

014 15:33 MACFARLANE FERGUSON 0727 44 000000173 P.001/009 Pa. 1.001

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H14000004623 3)))



H140000046233ABCU

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations
Fax Number : (850) 617-6381

From: Account Name : MACFARLANE FERGUSON & MCMULLEN (CLEARWATER)
Account Number : 071005001001
Phone : (727) 441-8966
Fax Number : (727) 442-8470

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: _____

FLORIDA PROFIT/NON PROFIT CORPORATION
RESTORE FLORIDA, INC.

Certificate of Status	1
Certified Copy	0
Page Count	01
Estimated Charge	\$78.75

RECEIVED
14 JAN -7 PM 4:17
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
14 JAN -7 PM 2:53
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Electronic Filing Menu Corporate Filing Menu Help

1/8/14 1/7/2014

FILED
H 14000004623
SECRETARY OF STATE
DIVISION OF CORPORATIONS

14 JAN -7 PM 2:53

**ARTICLES OF INCORPORATION OF
RESTORE FLORIDA, INC.**

The undersigned, acting as the Incorporators of this Corporation not-for-profit, pursuant to Ch. 617, Fla. Stat., adopt the following Articles of Incorporation and state as follows:

**ARTICLE I
NAME, PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The name of this corporation is RESTORE FLORIDA, INC., whose initial principal place of business and mailing address is located at: 625 Court Street, Suite 200, Clearwater, Florida 33756.

**ARTICLE II
DURATION**

The term of existence of this corporation shall be perpetual unless dissolved in accordance with Florida law. Corporate existence shall commence upon filing with the Secretary of State.

**ARTICLE III
PURPOSES**

The purposes for which this corporation is organized shall be primarily to engage in activities related to the direct or indirect accepting of contributions and making of expenditures to influence or attempt to influence the selection, nomination, election, or appointment of individuals to public office in the State of Florida who subscribe to the principles of the corporation.

RESTORE FLORIDA ARTICLES OF INCORPORATION
Page 1 of 8

Brian J. Aunget, Jr.
Macfarlane Ferguson & McMullen
Post Office Box 1669
Clearwater, FL 33757
Florida Bar # 55347

H 14000004623 3

H 14000004623 3

The corporation is organized to be a not-for-profit corporation, and may engage only in those activities permitted to be carried on by a corporation exempt from Federal income taxes under Section 527 of the Internal Revenue Code or any section of any statute adopted in succession thereof, including but not limited to:

- (1) accepting contributions;
- (2) sponsoring, participating in and conducting fundraisers to raise revenue to carry on the primary purposes of the corporation;
- (3) making contributions to candidates for elected public office in the state of Florida who subscribe to the principles of the corporation;
- (4) making electioneering communications as defined by Section 106.11, Florida Statutes, which are subject to disclaimer requirements as defined by Section 106.1439, Florida Statutes;
- (5) gathering and analyzing data to carry on the primary purposes of the corporation;
- (6) making voter education communications;
- (7) mobilizing voters;
- (8) employing staff, consultants, attorneys and accountants to carry out the purposes of the corporation and ensure that all regulatory provisions are abided; and
- (9) conducting such other related activities permitted to be conducted by an organization exempt from taxation pursuant to Section 527 of the Internal Revenue Code, as amended.

ARTICLE IV RESTRICTIONS

The corporation is not affiliated with any political party. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other

H 14000004623 3

H 14000004623 3

private persons; provided, however, the corporation shall be authorized and empowered to pay reasonable compensation for services rendered by directors, officers, members and other private citizens and to make payments and distributions in furtherance of the purposes set forth in Article III hereof, and to pay or reimburse the reasonable expenses of fundraising or incurred in carrying out the objectives of the corporation.

ARTICLE V MEMBERS

The initial members of the corporation shall be the Officers and Board of Directors. Other classifications of membership may be established by the Board of Directors as provided in the by-laws of the corporation and may consist of separate categories of membership, each with different rights and responsibilities.

ARTICLE VI DIRECTORS

The numbers of persons constituting the Board of Directors of the corporation shall be established in the by-laws, but shall not be less than three (3). The by-laws shall provide the process for the selection of Directors. The initial directors of the corporation are:

Jay Beyrouti
9753 Seminole Blvd.
Seminole, Florida 33772

Nick DiCeglie
374 12th Avenue
Indian Rocks Beach, Florida 33785

Todd Jennings, Esq.
1720 Indian Rocks Road

Brian Aungst, Jr., Esq.
625 Court Street, Suite 200

H 14000004623 3

H 14000004623 3

Bellicair, Florida 33756

Clearwater, Florida 33756

There shall be no limit on the number of terms a Board member may serve. The term of office of Board members shall be stated in the by-laws. The Board of Directors may authorize reimbursement of expenses incurred by Board members in conjunction with the corporation's business or other approved activities directly related to the corporation's purposes.

Nothing herein shall be construed to preclude any Director from serving the corporation in any other capacity and receiving additional compensation therefore.

The by-laws may provide for an Executive Committee of the Board. The Board of Directors may establish other committees as may from time to time be determined necessary and appoint the membership on such committees.

ARTICLE VII OFFICERS

The corporation shall have at least the following Officers: President, Vice-President, Treasurer and Secretary. The corporation shall have such other officers as may be provided for in the by-laws. The manner of selection of Officers shall also be provided for in the by-laws. An individual may hold more than one (1) office in the corporation. Duties of Officers shall be described in the by-laws.

The initial officers of the corporation are:

<u>Name</u>	<u>Address</u>	<u>Office</u>
Jay Beyrouiti	9753 Seminole Blvd.	President

H 14000004623 3

H 14000004623 3

	Seminole, Florida 33772	
Nick DiCeglie	374 12th Avenue Indian Rocks Beach, Florida 33785	Vice-President
Todd Jennings	1720 Indian Rocks Road Belleair, Florida 33756	Treasurer
Brian Aungst, Jr.	625 Court Street, Suite 200 Clearwater, Florida 33756	Secretary

ARTICLE VIII
INDEMNIFICATION OF OFFICERS AND DIRECTORS

Officers and Directors shall be indemnified by the corporation against all expenses and liabilities, including but not limited to attorney's fees, (including any incurred by appellate proceedings), reasonably incurred in connection with any proceeding or settlement thereof in which they may become involved by reason of holding such office as provided in the by-laws. The corporation may purchase and maintain insurance on behalf of all Officers and Directors against any such liability asserted against them or incurred by them in their capacity as Officers and Directors or arising out of their status as such.

ARTICLE IX
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is: 625 Court Street, Suite 200, Clearwater, Florida 33756, and the name of the initial registered agent of this corporation at that address is: Brian J. Aungst, Jr..

H 14000004623 3

**ARTICLE X
NON-STOCK BASIS**

This corporation is organized on a non-stock basis.

**ARTICLE XI
DISSOLUTION**

In the event of dissolution of this corporation, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c) of the Internal Revenue Code of 1954, as amended, or corresponding sections of any prior or future United States of Internal Revenue law or to the federal, state or local government to be used for exclusively public purposes.

**ARTICLE XII
AMENDMENTS**

These Articles of Incorporation may be amended by majority vote of the Directors as provided in Section 617.1002(1)(b), Fla. Stat., at a meeting called for such purpose.

**ARTICLE XIII
INCORPORATORS**

The name and address of the original incorporators of this Corporation are as follows:

TODD A. JENNINGS, ESQ.
1720 Indian Rocks Road
Belleair, FL 33756

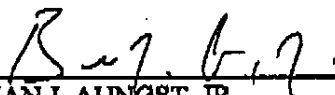
BRIAN J. AUNGST, JR., ESQ.
625 Court Street, Suite 200
Clearwater, Florida 33756

H 14000004623 3

H 14000004623 3

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of
Incorporation this 7th day of January, 2014.


TODD A. JENNINGS
Authorized Representative
of the Corporation


BRIAN J. AUNGST, JR.
Authorized Representative
of the Corporation

H 14000004623 3

ACCEPTANCE OF REGISTERED AGENT

**THE CORPORATION SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING
THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.**

1. The name of the limited liability company is: **RESTORE FLORIDA, INC.**
2. The name and address of the registered agent and office is:

Brian J. Aungst, Jr.
625 Court Street, Suite 200
Clearwater, Florida 33756

Having been named as registered agent and to accept service of process for the above stated company at the place designated in this certificate, I hereby 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 this 7th day of January, 2014.

Brian J. Aungst, Jr.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
14 JAN -7 PM 2:53

H 14000004623 3