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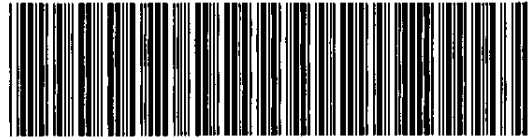
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FILED  
2012 APR 20 PM 1:17  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

J. Shivers APR 23 2012

**ARTICLES OF INCORPORATION OF  
FLORIDA SPECIALTY LICENSE PLATE ADVOCACY ASSOCIATION, INC.,  
A NOT-FOR-PROFIT CORPORATION**

**ARTICLE I - NAME AND NATURE**

The name of this Association shall be **Florida Specialty License Plate Advocacy Association, Inc.** The Association is organized as a not-for-profit Association.

**ARTICLE II - DURATION**

The term of existence of the Association shall be perpetual.

**ARTICLE III - PURPOSE**

This Association is organized for the purposes of advancing the interests of Florida motor vehicle specialty license plates, voluntary donation check-offs, groups sponsoring same, and conducting any and all lawful business. The Association will act on matters of common benefit or protection to the Members.

**ARTICLE IV - EFFECTIVE DATE**

The corporate existence shall begin upon filing.

**ARTICLE V - DIRECTORS**

The method of election of directors shall be as stated in the Bylaws. The Association shall have three (3) directors initially, and the number of directors may be increased or decreased from time to time as provide in the Bylaws, but may never be less than three (3). The initial directors shall be:

Susan K. Goldstein  
215 West College Avenue  
Suite 411  
Tallahassee, FL 32301

Martin C. Boire  
595 W. Granada Blvd, Ste. J,  
Ormond Beach, FL 32174

Dennis Haas  
10250 N.W. 53rd Street  
Sunrise, FL 33351

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**ARTICLE VI - MEMBERS**

Members must be a person, entity or agency approved by the Board of Directors and wishing to support motor vehicle specialty license plates or voluntary donation check-offs offered in the State of Florida. Membership constitutes acknowledgment of

and agreement to the Bylaws. Membership is voluntary, at-will, and a Member may withdraw whenever and for whatever reason a Member wants.

#### ***ARTICLE VII – PRINCIPAL OFFICE***

The principal office and mailing address of the Association shall be:

**Principal Office**

215 West College Avenue  
Suite 411  
Tallahassee, FL 32301

**Mailing Address**

215 West College Avenue  
Suite 411  
Tallahassee, FL 32301

#### ***ARTICLE VIII - REGISTERED AGENT, OFFICE***

The registered agent and office of this Association shall be Martin C. Boire, 595 West Granada Avenue, Suite J, Ormond Beach, FL 32174.

#### ***ARTICLE IX - INCORPORATOR***

The name and address of the Incorporator of this Association is Martin C. Boire, 595 West Granada Avenue, Suite J, Ormond Beach, FL 32174.

#### ***ARTICLE X – INDEMNIFICATION***

The Association shall advance all fees and costs for counsel necessary to defend against, and shall indemnify its present and former directors, members, officers, organizers, employees or agents and hold them harmless from, any and all claims, demands, liabilities, actions, suits, and proceedings of every kind, including the costs and expenses thereof including attorney's fees, which shall all be advanced by the Association, caused by, arising out of, connected with, or resulting from their Association duties and obligations, including without limitation, any and all actual and consequential damages, lost profits, tortious interference with advantageous business relationships, bodily injury, death, property damage, and any other claim in law or equity arising out of or relating to their corporate duties and obligations. The Association will timely pay for the aforesaid expenses for the aforesaid persons from inception to final disposition of the proceeding so that the aforesaid do not have to advance or pay same. The aforesaid persons shall be entitled to specific performance of this obligation. This does not exclude any other rights to which the aforesaid persons may be entitled under any by-law, agreement, vote of members or disinterested directors or otherwise.

#### ***ARTICLE XI – AMENDMENT***

The right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment to them, including those matters set forth in Florida Statutes Chapter 617, is reserved to the Directors.

The power to adopt, alter, amend or repeal Bylaws is vested in the Directors.

**ARTICLE XII – IRC 501(c)(4)**

The incorporator and the initial directors are citizens of the United States.

The Association is organized to act as a social welfare organization under section 501(c)(4) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The Association is not organized for profit and no part of the net earnings of which inures to the benefit of any private shareholder or individual, except that the Association shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its purposes.

Upon a dissolution of the Association, 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.

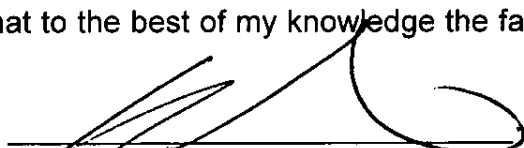
**ARTICLE XIII – WAIVER OF JURY TRIAL**

**MEMBERS AND ANY OTHER PERSON CLAIMING IN RELATION TO THESE ARTICLES KNOWINGLY AND WILLINGLY WAIVE ANY RIGHT THEY HAVE TO A TRIAL BY JURY ARISING OUT OF OR IN ANY WAY RELATED TO THESE ARTICLES OR ACTIVITIES HEREUNDER.**

**ARTICLE XIV – VENUE**

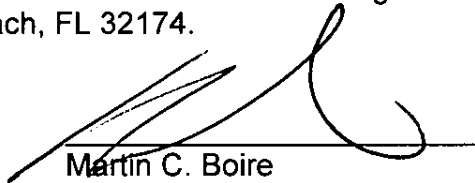
The venue of these Articles, the Bylaws, Resolutions, and all claims in law or equity either by a Member or relating to the Association shall be in the State of Florida.

I state under penalty of perjury that to the best of my knowledge the facts herein are true and correct.

  
Martin C. Boire, as Incorporator

### ACCEPTANCE OF REGISTERED AGENT

The undersigned accepts the designation as registered agent of Florida Specialty License Plate Advocacy Association, Inc. as set forth in of the Articles of Incorporation which this Acceptance accompanies and covenants to faithfully execute the duties associated therewith. The street address of said registered agent is 595 W. Granada Blvd, Suite J, Ormond Beach, FL 32174.



Martin C. Boire

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