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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

November 20, 2014

STEPHEN RUSS  
422 FLEMING STREET  
KEY WEST, FL 33040

SUBJECT: FIRM, INC.  
Ref. Number: W14000070104

We have received your document for FIRM, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Andy Dunlap  
Senior Section Administrator

Letter Number: 714A00024714

December 11, 2014

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

RE: Resubmission Not-for-Profit Corporate filing:  
FIRMKeys, Inc.

To Whom It May Concern:

Enclosed are the original and one (1) copy of the Articles of Incorporation of FIRMKeys, Inc. You rejected my previous filing for "FIRM, Inc.", document W14000070104V in your letter 714A00024714. You retained and cashed check number 2431 from Stephen Russ in the amount of EIGHTY SEVEN & 50/100 dollars (\$87.50) to cover the Filing Fee, Certificate of Status and a Certified Copy.

Sincerely,

  
Stephen Russ

Enclosure as stated

## **Articles of Incorporation of FIRMKeys, Inc.**

The undersigned, for the purposes of forming a not for profit corporation under Chapter 167, Florida Statutes, do hereby adopt the 4 following Articles of Incorporation:

### **ARTICLE I: NAME**

The name of the Corporation is FIRMKeys, Inc.

### **ARTICLE II: PRINCIPAL OFFICE**

The principal place of business and mailing address of the Corporation is:

422 Fleming Street / Suite 5  
Key West, Florida 33040

### **ARTICLE III: PURPOSE**

The specific nature of business for this Corporation is organized exclusively for education, outreach, research and charitable purposes.

The mission of FIRMKeys, Inc. is to:

- Inform and educate Monroe County property owners and residents on flood and/or wind hurricane mitigation measures and other flood and/or wind hurricane insurance related matters.
- Support and undertake research, scientific studies and data collection regarding flood and/or wind hurricane risk, storm effects, and mitigation efforts and other flood and/or wind hurricane insurance related matters.
- Assist Monroe County residents, businesses and government with mitigation funding and grant opportunities and other flood and/or wind hurricane insurance related matters.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 the purposes set forth in the purpose clause hereof. No substantial part of the activities of the Corporation shall be engaging in propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the Corporation shall not undertake any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue

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Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

#### **ARTICLE IV: QUALITIFICATION**

The qualifications for members and the manner of their admission are stated in the bylaws of the Corporation.

#### **ARTICLE V: INITIAL BOARD OF DIRECTORS**

The number of persons constituting the Board of Directors of the Corporation shall be at least three (3). The manner in which the Directors are elected or appointed is stated in the corporate by laws. The name and address of each person who is to serve as Officers and the initial Board of Directors are:

PRESIDENT and Director	Mel Montagne PO Box 370541 Key Largo, FL 33037
VICE-PRESIDENT and Director	Heather Carruthers 500 Whitehead St. Key West, FL 33040
TREASURER and Director	Philip Wilson 1619 Rose Street Key West, FL 33040
SECRETARY and Director	Carol A. Schreck 2315 North Roosevelt Blvd Key West, FL 33040
Director	John Barrett 142 Nautilus Dr. Islamorada, FL 33036
Director	Ava Bianchino 1649 Gardenia Lane Big Pine, FL 33043
Director	Lee Cummings 1403 Pine St. Key West, FL 33040

Director	Kate DeLoach 223 West Indies Rd. Tavernier, FL 33070
Director	Theresa Faber 462 Spanish Main Dr. Cudgoe Key, FL 33042
Director	Robert S. Gold 7 Passover Lane Key West FL, 33040
Director	Michael Kiraly 9 Sombrero Blvd. U-103 Marathon, FL 33050
Director	Stephen Russ PO Box 718 Key West, FL 33041
Director	Michele White 670 LaFitte Rd. Little Torch Key, FL 33042
Director	Peter Rysman 62 Front Street Key West FL, 33040
Director	Joseph Walsh 7 Cypress Terrace Key West, FL 33040

#### **ARTICLE VI: REGISTERED AGENT**

The Registered Agent is:	Carol A. Schreck 2315 North Roosevelt Blvd Key West, FL 33040
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## ARTICLE VII: INCORPORATOR

The name and address of the original incorporator of these Articles of Incorporation is Stephen Russ, 3220 Riviera Drive, Key West, FL 33040.

## ARTICLE VIII: DISSOLUTION

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of Monroe County Florida in which the principal office of the Corporation is 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.

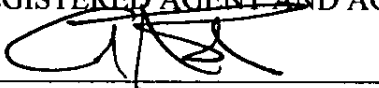
## ARTICLE IX: AMENDMENTS

The Corporation reserves the right to amend or repeal any provisions of these Articles of Incorporation, or any amendment(s) thereto.

## ARTICLE X: CORPORATE POWERS

The corporate powers of the Corporation are as provided in Section 617.0302, Florida Statutes.

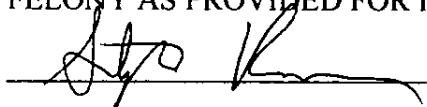
HAVING BEEN NAMED AS REGISTERED AGENT TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I AM FAMILIAR WITH AND ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY.



Carol A. Schreck (Secretary)

Dated this 12 of December 2014

I SUBMIT THIS DOCUMENT AND AFFIRM THAT THE FACTS STATED HERIN 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 FOR IN s.817.155, F.S.



Stephen Russ, Incorporator

Dated this 12 of December 2014

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