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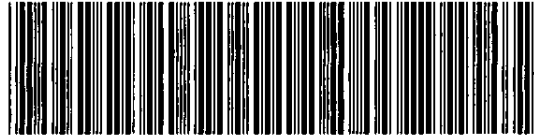
(Business Entity Name)

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10 FEB 24 PM 4:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Ep 2/25/10

## COVER LETTER

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

SUBJECT: THE AMERICAN ASSOCIATION FOR MODERN HISTORY, 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:

JOHN A. GEHRIG

Name (Printed or typed)

2025 SUSSEX ROAD

Address

WINTER PARK, FL 32792

City, State & Zip

(407) 678-8396

Daytime Telephone number

orlandoeye@earthlink.net

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

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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF  
THE AMERICAN ASSOCIATION FOR MODERN HISTORY, INC.

The undersigned, for the purpose of forming a non-profit corporation under the Florida Not For Profit Corporation Act, Florida Statutes Chapter 617, makes and adopts the following articles of incorporation.

ARTICLE 1. NAME: The name of the corporation is as follows:

THE AMERICAN ASSOCIATION FOR MODERN HISTORY, INC.

ARTICLE 2. ADDRESS: The address of the principal office and the mailing address of the corporation is 2025 Sussex Road, Winter Park, FL 32792.

ARTICLE 3. PURPOSES: The corporation is organized, and shall be operated exclusively for charitable, scientific and educational purposes, including but not limited to the pursuit of, encouragement of, execution of, sponsorship of and participation in any activity concerning the study of the modern history of any nation or society or any aspect thereof; and the entrance into, pursuit of, support of and/or execution of any activity; intellectual, cultural, commercial, or any combination thereof, which supports the purposes expressed herein.

ARTICLE 4. POWERS: Solely for the above purposes, the corporation shall have the following powers:

A. To exercise all rights and powers conferred by the laws of the State of Florida on nonprofit corporations, including but not limited to those set forth in Florida Statutes Chapter 617 and the following powers: to acquire by bequest, devise, gift, grant, donation, contribution, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of the property and the income, principal and proceeds of the property.

B. To engage in and transact any other lawful activity, solely in furtherance of the above purposes, for which non-profit corporations may be incorporated under the

Florida Not For Profit Corporation Act, and any successor or amendment to the Florida Not For Profit Corporation Act.

C. To do any other things as are incidental to the powers of the corporation or necessary or desirable in order to accomplish the purposes of the corporation.

ARTICLE 5. MANNER OF ELECTION OF DIRECTORS:

There shall be a board of directors consisting of at least three individuals. The initial directors are elected by the incorporator. After that, each director shall be elected by a majority vote of the board of directors in the manner and at the times set forth in the bylaws. Any director may be removed by the affirmative vote of at least two-thirds of the board of directors.

ARTICLE 6. OFFICERS: The officers of the corporation may consist of a president, one or more vice presidents, a secretary, a treasurer, and any other officers and assistant officers as may be provided for in the bylaws or by resolution of the board of directors. Each officer shall be elected by majority vote of the board of directors (and may be removed by majority vote of the board of directors) at such time and in such a manner as may be prescribed by the bylaws or by law.

ARTICLE 7. NOT FOR PROFIT: The corporation is a not for profit corporation under Chapter 617, Florida Statutes. The corporation is not formed for pecuniary profit.

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 3 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 8. INITIAL REGISTERED OFFICE AND AGENT:

The street address of the initial registered office of the corporation is 2025 Sussex Road, Winter Park, FL 32792. The name of its initial registered agent is John A. Gehrig.

ARTICLE 9. INCORPORATOR:

The name and street address of the incorporator is JOHN A. GEHRIG, 2025 Sussex Road, Winter Park, FL 32792

ARTICLE 10. DISSOLUTION: 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.

ARTICLE 11. BYLAWS: the Bylaws of the corporation are to be made and adopted by the board of directors, and may be altered, amended or rescinded by the board of directors.

ARTICLE 12. AMENDMENT OF ARTICLES: The corporation reserves the right to amend or repeal any provision in these articles of incorporation or any amendment to them.

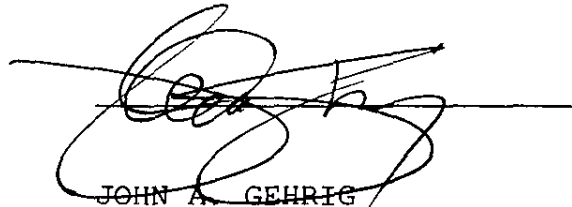
ARTICLE 13. INDEMNIFICATION AND CIVIL LIABILITY IMMUNITY

The corporation shall indemnify each director and officer, including former directors and officers, to the fullest extent allowed by law, including but not limited to

Florida Statutes Chapter 617. It is intended that the corporation be an organization the officers and directors of which are immune from civil liability to the extent provided under Florida Statutes Chapter 617 and other similar laws.

ARTICLE 14. MEMBERSHIP: The corporation shall not have members and shall not issue membership certificates. The corporation shall not issue shares of stock.

IN WITNESS, the undersigned incorporator has signed these articles of incorporation on February 20<sup>th</sup>, 2010.



JOHN A. GEHRIG  
Incorporator

CERTIFICATE OF DESIGNATION AND ACCEPTANCE BY REGISTERED  
AGENT

Pursuant to the provisions of Section 617.0501,  
Florida Statutes, the undersigned corporation organized  
under the not for profit corporation laws of the State of  
Florida submits the following statement in designating the  
registered office and registered agent of the corporation  
in the State of Florida.

1. Name of the corporation:

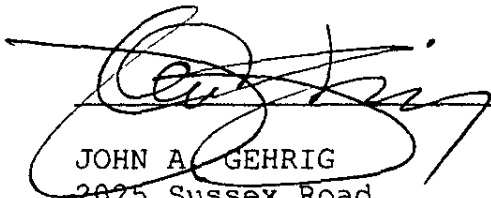
THE AMERICAN ASSOCIATION FOR MODERN HISTORY, INC.

2. Name and address of the registered agent and  
office:

John A. Gehrig  
2025 Sussex Road  
Winter Park, FL 32792

I, the undersigned person, having been named as  
registered agent and to accept serve of process for the  
above-stated corporation at the place designated in this  
statement, 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.

Dated: February 20, 2010

  
JOHN A. GEHRIG  
2025 Sussex Road  
Winter Park, FL 32792  
Registered Agent

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10 FEB 24 PM 4:26  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA