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DIVISION OF CORPORATIONS  
09 DEC 10 AM 9:59

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*[Handwritten signature]*  
11/2/11

## COVER LETTER

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

SUBJECT: Tallahassee Professional Fire Fighters Foundation, 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: Jennifer S. Blohm, Esq.  
Name (Printed or typed)

131 North Gadsden Street  
Address

Tallahassee, Florida 32301  
City, State & Zip

850-878-5212  
Daytime Telephone number

E-mail address: (to be used for future annual report notification)

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
09 DEC 10 AM 10:00

**ARTICLES OF INCORPORATION**  
**OF**  
**TALLAHASSEE PROFESSIONAL FIRE FIGHTERS FOUNDATION, INC.**

The undersigned subscribe to these Articles of Incorporation pursuant to the provisions of Chapter 617, Florida Statutes, for the purpose of forming a corporation not for profit and further state as follows:

**ARTICLE I**  
**Name and Principal Place of Business**

The name of the corporation is the Tallahassee Professional Fire Fighters Foundation, Inc.  
The initial principal place of business is: PMB #114 3111 Mahan Drive, Suite 20, Tallahassee, Florida 32308.

**ARTICLE II**  
**Duration**

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**  
**Purpose**

This corporation is organized as a charitable and educational organization within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or the corresponding provision of any future United States Internal Revenue law. Notwithstanding any other provision of these articles, this organization shall not carry on any activities which are not permitted to be carried on by an organization exempt from taxation pursuant to Section 501(c)(3)

of the Internal Revenue Code of 1954, as amended, or the corresponding provision of any future United States Internal Revenue law. The corporation is established to receive contributions and pay them over to organizations that are described in Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or the corresponding provision of any past or future United States Internal Revenue law.

#### **ARTICLE IV** **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 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 and carrying out the objectives of the corporation. 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 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.

#### **ARTICLE V** **Members**

Membership in the Tallahassee Professional Fire Fighters Foundation, Inc. shall be as set forth in the bylaws of the corporation.

## **ARTICLE VI**

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

Tallahassee Professional Fire Fighters Foundation, Inc.  
PMB #114 3111 Mahan Drive, Suite 20  
Tallahassee, Florida 32308

The name of the initial registered agent at such address is Jarvis Bedford.

## **ARTICLE VII** **Board of Directors**

The affairs of the corporation shall be managed by a Board of Directors which shall consist of no fewer than three members. The number and method of selection of directors shall be prescribed in the bylaws. There shall be no limit on the number of terms a Board member may serve. Board members shall serve with no compensation; provided, however, the Board 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 receiving compensation for serving the corporation in any other capacity and receiving compensation therefore.

## **ARTICLE VIII** **Officers**

The corporation shall have such officers as may be provided for in the bylaws. The manner of selection of officers shall also be provided for in the bylaws. The corporation shall have at least the following officers:

1. President/Chairperson

2. Vice President
3. Secretary
4. Treasurer

Any one individual may hold more than one office in the corporation. Duties of officers shall be described in the bylaws.

#### **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. 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)(3) 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**  
**Amendment**

Amendment of these articles shall require the approval of a two-thirds vote of the Board of Directors at a meeting of the Board. At least thirty (30) days prior to the Board meeting, the text of any proposed amendments shall be furnished to the directors of the corporation.

**ARTICLE XIII**  
**Incorporators**

The names and addresses of the incorporators subscribing to these Articles of Incorporation are set forth below:

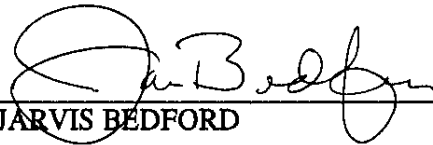
Jarvis Bedford  
PMB #114 3111 Mahan Dr. Suite 20  
Tallahassee, Florida 32308

Mike Bellamy  
PMB #114 3111 Mahan Dr. Suite 20  
Tallahassee, Florida 32308

Reuben Rodriguez  
PMB #114 3111 Mahan Dr. Suite 20  
Tallahassee, Florida 32308

Granville Knowles  
PMB #114 3111 Mahan Dr. Suite 20  
Tallahassee, Florida 32308

IN WITNESS WHEREOF, the undersigned 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.

