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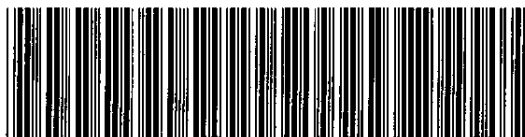
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APPROVED
AND
FILED

09 APR 20 PM 2:43

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

4/21

COVER LETTER

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

SUBJECT: Mid-Florida Society for Human Resource Management, 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
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Ellen Thielen
Name (Printed or typed)

3618 Joshua Lane
Address

Lakeland, FL 33812
City, State & Zip

863-579-3956
Daytime Telephone number

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

ARTICLES OF INCORPORATION

OF

THE MID-FLORIDA SOCIETY for HUMAN RESOURCE MANAGEMENT, INC.

(A Not For Profit Corporation)

APPROVED
AND
FILED
09 APR 20 PM 2:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as Incorporator of The Mid-Florida Society for Human Resource Management, Inc., a Florida corporation under the Florida Not-For-Profit Corporation Act, hereby adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

NAME

The name of the Corporation shall be The Mid-Florida Society for Human Resource Management, Inc.

ARTICLE II

ADDRESS

The address and principal office of the Corporation shall be located at 3618 Joshua Lane, Lakeland, FL 33812. The mailing address shall be P.O. Box 3065, Lakeland, FL 33802-3065.

ARTICLE III

PURPOSE

The purpose of the Corporation is to operate exclusively as a not-for-profit corporation within the meaning of Section 501(c)(6) of the Internal Revenue Code of 1986, as amended ("Code"). The purposes which the Corporation will seek to advance include: (i) to promote and advance the understanding and application of every phase of the broad concept of human resource management; (ii) to endeavor to improve and establish proven ideals and standards of ethical conduct and relationships in the field of human resource management; (iii) to encourage cooperation among members for the exchange of ideas, discussion of problems, and dissemination of information in the field of human resource management; and (iv) to strive for higher standards of performance in all phases of human resources and to develop greater recognition of the professional status of the human resource function.

ARTICLE IV

OFFICERS

The affairs of the Corporation shall be managed by the Officers of the Corporation, consisting of a President, President Elect, VP-Finance, VP-Administration, VP-Membership, VP-Programs, and such

other Officers as shall be hereafter provided for in the By-Laws of the Corporation. The Officers of the Corporation shall be elected each year by vote of the Board of Directors. The Officers of the Corporation shall have the sole and exclusive right to manage the affairs of the Corporation, except as shall be otherwise provided by law, the By-Laws of the Corporation or these Articles of Incorporation, or as may be otherwise reserved to the Board of Directors.

ARTICLE V

BOARD OF DIRECTORS

A. The number of persons constituting the Board of Directors shall be six (6). The number of members of subsequent Boards shall be determined as provided in Paragraph C of this Article.

B. The names and addresses of the initial Board of Directors are as follows:

President - Mercedes Guzman, SPHR, Lanier Upshaw, Inc.

1115 US 98 South

Lakeland, FL 33801

President Elect - Don Selvage, SPHR, SHR Human Resources, LLC

811 E. Main Street

Lakeland, FL 33801

VP-Finance - Ellen Thielen, SPHR, Polk County School Board

PO Box 391

Bartow, FL 33831

VP-Administration - Barbara Cooper, Bunch & Associates

3500 Reynolds Rd

Lakeland, FL 33803

VP-Membership – Luz Heredia, Polk Works

500 E. Lake Howard Dr. Ste. 400

Winter Haven, FL 33880

VP-Programs - Leanne Fisher, SPHR, Kemira Water Solutions

808 E. Main St.

Lakeland, FL 33801

C. The Directors of the Corporation may, in their discretion, by majority vote of the Directors present at a duly convened meeting of the Board of Directors, determine to increase or decrease the number of members of the Board of Directors, but in no event shall such number be less than three (3). In the event that a vacancy occurs on the Board, the Board of Directors shall elect, by majority vote, an individual to serve on the Board to fill such vacancy.

D. All powers of the Board of Directors in the management of the affairs of this Corporation shall be exercised by the Officers of the Corporation, except as shall be otherwise provided by law, the By-Laws of the Corporation or these Articles of Incorporation, or as may be otherwise reserved to the Board of Directors.

E. Any powers of the Board of Directors in the management of the affairs of this Corporation may, at the discretion of the members, be exercised by the members of the Corporation.

F. The Directors of the Corporation shall be elected or appointed in the manner described in the By-Laws of the Corporation.

ARTICLE VI

REGISTERED OFFICE AND AGENT

The street address of the registered office of the Corporation is 3618 Joshua Lane, Lakeland, FL 33812, and the name of the registered agent of the Corporation at that address is Ellen Thielen.

ARTICLE VII

INCORPORATOR

The name of the Incorporator of this Corporation is Ellen Thielen, and the address of said Incorporator is 3618 Joshua Lane, Lakeland, FL 33812.

ARTICLE VIII

POWERS

The Corporation shall have the power to acquire, own, maintain and use its assets for the purposes for which it is organized, to raise funds by any legal means for the encouragement of its purposes; to acquire, hold, own, use, and dispose of real or personal property in connection with the purposes of the Corporation; to exercise all powers necessary or convenient to the furtherance of the purposes for which the Corporation is organized, and such other powers as are granted to corporations not-for-profit under Florida Statutes and case law.

ARTICLE IX

LIMITATIONS

A. No earnings of the Corporation shall inure in whole or in part to the benefit of private individuals or its members, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes.

B. Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Code Section 501(c)(6) and its regulations, as they now exist or as they may hereafter be amended.

ARTICLE X

DISTRIBUTION OF SURPLUS ON LIQUIDATION

Upon the liquidation, dissolution or other discontinuance of the activities and operations of the Corporation, no surplus remaining after payment of the just debts and liabilities of the Corporation shall be distributed to or among the members of the Corporation, but after making provision for the payment of all of the liabilities of the Corporation, the remaining assets shall be distributed, as selected by the Board of Directors, to such other organization or organizations as are exempt under Code Section 501(c)(6) or the corresponding provision of any future United States Internal Revenue law.

ARTICLE XI

BY-LAWS

By-Laws shall be adopted, altered, amended or repealed by majority vote of the Board of Directors and as provided in the By-Laws themselves. The By-Laws may contain any provision for the regulation and management of the affairs of the Corporation not inconsistent with Florida law or these Articles of Incorporation.

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, Ellen Thielen, hereby accept the appointment as the registered agent for the Mid-Florida Society for Human Resource Management, Inc.



STATE OF FLORIDA)
COUNTY OF POLK)

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, the foregoing instrument was acknowledged before me by Ellen Thielen, who is personally known to me or who has produced personally known as identification.

WITNESS my hand and official seal in the County and State last aforesaid this 10 day of April, 2009.

Sheilah Jones
Notary Public



Typed, printed or stamped name of Notary Public

My Commission Expires:

APPROVED
AND
FILED
09 APR 20 PM 2:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA