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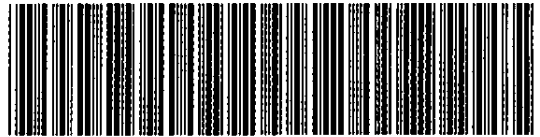
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

APPROVED  
AND  
FILED



**THOMAS J. LONGMAN, P.A.**

*Certified Public Accountants & Consultants*

TELEPHONE  
**(305) 892-8598**  
FACSIMILE  
**(305) 892-9949**

**ONE BISCAYNE PLACE  
11098 BISCAYNE BLVD.  
SUITE 304  
MIAMI, FL 33161**

January 26, 2010

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

**RE: Articles of Incorporation for:  
The Association of Carpenter Contractors of Florida, Inc.**

Dear Sir or Madam:

Please find enclosed the Articles of Incorporation for **The Association of Carpenter Contractors of Florida, Inc.** along with a check in the **amount of \$78.75** to cover the costs for Filing & Certified Copy. This Corporation has no intention of reinstating the dissolved for profit Corporation **The Association of Carpenter Contractors of Florida, Inc.**, document number P08000099750.

Kindly file the Articles, assign us a charter number and furnish us with a certified copy of the Articles for our records.

Please establish the above named corporation and return certified copy to the undersigned.

Thank you very much for your prompt attention and assistance in this matter. If you have any questions or require any additional information, please call (305) 892-8598.

Sincerely,



Thomas J. Longman C.P.A., P.A.  
Certified Public Accountants & Consultants

Enclosures



**THOMAS J. LONGMAN, P.A.**

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Thomas J. Longman C.P.A., P.A.  
Certified Public Accountants & Consultants

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**ARTICLES OF INCORPORATION****OF****THE ASSOCIATION OF CARPENTER CONTRACTORS OF FLORIDA, INC.**

The undersigned by these Articles associate themselves for the purpose of forming a corporation not for profit under Chapter 617, Florida Statutes, and certify as follows:

**I.****Name**

The name of the corporation, hereinafter called the "Corporation," shall be The Association of Carpenter Contractors of Florida, Inc.

**II.****Principal Office**

The principal place of business and mailing address of the Corporation shall be 14444 West Dixie Highway in the City of Miami, Miami-Dade County, Florida 33161.

**III.****Purpose**

A. The purpose for which the Corporation is to be organized are exclusively to promote, encourage, foster and advance in every lawful manner, the common interests and goals of those engaged in the construction and carpentry industries; to encourage, increase and further the business interests of its members and to promote their general welfare; to cement and solidify friendly relations, good fellowship and cooperation among its members; to maintain, develop, improve and enhance the business standard, practices and ethics of those engaged in the construction and carpentry business; to hold, conduct and organize meetings, discussions and forums on current issues, trends and

developments affecting the business interests of the members of this association; to advocate and encourage the exchange of ideas among construction and carpentry workers and to give proper consideration to questions affecting the conduct of the construction and carpentry business; to acquire, assemble, preserve and disseminate valuable business information, essential for the adequate conduct of their business; to aid, assist, cooperate and otherwise engage in concerted action with private and governmental agencies, organizations and institutions on all issues and matters affecting the construction and carpentry industry and generally to endeavor to foster, improve, advance and stimulate the construction and carpentry industry by all available means and methods.

#### **IV.**

##### **Limitations and Restrictions**

A. No part of the net earnings of the Corporation shall inure to the benefit of any member, Director, officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no member, Director, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution 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 in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

B. Notwithstanding any other provision of these Articles, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from federal income tax under Section 501(c)(5) of the Internal Revenue Code and its Regulations as they now exist or as they may hereafter be amended, or by an organization, contributions to which are

deductible under Section 170(c)(2) of such Code and Regulations as they now exist or as they may hereafter be amended.

C. Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation remaining after payment of all costs and expenses of such dissolution shall be distributed exclusively to library, charitable, religious, scientific, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue, and none of the assets will be distributed to any member, officer or director of the Corporation or to any private individual.

## **V.**

### **Term**

This Corporation shall exist perpetually, unless terminated by due process of law.

