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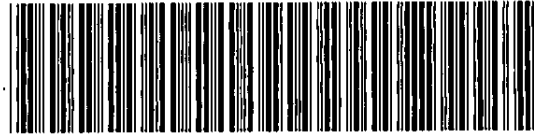
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DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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09 SEP 24 PM 12:07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

9/24/09

COVER LETTER

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

SUBJECT: ALLIANCE TO PROTECT FLORIDA'S ECONOMY, 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: Marley L. Wilkes
Name (Printed or typed)

10903 Orange Grove Drive
Address

Tampa, Florida 33618
City, State & Zip

Daytime Telephone number

marleywilkes@yahoo.com
E-mail address: (to be used for future annual report notification)

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

**ARTICLES OF INCORPORATION
OF
ALLIANCE TO PROTECT FLORIDA'S ECONOMY, INC.
A FLORIDA NONPROFIT CORPORATION**

THE UNDERSIGNED, hereby makes, subscribes and acknowledges these Articles of Incorporation for the purpose of forming a nonprofit corporation pursuant to Chapter 617, Florida Statutes:

**ARTICLE I
NAME**

The name of the corporation shall be:

ALLIANCE TO PROTECT FLORIDA'S ECONOMY, INC.

**ARTICLE II
DURATION**

The term of existence of the corporation is perpetual. The corporation's existence will commence on the filing of these articles with the Florida Department of State.

**ARTICLE III
EXEMPT STATUS**

The corporation is constituted so as to promote, educate and advocate for the social welfare of the citizens of Florida and the general public for the protection and enhancement of Florida's economy. The corporation shall promote protecting Florida's economy through public awareness programs, public educational campaigns and advocacy on critical issues of interest to the general public and relating to the economy, industry and the environment. The purpose of the corporation shall include promoting the general social, economic and environmental interests of Florida's citizens in relation to the economy, industry and the environment.

The corporation may receive financial support, grants, and contributions directly or indirectly from its members, federal, state and local government agencies, other corporations and the public at large in order to foster the promotion and protection of Florida's economy, industry and environment for Florida's citizens.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The corporation 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 shall inure to the benefit of, its directors or officers, or to any private person or entity, except to the extent permitted under Chapter 617, Florida Statutes, and I.R.C. Section 501, et seq.

Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by a non-profit corporation under Chapter 617, Florida Statutes, or a corporation exempt from federal income tax under Section 501(c)(4) of the Internal Revenue Code of 1986, as amended ("I.R.C.").

ARTICLE IV **NONPROFIT PURPOSE AND POWERS**

The corporation is formed as an organization with the non-profit purpose of promoting the social welfare and common good within the meaning of Section 501(c)(4) of the Internal Revenue Code of 1986, as amended, and in this connection, operate in such a manner as to advance the purposes described in Article III above, and to do the following:

- (a) To act and operate exclusively as a nonprofit corporation pursuant to the laws of the State of Florida, and to act and operate as an organization to serve the common good and social welfare of the citizens of the State of Florida.
- (b) To promote and protect Florida's economy.

The corporation shall have all powers to achieve its purpose in promoting the social welfare and common good permitted under Section 501(c)(4) of the Internal Revenue Code and Chapter 617, Florida Statutes, including but not limited to the following:

- (a) To provide economic and environmental policy advocacy in the promotion and protection of Florida's economy and environment for the social betterment of all citizens through public awareness programs, educational campaigns and advocacy related to specific issues of interest to the general public as they arise and to these ends to take and hold by bequest, devise, gift, grant, purchase, lease property, real, personal, tangible or intangible, or any undivided interest therein, without limitation as to amount or value;
- (b) To sell, convey, mortgage, pledge or otherwise dispose of any such property and to invest, reinvest, or deal with the principal or the income thereof in such manners as, in the judgment of the directors, will best promote the purpose of the corporation without

limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles, the by-laws of the corporation or any laws applicable thereto;

(c) To do any other act or thing incidental to or connected with the foregoing purpose or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the applicable provisions of Section 617, Florida Statutes, and I.R.C. Section 501, et seq. In furtherance of its corporate purposes, the corporation shall have all general powers enumerated in Section 617.0302, Florida Statutes (or its successor statute).

(d) The corporation may engage in authorized political activity by providing economic policy and advocacy for the social welfare of Florida's citizens and shall be subject to Section 527 of the Internal Revenue Code and all disclosure requirements as required for such activities as authorized under Section 501(c)(4) of the Internal Revenue Code;

(e) The primary activity of the corporation shall not be political activity but rather shall be the promotion of the social welfare and common good of all Florida citizens through economic and environmental policy, education and program advocacy; and

ARTICLE VII

PRINCIPAL OFFICE

The place of business and mailing address for the corporation is:

201 West Park Avenue
Tallahassee, Florida 32301

The business of this corporation may be conducted in all counties of the State of Florida and in all states of the United States, and in all territories thereof, and in all foreign countries as the Board of Directors shall determine.

ARTICLE VIII

MEMBERS

The corporation is to be organized upon a membership basis. Such memberships shall be nonredeemable, nontransferable, and non-dividend bearing. Qualifications for membership and admission of new members shall be determined as set forth in the corporation's by-laws. The initial members of the corporation shall be the members of the Board of Directors. The corporation may have more than one (1) class of membership (including a non-voting class of membership), and the respective rights of each class shall be set by the Board of Directors from time to time by resolution.

ARTICLE IX
DIRECTORS

There shall at all times be at least three (3) members of the Board of Directors of the corporation. Each director shall be a natural person and shall not be less than eighteen (18) years of age. The number of directors may be increased or decreased (but not below three) from time to time in accordance with the corporation's by-laws.

ARTICLE X
MANNER OF ELECTION

Directors of the corporation shall be elected and shall serve until such time as their successors are qualified and appointed in the manner provided by the corporation's by-laws.

ARTICLE XI
INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

C T Corporation System
1200 South Pine Island Road
Plantation, FL 33324
Phone: 954-473-5503

ARTICLE XII
INCORPORATOR

The name and address of the Incorporator is:

Marley L. Wilkes
10903 Orange Grove Drive
Tampa, Florida 33618

ARTICLE XIII

INDEMNIFICATION

The corporation shall have the power to indemnify any person who was or is a party or is threatened to be made a party to any threatened, pending or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative (other than an action by or in the right of the corporation) by reason of the fact that he is or was a trustee, officer, employee, or agent of the corporation, or is or was serving at the request of the corporation as a trustee, officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, against expenses (including attorney's fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him/her in connection with such action, suit, or proceeding, if he/she acted in good faith and in a manner he reasonably believed to be in or not opposed to the laws or in the best interests of the corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his/her conduct was unlawful. The indemnification authorized shall apply to all present and future trustees, officers, employees and agents of the corporation and shall continue as to such persons who cease to be trustees, officers, employees or agents of the corporation and shall inure to the benefit of the heirs, executors, and administrators of all such persons and shall be in addition to all other indemnification permitted by law. All applicable state and federal laws shall govern actions regarding indemnification of the corporation and its agents. Deliberate unlawful acts by any board member or employee of the corporation shall be prosecuted to the full extent of the law.

ARTICLE XIV

DISTRIBUTIONS

No part of the net earnings or assets of the corporation shall inure to the benefit of, or be distributable to its trustees, officers, or any other private persons or entities, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. Notwithstanding any other provision of these Articles of Incorporation, 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)(4) of the Internal Revenue Code.

ARTICLE XV
DISSOLUTION

The corporation's existence shall be perpetual, unless and until it is dissolved for one of the following reasons:

- (i) By the vote of not less than two-thirds (2/3) of the members of the Board of Directors, and ratified by a majority of members.
- (ii) By the vote of not less than three-fourths (3/4) of the members.
- (iii) As otherwise provided for in the by-laws of the corporation.

Upon the dissolution of the corporation its assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(4) of the Internal Revenue Code or shall be distributed to state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the circuit court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XVI
BY-LAWS

The power to adopt, alter, amend or repeal by-laws shall be vested in the Board of Directors in the manner provided in the by-laws.

ARTICLE XVII
AMENDMENT

The corporation reserves the right pursuant to the procedures in Chapter 617, Florida Statutes, to amend or repeal any provisions contained in these Articles of Incorporation or any amendment thereto.

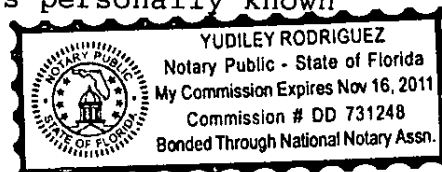
Marley Miller
Signature/Incorporator

9-21-09
Date

State of Florida
County of Hillsborough

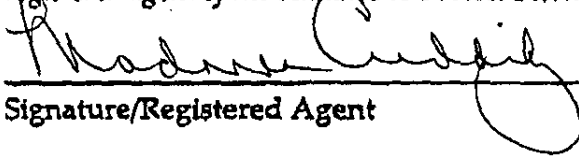
The foregoing instrument was acknowledged before me this 21st day of September 2009 by Marley Miller, who is personally known by me.

* NIKES YR



ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned as an authorized agent of CT Corporation System hereby acknowledges that CT Corporation System is familiar with, and accepts, the obligations of a registered agent under Chapter 617, Florida Statutes, and accepts the appointment to serve as the initial registered agent of the Alliance to Protect Florida's Economy, Inc.


Signature/Registered Agent

9-24-09

Date

**Madonna Cuddihy
Special Assistant Secretary**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

09 SEP 24 PM 12:08

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