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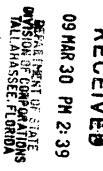
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			Examiner's Initials	

# ARTICLES OF INCORPORATION

<u>OF</u>

### FLORIDA ALLIANCE FOR CONCERNED TAXPAYERS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of this Corporation not for profit pursuant to Chapter 617, Florida Statutes, adopt the following articles of incorporation and state as follows:

# ARTICLE I Name and Principal Place of Business

The name of the corporation is "Florida Alliance for Concerned Taxpayers, Inc." The initial principal place of business is Suite 308, 200 West College Avenue, Tallahassee, Florida 32301.

# ARTICLE II

The period of the duration of this corporation shall be perpetual unless dissolved in accordance with Florida law. Corporate existence shall commence upon filing with the Secretary of State.

# ARTICLE III Purposes

<u>Purposes</u>

The purposes for which this corporation is created and maintained shall be exclusively for the promotion of social welfare and no activities which are not permitted by an organization exempt from taxation pursuant to Section 501(c)(4) of the Internal Revenue Code, as amended, shall be permitted.

The corporation shall have the following specific powers:

(1) To gather, analyze and disseminate data and information and to educate citizens on matters relating to public policy and the quality of life in the State of Florida,

taxation, tax structure and fairness, issues affecting Florida state, county and municipal governments and the right of taxpayers of all types to fair and equitable treatment; to assist state and local agencies, leaders, other organizations and authorities which seek to improve the quality of life in Florida; and, to advocate for legislation and policies which will further the corporation's stated goals;

- (2) To serve as a core organization to bring together citizens, governmental agencies and representatives of other organizations which have the common goals stated above;
- (3) To conduct fundraising activities for the production of revenues adequate to carry out the purposes of the corporation;
- (4) To employ staff, consultants, attorneys and accountants to ensure that all regulatory provisions are abided and the corporation's goals are achieved;
- (5) To disseminate to the public, civic and governmental organizations and other nonprofit and business entities information relating to the purposes of the corporation and such other subjects as may from time to time arise;
- (6) To exercise powers permitted by Florida law for a corporation not for profit;
- (7) To create a ballot initiative political committee pursuant to Chapter 106, Florida Statutes, or the corresponding section of any later adopted statutes, if that is determined necessary or desirable in furtherance of the goals of the corporation;
- (8) To conduct such other related activities permitted to be conducted by an organization exempt from taxation pursuant to Section 501(c)(4) of the Internal Revenue Code, as amended.

### <u>ARTICLE IV</u>

#### Restrictions

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons; provided, however, the corporation shall be authorized and empowered to pay reasonable compensation for services rendered by directors, officers, members and other private citizens and to make payments and distributions in furtherance of the purposes set forth in Article III, hereof and to pay or reimburse the reasonable expenses of fundraising or incurred in carrying out the objectives of the corporation.

### ARTICLE V

#### Members

The incorporators shall be the initial members of the corporation, shall be deemed "Founding Members" and shall comprise the initial Board of Directors of the corporation.

Other classifications of membership may be established by the Board of Directors as provided in the by-laws of the corporation and may consist of separate categories of membership, each with different rights and responsibilities.

# ARTICLE VI

### Resident Office and Agent

The street address and city of the registered office of the corporation is:

2544 Blairstone Pines Drive Tallahassee, Florida 32301

The name of the initial registered agent at such address is Ronald G. Meyer, Esquire.

# Board of Directors

The number of persons constituting the Board of Directors of the corporation shall not be less than three (3). The number of Directors shall be established in the by-laws. The by-laws shall

provide the process for the selection of Directors; provided, however, the incorporators, who are the Founding Members of the corporation, shall comprise the initial Board of Directors who shall serve until successors qualify in accordance with the by-laws. There shall be no limit on the number of terms a Board member may serve unless provided otherwise in the by-laws. The term of office of Board members shall be stated in the by-laws. The Board of Directors may authorize reimbursement of expenses incurred by Board members in conjunction with the corporation's business or other approved activities directly related to the corporation's purposes.

Nothing herein shall be construed to preclude any Director from serving the corporation in any other capacity and receiving additional compensation therefore.

The by-laws may provide for an Executive Committee of the Board. The Board of Directors may establish other committees as may be from time to time be determined necessary and appoint the membership on such committees.

# ARTICLE VIII Officers

The corporation shall have such Officers as may be provided for in the by-laws. The manner of selection of Officers shall also be provided for in the by-laws; provided, however, the initial officers shall be appointed by the incorporators. The corporation shall have at least the following Officers - President/Chair, Vice-President, Secretary and Treasurer. The persons who have been appointed to hold such offices initially are:

- 1. President/Chair Virginia Wetherell
- 2. Vice-President Lena Juarez
- 3. Secretary Lester Abberger
- 4. Treasurer Tom Herndon

An individual may hold more than one office in the corporation. Duties of Officers shall be described in the by-laws.

