directors may from time to time move the office to any other place in Florida.

SECTION 3 - The purposes for which this association is organized are as follows:

- A. To conduct such activities and programs as determined by the association to promote the broad concept of highway safety in the state of Florida;
- B. To contribute to the dignity, growth, development, and upgrading of the traffic safety programs;
- C. To uphold the ethics and ideals of the FPTS; and
- D. To maintain standards of the traffic programs provided by the members of FPTS above those set by local, state, and federal governments.
- E. To further the safety education of all Floridians, government officials and agencies, businesses, and general public through traffic safety and driver improvement courses, and public relation efforts.

SECTION 4 - Notwithstanding any other provision of these articles, this organization shall be formed as a Florida not-for-profit corporation.

ARTICLE II

Membership

SECTION 1 - Charter membership in the association will be limited to those organizations joining as a member on or before June 1, 2008, under the criteria listed

- A. Provider membership in the association will be limited to those organizations holding current course approval under Rule 15A-8.002(7), F. A. C., and/or their designated representative. Providers requesting membership in the association must complete an application for membership, including documentation of current course approval(s) as specified above under Rule 15A-8.002(7), F.A.C. that will be reviewed by the Membership Committee for a recommendation to the membership.
- B. Affiliate memberships in the association shall include related industry organizations that may or may not be represented by a provider under Article II, Section 1(A) above. Such memberships may include, but not be limited to, community traffic safety committees, safety council associations, and driving school associations. Organizations requesting membership as an affiliate member must complete an application for membership that will be reviewed by the Membership Committee for a recommendation to the membership.
- C. Program memberships in the association shall include driver improvement and commercial driving schools that may or may not be represented by a provider under Article II, Section 1(A) above. Schools requesting membership as a Program member must complete an application for membership that will be reviewed by the Membership Committee for a recommendation to the membership.
- D. Each provider, affiliate, and program membership shall have one vote and have the same privileges under the by-laws. The dues, however, may be different for each as set by the membership in Article II, Section 4. Each organization shall apply for only one (1) membership level and must be at the highest applicable level for that organization.

SECTION 2 - The chief paid staff executive of the member organization shall be the "designated voting representative." The aforementioned executive may designate a full-time, paid staff person, by written proxy, in his/her absence. In the case of a trade association membership, the *designated member representative shall be the voting member.*

SECTION 3 - Any program that would join at any given time during the year would begin its fee payment cycle in the month of joining.

SECTION 4 - the Association through its by-laws shall designate the dues for membership in the FPTS.

ARTICLE III

Meetings

SECTION 1 - Membership meetings of the association shall occur at least twice a year. Special meetings and Executive Committee meeting may be called as designated in the By-laws.

SECTION 2 - The quorum for a meeting of the association shall be a majority of the association members. A quorum for an Executive Board meeting shall be a majority of the Executive Board members.

SECTION 3 - Each member shall be entitled to one vote at the regular meetings or at specially called meetings

SECTION 4 - The fiscal year shall be January 1st through December 31st of each year.

SECTION 5 - The annual meeting shall be by December 31st of each year.

ARTICLE IV

Officers / Executive Board/Board of Directors

SECTION 1 - The Officers / Executive Board/Directors of this association shall be elected by the membership at the annual meeting each year and shall be as follows:

- A. President
- B. Vice-President / Legislative / Rules / Ethics
- C. Vice-President / Membership / Public Relations
- D. Vice-President / Liaison
- E. Treasurer
- F. Secretary
- G. At Large Directors (2)

Officers/Directors shall be paid staff executives of their respective provider or program, or serve as an officer of the organization represented by their affiliate membership. The Executive Board shall have general charge of administration of the business affairs and activities of the organization under the policies and goals as approved by the membership.

SECTION 2 - The duties of the officers/Directors will be set forth in the Association By-laws.

SECTION 3 - All officers shall enter upon their official duties at the end of the meeting at which they were elected and serve for a term of one year or until their successors shall be duly elected.

ARTICLE V

Committees

SECTION 1 - There shall be at least three (3) standing committees of the association: Finance, Nominating, and Standards & Ethics. The duties of all committees shall be published in the Association By-laws.

SECTION 2 - The President may appoint other committees as necessary.

SECTION 3 - All committee appointments are subject to approval of the Executive Board.

ARTICLE VI

Amendments

SECTION 1 - The Articles of Incorporation may be amended, altered, or rescinded by a two-thirds (2/3) vote of the members in attendance, provided that ten (10) days written notice be given of such meeting and that the notice contain the text of any proposed amendments.

ARTICLE VII

Parliamentary Authority

SECTION 1 - The latest accepted edition of Robert's Rules of Order Newly Revised shall be the parliamentary authority of the association and shall govern in all matters when not in conflict with these Articles. The President may appoint a parliamentarian with the approval of the Executive Committee.

ARTICLE VIII

Dissolution

SECTION 1 - In the event of dissolution of the association, all property and funds remaining after payment of the debts of the corporation shall be distributed in accordance with the By-laws.

ARTICLE IX

SECTION 1. – The corporation shall have perpetual existence.

ARTICLE X. INITIAL DIRECTORS AND SUBSCRIBERS

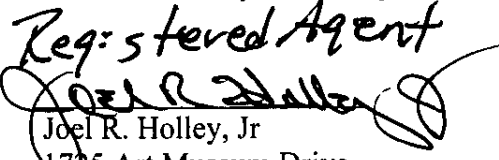
The names and addresses of the members of the first Executive Board of Directors are:

- C. Sue Holley, President, 1725 Art Museum Drive, Jacksonville, FL 32207.
- Bart Cassidy, Jr., Vice-President, 9009 Mahan Drive, Suite 501, Tallahassee FL 32309.
- Thomas P. Guilmet, Vice-President, 427 North Primrose Drive, Orlando, FL 32803
- Mike Nolan, Vice-President, 415 North Dixie Highway #3, Lake Worth, Fl., 33460.
- Joel R. Holley, Jr., Treasurer, 1725 Art Museum Drive, Jacksonville FL 32207.
- Kim Jowell, Secretary, 1145 Court Street, Clearwater, FL 33756.
- Helen Justice, Member-at-large, 4711 North Hubert Ave., Tampa, FL 33614.
- Barbara Reincke, Member-at-large, Ocala Fl., 34470

ARTICLE XI – ADMENDMENTS

Section 1. The Association shall have the right to amend or repeal any provision contained in these articles of this corporation. The members shall approve amendments by a simple majority vote provided a written notice of ten-days (10) has been proffered and a quorum of member are in attendance at the meeting.

IN WITNESS WHEREOF, the undersigned incorporator, being a natural person competent to contract, has hereto set his/her hand and signed on this third day of January 2008.

Registered Agent

 Joel R. Holley, Jr
 1725 Art Museum Drive
 Jacksonville, Florida 32207

STATE OF FLORIDA

COUNTY OF Duval

I HEREBY CERTIFY that on this day, before me appeared a notary public duly authorized in the State and County named above to take acknowledgements, personally appeared:

Name: Joel R. Holley, Jr.

City and State

to me known to be the authorized agent of the persons described as Subscribers in and who executed the foregoing Article of Incorporation, and s)he acknowledges before me that they subscribed to these Articles of Incorporation.

WITNESSED by my hand and official seal in the County and State named above this

2 day of May, 2007. 2008

Cheryll Kimbrell
NOTARY PUBLIC, State of Florida at Large

Commission expires:

