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NAME: TREASURE COAST RESEARCH CORRIDOR ASSOCIATION, INC.		
EFFECTIVE DATE:		
XX ARTICLES OF INCORPORATION		
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CONTACT PERSON: Heather Chapman - EXT. 2908		
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# ARTICLES OF INCORPORATION

**OF** 

# TREASURE COAST RESEARCH CORRIDOR ASSOCIATION, INC.

THE UNDERSIGNED, being an individual, does hereby act as incorporator in adopting the following Articles of Incorporation for the purpose of organizing a corporation not for profit, pursuant to the provisions of the Florida Not for Profit Corporation Act.

# ARTICLE I NAME

The name of the corporation (hereinafter called the "Corporation") is

TREASURE COAST RESEARCH CORRIDOR ASSOCIATION, INC.

# ARTICLE II PRINCIPAL OFFICE

The street address of the principal office of the Corporation is:

1391 N.W. St. Lucie West Blvd.
Suite 104
Port St. Lucie, FL 34986

#### **ARTICLE III**

# **PURPOSE**

To preserve, enhance and promote KINGS HIGHWAY in Ft. Pierce, St. Lucie County, Florida, as the prominent research and business and commercial corridor and as a main business thoroughfare of Northern St. Lucie County.

Notwithstanding any other provisions for 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)(6) of the Internal Revenue Code of 1986 (or the corresponding provisions of any United States Internal Revenue Law).

#### **ARTICLE IV**

#### **BOARD OF DIRECTORS**

The Corporation initially shall be managed by a Board of Directors ("Board") consisting of no less than three (3) nor more than thirty (30) directors. The number of directors may be fixed from time to time within this range pursuant to the By-Laws. Directors shall be elected in accordance with the By-Laws. The Board may appoint an Executive Committee to supervise the day-to-day operations of the Corporation. It may also appoint an Advisory Committee and certain other committees, in each case in accordance with the By-Laws. One-third (1/3) of the authorized number of directors determined pursuant to the By-Laws shall constitute a quorum at any meeting of the Board. The initial Board of Directors of the Corporation are as follows:

HARRY ZUKER

2817 Peters Road, Ft. Pierce, FL 34945

PETER INGRALDI

855 So. Kings Highway, Ft. Pierce, FL 34945

Adam Berlin

P.O. Box 644259, Vero Beach, FL 32964

## **ARTICLE V**

# **MEMBERS**

This Corporation shall have members. The class or classes of members and the qualifications and rights of each shall be established in the By-Laws. Membership dues shall be established by the Board.

# ARTICLE VI OFFICERS

The Board of Directors shall elect the Officers, all of whom shall be directors. The Officers shall consist of a President, a Vice President, a Secretary, and a Treasurer. An Assistant Secretary and an Assistant Treasurer who are not directors may be appointed by the Board. An Executive Director may also be appointed by the Board of Directors to manage the day-to-day operations of the Corporation, in accordance with the By-Laws.

# ARTICLE VII

# **INITIAL REGISTERED AGENT AND STREET ADDRESS**

The street address of the initial registered office of this not for profit corporation is 1391 N.W. St. Lucie West Blvd., Suite 104, Port St. Lucie, FL 34986 and the name of the initial registered agent of this Corporation at this address is Carolyn Niemczyk.

The written acceptance of the said initial registered agent, as required by the provisions of Section 607.0501(3) of the Florida Business Corporation Act, is set forth following the signature of the incorporator and is made a part of these Articles of Incorporation.

## ARTICLE VIII

# **INCORPORATOR**

The name and mailing address of the incorporator is as follows:

**NAME** 

**MAILING ADDRESS** 

CAROLYN NIEMCZYK

1391 N.W. St. Lucie West Blvd.

Suite 104

Port St. Lucie, FL 34986

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None of the Directors, Officers or Members of this Corporation shall be personally liable for its debts, liabilities or obligations.

# ARTICLE X

# **DISSOLUTION**

Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of all the assets of the Corporation exclusively for the purpose of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for such purposes as shall at the time qualify it as an exempt organization or organizations under Section 501(c)(6) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of general jurisdiction in 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 XI

# **MISCELLANEOUS**

The duration of the Corporation shall be perpetual.

This Corporation is organized on a non-stock basis.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its Directors, Officers, or their 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 as set forth in Article III hereof.

The corporate existence of the Corporation shall begin upon the date of filing of these Articles of Incorporation.

CAROLYN NIENGZYK. Incorporator

Having been named as Registered Agent and to accept service of process for the above-named Corporation at the place designated in these Articles of Incorporation, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

Caroly hamay 1/19/10
Date