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C. CARROTHERS



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 5, 2014

MICHAEL E MORRIS
2014 E ROBINSON ST.
ORLANDO, FL 32803

SUBJECT: FLORIDA ASSOCIATION OF LGBT LAWYERS & ALLIES, INC.
Ref. Number: N14000006348

We have received your document for FLORIDA ASSOCIATION OF LGBT LAWYERS & ALLIES, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

THE DATE OF ADOPTION MUST BE INCLUDED IN THE AMENDED ARTICLES.

Please return 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) 245-6050.

Cathy A Carrothers
Regulatory Specialist

Letter Number: 314A00016793



2014 E. Robinson St. Orlando, FL 32803 - Phone: (407) 894-0853 - Fax: (407) 835-6613 - www.MorrisHancock.com
Offices in Orlando and Tampa

August 6, 2014

SENT VIA FIRST CLASS U.S. MAIL

Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

Re: Florida Association of LGBT Lawyers & Allies, Inc., Document Number N14000006348

Dear Sir or Madam:

Enclosed please find Amended Articles of Incorporation for the above entity. The \$35.00 fee to amend was previously sent to your office. Please advise if you have any questions or concerns.

Sincerely,

Michael E. Morris
m.morris@morrishancock.com

MEM/js
Encl.

RECEIVED
14 AUG 12 AM 8:10
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
14 AUG 12 PM 3:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**AMENDED ARTICLES OF INCORPORATION OF
FLORIDA ASSOCIATION OF LGBT LAWYERS & ALLIES, INC.
(A Florida Not-For-Profit Corporation)**

ARTICLE I – NAME

The name of the Corporation shall be Florida Association of LGBT Lawyers & Allies, Inc. (“Corporation” or “FALLA”).

ARTICLE II – PRINCIPAL OFFICE

The principal place of the business and mailing address of the Corporation shall be 2014 E. Robinson Street, Orlando, Florida 32803.

ARTICLE III – PURPOSE

The Corporation is incorporated under Florida Statutes, Chapter 617. The Corporation is organized and shall be operated exclusively as a business league within the meaning of Section 501(c) (6) of the Internal Revenue Code of 1986, as amended, and not for pecuniary profit. More specifically, the Corporation is organized and shall be operated exclusively to carry out the following purposes:

- (a) To actively promote lesbian, gay, bisexual and transgender and gender expression equality and the leadership roles of FALLA’s members in the legal profession, judiciary, and community at large;
- (b) To introduce individuals in the LGBT community to the use of the legal system, including the proper use of forms and procedures when dealing with issues specific to our communities;
- (c) To support, assist, encourage, and promote the legal community in general;
- (d) To collect dues from members for the furtherance of legal interests in the general community; and.
- (e) To engage in such other activities in furtherance and support of the foregoing purposes as are lawful and proper for corporations formed under Florida Statutes, Chapter 617 and Section 501(c)(6) of the Internal Revenue Code.

ARTICLE IV – MANNER OF ELECTION

The affairs of the Corporation shall be managed by a Board of Directors. The number of directors shall initially be eleven. The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation, but shall never be less than three. The manner of election of members of the Board of Directors shall be regulated by the Bylaws of the Corporation.

ARTICLE V – INITIAL DIRECTORS

The names and addresses of the persons who shall serve as the initial members of the Board of Directors of the Corporation are as follows:

First DCA:

Carrington “Rusty” Mead
PO Box 7431
Jacksonville, Florida 32238

Mary Wakeman
1815 Miccosukee Commons Drive
#104
Tallahassee, Florida 32308

Second DCA:

Tim Martin
10200 Gandy Blvd. N. #1014
St. Petersburg, Florida 33702

Mary Greenwood
619 E. Lumsden Road
Brandon, Florida 33511

Third DCA:

Neil Kolner
124 S. Miami Avenue
Miami, Florida 33130

Daniel Tilley
4550 Biscayne Blvd. #340

Miami, Florida 33137

Fourth DCA:

Jessica Blackman
4100 RCA Blvd. #100
Palm Beach Gardens, Florida 33410

W. Trent Steele
10995 SE Federal Highway
Hobe Sound, Florida 33455

Fifth DCA:

Michael Morris
2014 E. Robinson Street
Orlando, Florida 32803

Matt Tabakman
280 Wekiva Springs Road, Ste. 2030
Longwood, Florida 32779

At Large:

J. Bryan Nugen
12000 Biscayne Blvd., Ste. 206
Miami, Florida 33181

ARTICLE VI – OFFICERS

The affairs of the Corporation shall be carried out by a President, President-Elect, Secretary and Treasurer, and such other officers as may be appointed by the Board of Directors in accordance with the Bylaws of the Corporation.

ARTICLE VII – INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial registered agent is:

Michael E. Morris
2014 E. Robinson Street
Orlando, Florida 32803

ARTICLE VIII – INCORPORATOR

The name and street address of the Incorporator for these Articles of Incorporation is:

Michael E. Morris
2014 E. Robinson Street
Orlando, Florida 32803

ARTICLE IX – DISSOLUTION

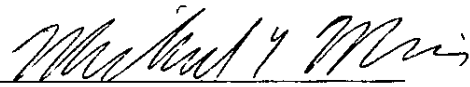
Upon the dissolution or winding up of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to a non-profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c) (3) of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws, as selected by the Board of Directors.

ARTICLE X – LIMITATIONS

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 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 any of its purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, except to work for the enactment of laws to advance the common business interests of the organization's members, and the Corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by a Corporation exempt from federal income tax under the current Section 501(c)(6) of the Internal Revenue Code.

Original date of adoption: July 7, 2014

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 7 day of August, 2014.


INCOPORATOR, Michael E. Morris

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 this 7 day of August, 2014.


INITIAL REGISTERED AGENT, Michael
E. Morris