



## COVER LETTER

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

**SUBJECT: American Green Lodging and Hospitality Association, Inc. (AGLHA)**  
**(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: Geri Halperin  
Name (Printed or typed)

12803 Gettysburg Circle  
Address

Orlando, FL 32837  
City, State & Zip

407-251-5211  
Daytime Telephone number

geri.halperin.aglha@gmail.com  
E-mail address: (to be used for future annual report notification)

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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

RECEIVED

09 OCT 26 AM 11:42  
DIVISION OF CORPORATION

October 16, 2009

GERI HALPERIN  
12803 GETTYBURG CIRCLE  
ORLANDO, FL 32837

SUBJECT: AMERICAN GREEN LODGING AND HOSPITALITY ASSOCIATION,  
INC. (AGLHA)  
Ref. Number: W09000046219

We have received your document for AMERICAN GREEN LODGING AND HOSPITALITY ASSOCIATION, INC. (AGLHA) and your check(s) totaling \$70.00. 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 a voluntarily dissolved business entity. The name of a voluntarily dissolved business entity is not available for the assumption or use by another entity until 120 days after the effective date of dissolution unless the dissolved business entity provides the Department of State with an affidavit or letter, stating that they have no intention of revoking the dissolution, therefore, releasing the name for use to another entity.

Entities may file using only the entity's name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing an application and submitting the appropriate fees to this office.

An effective date may be added to the Articles of Incorporation **if a 2010 date is needed**, otherwise the date of receipt will be the file date. **A separate article must be added to the Articles of Incorporation for the effective date.**

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) 245-6928.

Tim Burch  
Regulatory Specialist II  
New Filing Section

Letter Number: 009A00033207

RELEASE OF CORPORATE NAME

TO: Amendment Section  
Division of Corporations

DOCUMENT NUMBER: P09000043921

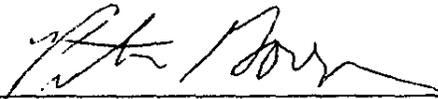
SUBJECT: Use of Profit Corporation's Name for Not for Profit Corporation

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2009 OCT 26 PM 4: 30

FILED

Per your office's instructions, this is to state the intension of American Green Lodging and Hospitality Association, Inc. to dissolve as a for profit corporation with no intension of re-instating as a profit corporation. We, the majority of directors, have notarized on the following 3 pages, our authorization for the release of the name American Green Lodging and Hospitality Association, Inc. to be used for a not for profit corporation soon to be incorporated.



Peter Goren, President

Signature of director  
FLDL 6650-669-55-4030

(Typed or printed name of director and titles)

Subscribed and affirmed before me in the county of Leon, State of Florida, this 12<sup>th</sup> day of August, 20 09.



Notary Public  
LAURENCE JEFFERSON  
Commission D19768241  
Expires April 27, 2012  
Bonded thru Troy Fan Insurance 800-385-7919

(Commission expiration date)

**ARTICLES OF INCORPORATION**

In Compliance with Chapter 617, F.S., (Not for Profit)

**ARTICLE I NAME**

The name of the corporation shall be: **AMERICAN GREEN LODGING AND HOSPITALITY ASSOCIATION, INC.**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2009 OCT 26 PM 4: 30

FILED

**ARTICLE II PRINCIPAL OFFICE**

The principal street address and mailing address, if different is:

12803 Gettysburg Circle  
Orlando, FL 32837

**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is: Said corporation has been organized to promote, support, conduct research, and provide technical assistance and education on issues that affect the environmental, economic and social sustainability of the hospitality industry, including any organizations that accommodate and/or serve guests and residence, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ARTICLE IV MANNER OF ELECTION**

The manner in which the directors are elected or appointed: The initial Directors have been chosen by the President, Peter Goren. The Directors to be chosen for the ensuing term shall be chosen at the annual meeting of this organization. Ballots shall be provided and there shall not appear any place on such ballot that might tend to indicate the person who cast such ballot. The initial terms of the Directors of the organization shall be as follows: Chairman: 5 years, Vice Chairman: 5 years, two members elected for 4 years, two members elected for 3 years, three members elected for 2 year. Thereafter, the election of any Board member shall be made by the general membership for a term of 3 years. A Board member may be reelected for 2 consecutive full terms. Officers of the corporation will automatically be part of the board.

**ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS**

List names(s), address(es) and specific title(s):

Danielle Dworkowitz – board member  
519 Commons Drive, Palm Beach Gardens, FL 33418

Curtis E. Watkins II – board member  
7874 McClure Drive, Tallahassee, FL 32312

Wende Blumberg – chairman of the board  
415 Rivers Road, Fayetteville, GA 30214

Karen Moore – vice-president & board member  
3989 Calle de Santos, Tallahassee, FL 32312

Peter Goren – president & board member  
4580 Berklie Dr., Tallahassee, FL 32308

Geri Halperin – secretary/ treasurer & board member  
12803 Gettysburg Circle, Orlando, FL 32837

The remaining board members shall be designated later

**ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Geri Halperin  
12803 Gettysburg Circle  
Orlando, FL 32837

**ARTICLE VII INCORPORATOR**

The name and address of the Incorporator is:

Geri Halperin  
12803 Gettysburg Circle  
Orlando, FL 32837

**ARTICLE VIII REQUIRED PURPOSED CLAUSE**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, 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 Third hereof. 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 (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ARTICLE IX DISSOLUTION OF ASSETS PROVISION**

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction 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.

.....  
*Having been named as registered agent to accept service of process for the above stated corporation 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.*

Meri Halperin  
Signature/Registered Agent

10/22/2009  
Date

Meri Halperin  
Signature/Incorporator

10/22/2009  
Date

FILED  
2009 OCT 26 PM 4: 30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA