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CAUTHEN & FELDMAN

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P001/005
Page 1 of 2

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FLORIDA PROFIT/NON PROFIT CORPORATION

Northeast Chapter of the Florida Nursery, Growers and Landscapers Association, Inc.

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Electronic Filing Menu

Corporate Filing Menu

Help

**ARTICLES OF INCORPORATION
OF
NORTHEAST CHAPTER OF THE FLORIDA
NURSERY, GROWERS AND LANDSCAPE ASSOCIATION, INC.
(A Corporation Not-for-Profit)**

The undersigned natural persons of legal age, acting as incorporators for the purpose of creating a corporation not-for-profit under the laws of the State of Florida as provided in Chapter 617, Florida Statutes, do hereby adopt the following Articles of Incorporation:

ARTICLE I

Name and Address

The name and address of this corporation shall be: NORTHEAST CHAPTER OF THE FLORIDA NURSERY, GROWERS AND LANDSCAPE ASSOCIATION, INC., 7748 Spanner Road, Jacksonville, FL 32256.

ARTICLE II

Duration

The corporation shall have perpetual existence.

ARTICLE III

Purposes

The corporation may engage in any activity or business permitted under the laws of the United States of America and of this State.

ARTICLE IV

Manner of Election or Appointment of Directors

The method of appointment of directors shall be as stated in the Bylaws.

ARTICLE V

Membership

The corporation shall have no capital stock, and shall be composed of Members rather than stockholders. The membership of the corporation shall consist of the individuals and entities as stated in Article V of the Bylaws.

H16000154746 3

ARTICLE VI
Incorporator

The name and address of the original incorporator is: Shawn Thomas, 3766 Marbon Road, Jacksonville, FL 32223.

ARTICLE VII
Officers

The officers of the corporation shall consist of the Immediate Past President, President, 1st Vice President, 2nd Vice President, Secretary and Treasurer and such other officers and assistant officers as the Board of Directors shall provide for in the Bylaws of the corporation. The officers shall be elected by the Members at the annual meeting. The names and addresses of the first officers who shall manage the affairs of the corporation until their successors are elected or appointed and are duly qualified are:

Past President:	Shawn Thomas	3766 Marbon Road Jacksonville, FL 32223
President:	Jerry Stageman	12405 Playley Green Court Jacksonville, FL 32246
1 st Vice President:	Luke Harlow	8369 Cross Timbers Drive Jacksonville, FL 32244
2 nd Vice President	Justin Williams	7951 Alphons Street Jacksonville, FL 32256
Secretary:	Gerry Crouch	12814 Mandarin Road Jacksonville, FL 32223
Treasurer:	Robert Sanford	9418 Wexford Road Jacksonville, FL 32257

ARTICLE VIII
Board of Directors

Control of the affairs of the corporation shall be vested in the Board of Directors consisting of the Immediate Past President, President, 1st Vice President, 2nd Vice President, Secretary and Treasurer. Each member of the Board of Directors must be a member of the corporation as a condition precedent to appointment to the Board. The names and addresses of the first members of the Board of Directors who shall serve until their successors are duly elected and qualified are:

R16000154746 3

<u>Name</u>	<u>Address</u>
Shawn Thomas	3766 Marbon Road Jacksonville, FL 32223
Jerry Stageman	12405 Playley Green Court Jacksonville, FL 32246
Luke Harlow	8369 Cross Timbers Drive Jacksonville, FL 32244
Justin Williams	7951 Alphons Street Jacksonville, FL 32256
Gerry Crouch	12814 Mandarin Road Jacksonville, FL 32223
Robert Sanford	9418 Wexford Road Jacksonville, FL 32257

ARTICLE IX
Informal Action

To the extent permitted by law, any action required to be taken at any annual or special meeting of the Board of Directors, or any action which may be taken at any annual or special meeting of such Board, may be taken without a meeting, without prior notice and without a vote, if consent in writing, setting forth the action so taken, shall be signed by all of the Directors.

ARTICLE X
Amendment of Bylaws and Articles of Incorporation

Amendments to the Articles of Incorporation and Bylaws may be proposed at any regular board meeting, and if voted favorable by a majority vote of the Board of Directors, shall be brought before the membership for final action the following meeting after the vote by the Board of Directors. Changes must be approved by a majority vote of those members present at the Chapter meeting.

ARTICLE XI
Registered Office and Agent

The registered office of the corporation shall be: 3480 Uphill Terrace, Jacksonville, FL 32225.

H16000154746 3

The registered agent shall be: John Rhodes.

The registered office and registered agent provided for herein may be changed from time to time in the manner provided by law.


ARTICLE XII
Conflict

The corporation's Articles of Incorporation, By-laws, rules, policies or activities shall not conflict in a material manner with the Florida Nursery, Growers & Landscape Association, Inc. documents, policies and activities. In the event of written notification of a material conflict by the state organization, the corporation shall take the necessary action to modify, rescind or remove the conflict.

ARTICLE XIII
Effective Date

The date that corporate existence shall begin is July 1, 2016.


IN WITNESS WHEREOF, the undersigned, being the incorporator certifies to the truth of the facts herein stated, this 20th day of June, 2016.


SHAWN THOMAS

ACCEPTANCE

I hereby accept appointment as Registered Agent of the NORTHEAST CHAPTER OF THE FLORIDA NURSERY, GROWERS AND LANDSCAPE ASSOCIATION, INC.

Dated: 6-20-16, 2016.


JOHN RHODES