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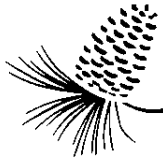
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TALLAHASSEE, FLORIDA

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LEWIS, LONGMAN & WALKER, P.A.  
ATTORNEYS AT LAW

Reply To: Bradenton

October 22, 2009

Via U.S. Mail

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

RE: Parrish Firefighter Organization, Inc. Articles of Incorporation – (LLW File No. 4056-001)

To Whom It May Concern,

Enclosed please find an executed original and one (1) copy of the Articles of Incorporation for Parrish Firefighter Organization, Inc. for filing with the Division of Corporations.

Also enclosed please find check no. 1060 in the amount of \$87.50 for fees associated with the filing of these Articles of Incorporation for Parrish Firefighter Organization, Inc. (mandatory filing fees of \$70.00 as well as the optional fees for a Certified Copy (\$8.75) and a Certificate of Status (\$8.75)).

Thank you for your assistance with this matter. If you have any questions concerning the enclosed, please contact by telephone at (941) 708-4040, or electronic mail [crice@llw.law.com](mailto:crice@llw.law.com).

Sincerely yours,

LEWIS, LONGMAN & WALKER, P.A.

H. Hamilton Rice, Jr.

HHR/cej  
Enclosures

*Helping Shape Florida's Future®*

BRADENTON  
1001 Third Avenue West  
Suite 670  
Bradenton, Florida 34205

p | 941-708-4040 • f | 941-708-4024

JACKSONVILLE  
245 Riverside Avenue  
Suite 150  
Jacksonville, Florida 32202

p | 904-353-6410 • f | 904-353-7619

TALLAHASSEE  
2600 Centennial Place  
Suite 100  
Tallahassee, Florida 32308

p | 850-222-5702 • f | 850-224-9242

WEST PALM BEACH  
1700 Palm Beach Lakes Blvd.  
Suite 1000  
West Palm Beach, Florida 33401

p | 561-640-0820 • f | 561-640-8202

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## **ARTICLES OF INCORPORATION**

of

### **PARRISH FIREFIGHTER ORGANIZATION, INC. (A Florida Not-for-Profit Corporation)**

Articles of Incorporation of the undersigned, a majority of whom are citizens of the United States, desiring to form a non-profit corporation under the non-profit laws of the State of Florida, do hereby certify the Corporation is formed for the following purposes:

#### **Article I.**

The name of the Corporation is Parrish Firefighter Organization, Inc., a Not-for-Profit Corporation.

#### **Article II.**

The principal office of the Corporation is located in Manatee County at: 12132 U.S. 301 North, Parrish, Florida 34219. The mailing address is: P.O. Box 237, Parrish, Florida 34219.

#### **Article III.**

The Corporation is organized exclusively for charitable, religious, educational and scientific purposes, 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 provision of any future federal tax code. The period of its duration is perpetual.

To improve humankind's knowledge base of educational and scientific information with regard to fire prevention and fire and rescue protection to the public.

To engage in any lawful act or activity for which corporations may be organized under the Florida Business Corporation Act.

In general, to possess and exercise all the powers and privileges granted by the Florida Business Corporation Act or by any other law of Florida or by the Articles of Incorporation together with any powers incidental thereto, so far as such powers and privileges are necessary or convenient to the conduct, promotion or attainment of the business or purposes of the Corporation.

#### **Article IV.**

The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any net earnings, gains,

profits or dividends to its trustees, directors, officers, members or private persons thereof, or to any individual except that the Corporation shall be authorized and empowered to pay reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual.

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.

The business and purposes specified in the foregoing clauses shall, except where otherwise expressed, be in no wise limited or restricted by reference to, or inference from, the terms of any other clause in the Articles of Incorporation, but the business and purposes specified in each of the foregoing clauses of this article shall be regarded as independent business purposes.

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 and State income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future 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 V.

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 public purposes. 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.

#### Article VI.

The number of Directors constituting the initial Board of Directors is twenty-eight (28). The number of Directors of the Corporation as hereby authorized shall constitute the authorized number of Directors until changed in the manner provided in the Bylaws as they may exist from time to time. The qualifications for Directors and Officers shall be regulated by the Bylaws.

Article VII.

The names and addresses of the persons who are to serve as the initial Officers until the first annual meeting or until successors are elected and qualified in accordance with the Bylaws are:

Jim Nuwer, President  
Sawyer Ramsey, Vice President  
Collette Guthrie, Secretary-Treasurer

Article VIII.

The name of the initial registered agent is Michael G. Johnson. The street address of the initial registered agent is 12132 U.S. 301 North, Parrish, Florida 34219.

Article IX.

Indemnification: Any person (and the heirs, executors and administrators of such person) made or threatened to be made party to any action, suit or proceedings by reason of the fact that he/she is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him/her (or by heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceedings, or in connection with an appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his/her duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

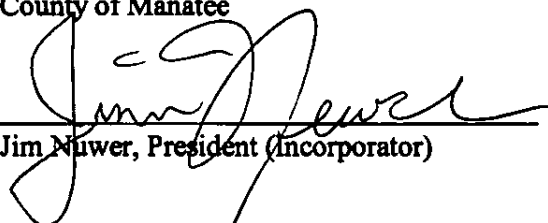
Article X.

The name and address of the incorporator is: Jim Nuwer, 17855 State Road 62, Parrish, Florida 34219.

We the undersigned, for the purpose of forming a Corporation under the Florida Business Corporation Act, endorse these Articles and certify that these facts are true.

We have signed this on the 6th day of October, 2009.

State of Florida  
County of Manatee

  
Jim Nuwer, President (Incorporator)

Having been named as initial registered agent, to accept service of process for Parrish Firefighter Organization, Inc., located at 12132 U.S. 301 North, Parrish, Florida 34219, I am familiar with and accept the appointment as initial registered agent and agree to act in this capacity.

  
Michael G. Johnson, Initial Registered Agent

Date: OCT 6, 2009

STATE OF FLORIDA  
COUNTY OF MANATEE

Before me, a notary public, on this day personally appeared Michael G. Johnson known to me to be the person whose name is subscribed to the foregoing document and, being by me first duly sworn, declared that the statements therein contained are true and correct.

Given under my hand and seal of office this 6<sup>th</sup> day of October, 2009

Notary Public, State of Florida Leticia M. Questionati

Expiration Date of Commission January 15, 2012.



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