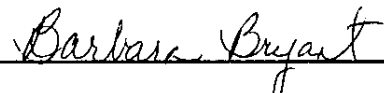
  
JARVIS BEDFORD

**VERIFICATION**

STATE OF FLORIDA     )  
COUNTY OF LEON     )

The foregoing instrument was acknowledged before me this 4 day of December, 2009, by Jarvis Bedford, who is ☒ personally known to me or ☐ who produced satisfactory identification to me (check one).

WITNESS my hand and seal in the County and State named above on this 4 day of December, 2009.

  
NOTARY PUBLIC

My Commission Expires



Notary Public:

BARBARA BRYANT

Printed Name



Mike Bellamy  
MIKE BELLAMY

**VERIFICATION**

STATE OF FLORIDA       )

COUNTY OF LEON       )

The foregoing instrument was acknowledged before me this 4 day of December, 2009, by Mike Bellamy, who is ☒ personally known to me or ☐ who produced satisfactory identification to me (check one).

WITNESS my hand and seal in the County and State named above on this 4 day of December, 2009.

Barbara Bryant

NOTARY PUBLIC

My Commission Expires



Notary Public:

BARBARA BRYANT

Printed Name

*RR*

~~②~~ RUEBEN RODRIGUEZ  
RUBEN

**VERIFICATION**

STATE OF FLORIDA       )

COUNTY OF LEON       )

The foregoing instrument was acknowledged before me this 9 day of December  
2009, by <sup>Ruben</sup>~~Ruben~~ Rodriguez, who is ☒ personally known to me or ☐ who produced  
satisfactory identification to me (check one).

WITNESS my hand and seal in the County and State named above on this 9 day of  
December, 2009.

*Barbara Bryant*

NOTARY PUBLIC

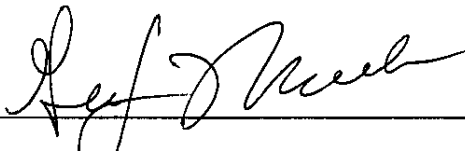
My Commission Expires



Notary Public:

*BARBARA BRYANT*

Printed Name

  
GRANVILLE KNOWLES

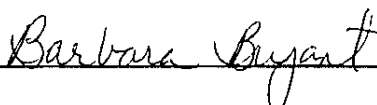
**VERIFICATION**

STATE OF FLORIDA       )

COUNTY OF LEON       )

The foregoing instrument was acknowledged before me this 4 day of December, 2009, by Granville Knowles, who is ☒ personally known to me or ☐ who produced satisfactory identification to me (check one).

WITNESS my hand and seal in the County and State named above on this 4 day of December, 2009.

  
NOTARY PUBLIC

My Commission Expires:



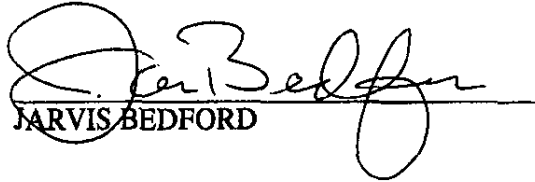
Notary Public:

BARBARA BRYANT

Printed Name

**ACCEPTANCE BY REGISTERED AGENT**

Jarvis Bedford, the Registered Agent named in the foregoing Articles of Incorporation, by the execution of this acceptance, does hereby agree to abide by the provisions of Section 617.0503, Florida Statutes, with respect to the duties of such registered agent and agrees to maintain normal business hours at the following address: PMB #114 3111 Mahan Drive, Suite 20, Tallahassee, Florida 32308.

  
JARVIS BEDFORD