## **VI.**

### **Directors**

A. The affairs, property and business of the Corporation shall be managed and controlled by a Board of Directors consisting of the number of Directors determined by the Bylaws, but not less than three Directors, and in the absence of such determination, the Board shall consist of three Directors.

B. Directors of the Corporation shall, at the annual meeting, be elected and hold office in the manner determined by the Bylaws of the Corporation. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided in the Bylaws.

C. The names and addresses of the members of the first Board of Directors who shall hold office until their successor are elected and have qualified, or until removed, are as follows:

Bobby D. Watson

William C. May

Kelli Eastman

Francois Maclellan

12054 Miramar Parkway  
Miramar, Florida 33025  
9955 NW 116<sup>th</sup> Way, Suite 8  
Medley, Florida 33178  
5770 Shady Oaks Lane  
Naples, Florida 34119  
14444 W. Dixie Highway  
Miami, Florida 33161

## **VII.**

### **Registered Agent**

The registered office of the Corporation and its registered agent to accept service of process within the State is Bobby D. Watson, located at 12054 Miramar Parkway, Miramar, Broward County, Florida 33025.

## **VIII.**

### **Officers**

A. The affairs of the Corporation shall be administered by the officers designated in the Bylaws of the Corporation.

B. The officers of the Corporation shall be the President, Vice President, Secretary, Treasurer (which may be combined with another office as allowed by law), and such other officers as may be provided in the Bylaws of the Corporation.

C. The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the members of the Corporation and shall serve at the pleasure of the Board of Directors.

D. The names of the officers who shall serve until their successors are elected by the Board of Directors are as follows:

Bobby D. Watson	President
William C. May	Vice President
Kelli Eastman	Secretary
Francois Maclellan	Treasurer

## **IX.**

### **Bylaws**

The Board of Directors of this Corporation shall make, adopt, alter, amend and repeal such Bylaws of the Corporation for the conduct of the business of the Corporation and the carrying out of its purposes as such Directors may deem necessary from time to time. The bylaws may be altered, amended or repealed at any meeting of members of the Corporation in the manner provided in the Bylaws.

## **X.**

### **Amendment**

The Articles of Incorporation may be amended by a two-thirds vote of the membership of the Corporation at a regular meeting or at a duly called special meeting of the membership upon notice given, as provided by the Bylaws, of intention to submit such amendments to the membership of the Corporation.

## **XI.**

### **Defense and Indemnification of Officers and Directors**

The Corporation shall defend, indemnify and hold harmless, every registered agent, director or officer and his or her heirs, personal representatives and administrators against liability and against expenses reasonably incurred by him or her in connection with any action, suit or proceeding to which he or she may be made a party by reason of his or her having been a director or officer of



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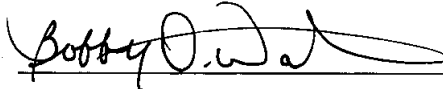
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

this corporation, except in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to be liable for willful misconduct. The foregoing rights shall be exclusive of other rights to which he or she may be entitled.

**XII.****Incorporator**

The incorporator of the Corporation is Bobby D. Watson, located at 12054 Miramar Parkway, Miramar, Broward County, Florida 33025.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this 26<sup>th</sup> day of January, 2010.



Subscriber

STATE OF FLORIDA  
COUNTY OF Broward

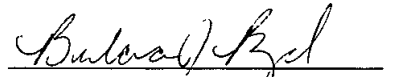
BEFORE ME, a Notary Public, authorized to take acknowledgments in the State and County set forth above, personally appeared, Bobby D. Watson who is known to me to be the person described in and who executed the foregoing Articles of Incorporation, and who, being by me first duly sworn on oath, stated and acknowledged before me, that the said Articles are the act and deed of the signer respectively and respectfully, and the facts and matters therein set forth are true and correct.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County aforesaid, this 26<sup>th</sup> day of January, 2010.

My Commission Expires:



BARBARA J. BOYD  
MY COMMISSION # DD 586567  
EXPIRES: October 5, 2010  
Bonded Thru Budget Notary Service

  
NOTARY PUBLIC, STATE OF  
FLORIDA AT LARGE
**ACKNOWLEDGMENT AND ACCEPTANCE OF REGISTERED AGENT**

HAVING BEEN NAMED to accept service of process for the stated corporation, at the place designated in these Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

