

N11 8000004058

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(Document Number)

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Leade -  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

11 APR 22 AM 11:01

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01/03/11--01031--014 \*\*78.75

PN 4/22

## COVER LETTER

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

SUBJECT: Downtown Merchants & Business Association, 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: Barbara Harrison  
Name (Printed or typed)

104 E Jefferson Street  
Address

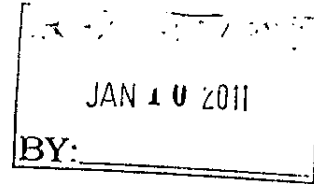
Tallahassee, FL 32301  
City, State & Zip

850-222-7590  
Daytime Telephone number

bharrison@qiafla.org  
E-mail address: (to be used for future annual report notification)

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11 APR 22 AM 11:01  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

January 6, 2011

BARBARA HARRISON  
104 E JEFFERSON STREET  
TALLAHASSEE, FL 32301

SUBJECT: DOWNTOWN MERCHANTS & BUSINESS ASSOCIATION, INC.  
Ref. Number: W11000000768

We have received your document for DOWNTOWN MERCHANTS & BUSINESS ASSOCIATION, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6973.

Claretha Golden  
Regulatory Specialist II  
New Filing Section

Letter Number: 211A00000482

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11 APR 22 AM 11:01  
SECRETARY OF STATE  
TALLAHASSEE, FL 32314

Articles of Incorporation  
of the  
Downtown Merchants & Business Association, Inc.  
(a not for profit corporation in compliance with 617, F.S.)

Article I

The name of this corporation shall be the "Downtown Merchants & Business Association, Inc."

Article II

The principal office shall be located at 212 S Monroe Street, Tallahassee, FL 32301 and the mailing address shall be 212 S Monroe Street, Tallahassee, FL 32301.

Article III

The purpose of this organization shall be to organize downtown merchants and businesses to promote consumer awareness of businesses in the downtown area; promote and develop activities and events to stimulate interest in the downtown area; and to advocate for the collective interests of its members with local government.

Article IV

1. Officers. Officers of the Association shall be a President, Vice President, Secretary, Treasurer and any other Officers as determined by the Board of Directors (Officers). The Board of Directors shall define the roles and obligations of each Officer. The offices of Secretary and Treasurer may be combined and held by the same person at the discretion of the Board of Directors. However, the office of President shall not be held by the same person who holds the office of Secretary or Treasurer (or both).
2. Composition and Election. Officers of the Association must be at least 21 years of age, live or be employed in or own property in the downtown Tallahassee area and be members in good standing of the organization. Officers are elected by a majority of the members voting where a quorum is present; the Board of Directors (Officers) sets forth the procedures for how candidates are nominated and elected.

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TALLAHASSEE, FL  
SECRETARY OF STATE

3. Terms. Officer terms shall be either one or two years in duration, as determined by the Board of Directors in advance of such terms being served. Terms coincide with the fiscal year.
4. Vacancies. Vacancies among the Officers are filled, for the balance of the term of office, by the Board of Directors.
5. Removal or Resignation. An Officer will be removed in accordance with the Bylaws.

#### Article 5

The names and addresses of the initial officers:

President: Barbara F. Harrison, CAE, 104 E Jefferson St, Tallahassee, FL 32301

Vice President: Sandy Veal, 215 S Monroe Street, Tallahassee, FL 32301

Vice President: Amy Jordan, 311 S. Calhoun St, Tallahassee, FL 32301

Secretary: James J. Schalow, 212 S Monroe Street, Tallahassee, FL 32301

Treasurer: James Pittman, 201 S Monroe Street, Tallahassee, FL 32301

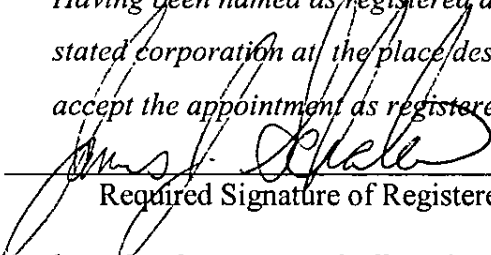
#### Article VI

The registered agent shall be James J. Schalow, 212 S Monroe Street, Tallahassee, FL 32301

#### Article VII

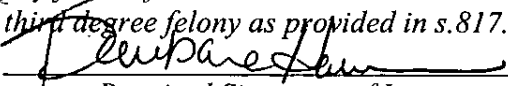
The name and address of the incorporator is Barbara F. Harrison, CAE, 104 Jefferson Street, Tallahassee, FL 32301.

*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate. I am familiar with and accept the appointment as registered agent and agree to act in this capacity*

  
Required Signature of Registered Agent

4/21/11  
Date

*I submit this document and affirm that the facts stand herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided in s.817.155 F.S.*

  
Required Signature of Incorporator

4/21/11  
Date

DEPT OF STATE  
TALLAHASSEE, FL 32301

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