### ARTICLE IX

#### Indemnification of Officers and Directors

Officers and Directors shall be indemnified by the corporation against all expenses and liabilities, including attorney's fees, (including any incurred in appellate proceedings), reasonably incurred in connection with any proceeding or settlement thereof in which they may become involved by reason of holding such office as provided in the by-laws. The corporation may purchase and maintain insurance on behalf of all Officers and Directors against any such liability asserted against them or incurred by them in their capacity as Officers and Directors or arising out of their status as such.

### ARTICLE X

Non-Stock Basis

This corporation is organized on a non-stock basis.

### **ARTICLE XI**

**Dissolution** 

In the event of dissolution of this corporation, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c) of the Internal Revenue Code of 1954, as amended, or corresponding sections of any prior or future United States Internal Revenue law or to the federal, state or local government to be used for exclusively public purposes.

#### ARTICLE XII

**Amendments** 

These Articles of Incorporation may be amended by majority vote of the Directors as provided in Section 617.1002(1)(b), Florida Statutes, at a meeting called for such purpose.

## ARTICLE XIII

#### **Incorporators**

The name and address of the original incorporators of this Corporation are as follows:

Virginia Wetherell Post Office Box 37 Lamont, Florida 32336

Tom Herndon 552 Woodfern Court Tallahassee, Florida 32312

Lena Juarez Post Office Box 10390 Tallahassee, Florida 32302 Lester Abberger Post Office Box 1168 Tallahassee, Florida 32302

IN WITNESS WHEREOF, the undersigned incorporators, pursuant to the laws of the State of Florida do hereby make and file in the office of the Secretary of State of Florida these Articles of Incorporation and further certify that the facts stated herein are true and correct.

VIRGINIA WETHERELL INCORPORATOR

### **VERIFICATION**

STATE OF FLORIDA )	
COUNTY OF JEFFERSON )	
	veledged before me this $27^{9}$ day of March, 2009, by
Virginia Wetherell, who is personally know	vn to me or □ has produced satisfactory evidence of
identification. (Type of Identification Produce	d:)
WITNESS my hand and seal in the March, 2009.	County and State named above on this 27th day of
, <b>-</b>	Marif-E Suls NOTARY PUBLIC
My Commission Expires:	•
MARILYN E. SIETS	Notary Public: MARILYNE SIETS
MARILYN E. SIETS  * DIA MY COMMISSION # DD 621931	Printed Name

EXPIRES: January 2, 2011 Bonded Thru Budget Notary Services INCORPORATOR

# **VERIFICATION**

STATE OF FLORIDA ) COUNTY OF LEON )	
The foregoing instrument	was acknowledged before me this 10th day of March, 2009, by
Tom Herndon, who is □ persona	ally known to me or has produced satisfactory evidence of
identification. (Type of Identificat	ion Produced: FLDL )
WITNESS my hand and s March, 2009.	seal in the County and State named above on this 10th day of
	Challett allicumored NOTARY PUBLIC Notary Public: Elizabeth A. Richmono
My Commission Expires:	Notary Public: Elizabeth A. Ricurous Printed Name
#DD433650 STATE OF SHIP	LESTER ABBERGER INCORPORATOR
Minimum.	VERIFICATION
STATE OF FLORIDA ) COUNTY OF LEON )	
The foregoing instrument v	was acknowledged before me this 27th day of March, 2009, by
Lester Abberger, who is person	nally known to me or $\square$ has produced satisfactory evidence of
dentification. (Type of Identificati	on Produced:)
WITNESS my hand and s March, 2009.	seal in the County and State named above on this 21th day of
,	May Estits
My Commission Expires:	NOTARY PUBLIC  Notary Public: MARILYN E SETS
EXPIRES: January 2, 2011  EXPIRES: January 2, 2011  MY COMMISSION # DD 621931  Sonded Thus Budgel Notary Services	Printed Name  MARILYN E. SIETS  MY COMMISSION # DD 621931  EXPIRES: January 2, 2011

EXPIRES: January 2, 2011 Bonded Thru Budget Notary Services

### **VERIFICATION**

STATE OF FLORIDA ) COUNTY OF LEON )		
	was acknowledged before me this 27th day of March, 2009, b	
Lena Juarez, who is person	lly known to me or □ has produced satisfactory evidence of	of
identification. (Type of Identification)	tion Produced:	
WITNESS my hand and March, 2009.	seal in the County and State named above on this 27 day of the Suffer of the Notary Public	Σf
My Commission Expires:  EXPIRES: January Services  EXPIRES: January Services  MY COMMISSION & DD 621831  MA COMMISSION & DE 621831  MARIFAN E. SIETS	Notary Public: MAPULY E SIETS  MY COMMISSION # DD 621931  EXPIRES: January 2, 2011  Bonded Thru Budget Notary Services	

### **ACCEPTANCE BY REGISTERED AGENT**

Ronald G. Meyer, Esquire, the Registered Agent named in the foregoing Articles Incorporation, by the execution of this acceptance, does hereby agree to abide by the provisions of Section 607.0501, Florida Statutes, with respect to the duties of such registered agent and agrees to maintain normal business hours at the following address: 2544 Blairstone Pines Drive, Tallahassee, Florida 32301.