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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**Fishing Lawyers Association, Inc.**

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**ARTICLES OF INCORPORATION****OF****FISHING LAWYERS ASSOCIATION, INC.**

The undersigned, acting as incorporator of a corporation desiring to form a not-for-profit corporation (the "Corporation") under the provisions of Chapter 617, Florida Statutes, does hereby adopt the following Articles of Incorporation.

**ARTICLE I****NAME AND ADDRESS**

The name of the Corporation is **FISHING LAWYERS ASSOCIATION, INC.**, with its principal office located at 101 East Kennedy Boulevard, Suite 3700, Tampa, Florida 33602. The Board of Directors may from time to time move the principal office of the Corporation to any other address in the State of Florida.

**ARTICLE II****PURPOSES**

The purposes for which the Corporation is formed are exclusively charitable, scientific, literary or educational within the parameters set forth in Chapter 617, Florida Statutes, and the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any statute of similar import (the "Code"). The purpose of the Corporation shall include raising, receiving and maintaining funds and properties, and distributing and administering such funds and properties, including any interest or income generated therefrom, exclusively for one or more lawful purposes, not for pecuniary profit, and within the purposes and mission of the Corporation.

**ARTICLE III****POWERS**

The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or in cooperation with others, to do any and all lawful acts and things to engage in any and all lawful activities which may be necessary, useful, desirable, suitable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the Corporation is organized, and to aid or assist other organizations whose activities are such as to further accomplish, foster or attain any of such purposes. Notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are permitted under Chapter 617, Florida Statutes, and as are set forth in furtherance of the exempt purposes of organizations under Section 501(c)(3) of the Code. In carrying out the purposes of the Corporation, the Corporation shall have all of the powers and authorities granted by statute and law, including the power and authority to accept gifts, bequests, devises and other contributions for charitable purposes.

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**ARTICLE IV**  
**MEMBERSHIP**

The membership of this Corporation shall be limited to the members of the Board of Directors and such other persons as from time to time may become members as set forth in the Bylaws of the Corporation.

**ARTICLE V**  
**TERM OF EXISTENCE**

The date when corporate existence shall commence shall be the date of filing these Articles of Incorporation in the office of the Department of State of the State of Florida and the Corporation shall have perpetual existence thereafter.

**ARTICLE VI**  
**INCORPORATOR**

The name and address of the Incorporator of these Articles of Incorporation is as follows:

<u>Name</u>	<u>Address</u>
Landis V. Curry III	101 E. Kennedy Blvd., Suite 3700 Tampa, Florida 33602

**ARTICLE VII**  
**OFFICERS AND DIRECTORS**

The affairs of the Corporation shall be managed by a Board of Directors who shall be elected or appointed as provided in the Bylaws of the Corporation and by officers who shall be elected by the Board of Directors. The names and addresses of the initial officers and directors of the Corporation, who are to serve until their successors are duly elected or appointed, are as follows:

Landis V. Curry III 101 E. Kennedy Blvd., Suite 3700 Tampa, Florida 33602	Director and President
David L. Luikart III 101 E. Kennedy Blvd., Suite 3700 Tampa, Florida 33602	Director and Vice President
Paul A. Gionis 4538 Bartelt Road Holiday, Florida 34690	Director and Secretary

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Eddie G. Godwin  
100 S. Ashley Drive, Suite 1700  
Tampa, Florida 33602

Director and Treasurer

Additional officers, if necessary, shall be provided for in the Bylaws of the Corporation or as otherwise designated by the Board of Directors. The duties of the respective officers and the manner of filling vacancies in the offices of the Corporation shall be as provided in the Bylaws of the Corporation.

#### **ARTICLE VIII** **INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 101 East Kennedy Boulevard, Suite 3700, Tampa, Florida 33602 and the name of the initial registered agent at such address is Landis V. Curry III. The Corporation shall have the right to change such registered agent and such registered office from time to time, as provided by law.

#### **ARTICLE IX** **LIMITATIONS ON ACTIONS**

All of the assets and earnings of the Corporation shall be used exclusively for the exempt purposes hereinabove set forth, including the payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of or be distributable to its members, trustees, officers or any other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make distributions and payments in furtherance of the purposes set forth in Article II hereof. No substantial part of the Corporation's activity shall be for the carrying on of a program of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or interfere with (including the publication or distribution of statements regarding) 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 activities not permitted to be carried on by an organization exempt from federal income taxation under Section 501(c)(3) of the Code or any organization, contributions to which are deductible under Section 170(c)(2) of the Code. The Corporation shall have no capital stock, pay no dividends, distribute no part of its net income or assets to any members, Directors or Officers, and the private property of the members, Directors and Officers shall not be liable for the debts of the Corporation.

#### **ARTICLE X** **DISSOLUTION**

Upon dissolution of the Corporation, all of its assets remaining after payment of or provision for all liabilities of the Corporation, including costs and expenses of such dissolution, shall be utilized exclusively for the exempt purposes of the Corporation or distributed to an

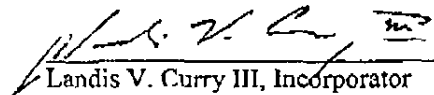
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organization described in Section 501(c)(3) or 170(c)(2) of the Code, as such assets are held by the last Board of Directors. None of the assets will be distributed to any member, Officer or Director of the Corporation. Any such assets not so disposed of shall be disposed of by the court 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.

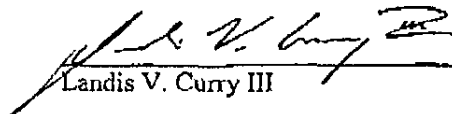
IN WITNESS WHEREOF, the undersigned Incorporator executed these Articles of Incorporation this 25th day of August 2010.

  
Landis V. Curry III, Incorporator

**ACCEPTANCE OF REGISTERED AGENT**

Having been named to accept service of process for the within-named Corporation, at the place designated hereinabove, I hereby accept the designation to act in this capacity, and acknowledge that I am familiar with and agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated: Aug. 25, 2010

  
Landis V. Curry III

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