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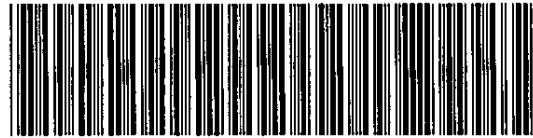
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

02/22/17

COVER LETTER

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

SUBJECT: REAL ESTATE ATTORNEYS' COUNCIL of the HEARTLAND, INC.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Clifford R. Rhoades

Name (Printed or typed)

2141 Lakeview Drive

Address

Sebring, FL 33870

City, State & Zip

863-385-0346

Daytime Telephone number

service@crpalaw.com

E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION OF
REAL ESTATE ATTORNEYS' COUNCIL of the HEARTLAND, INC.
A Florida Not-For-Profit Corporation**

The undersigned incorporator, for the purpose of forming a not-for-profit Corporation under and by virtue of the laws of the State of Florida, adopts the following as the Articles of Incorporation of Real Estate Attorneys' Council of the Heartland, Inc.

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TALLAHASSEE, FLORIDA

ARTICLE I

NAME, ADDRESS, DURATION, REGISTERED OFFICE AND AGENT

- a. The name of the Corporation is Real Estate Attorneys' Council of the Heartland, Inc., hereinafter referred to as "the Corporation".
- b. The address of the principal office and mailing address of the corporation is: **2141 Lakeview Drive, Sebring, Florida 33870.**
- c. The existence of the Corporation commence upon filing of these Articles with the Department of state of the State of Florida and shall continue thereafter in perpetuity.
- d. The initial registered agent of the Corporation will be: **Clifford R. Rhoades.**
- e. The office of the initial registered agent of the Corporation will be: **2141 Lakeview Drive, Sebring, Florida 33870.**

**ARTICLE II
PURPOSE**

The purposes for which the Corporation is formed, and the business and objectives to be carried on and promoted by it are as follows:

- a. To encourage and promote the use of attorneys in real estate transactions; to foster and cultivate professional relations among real estate attorneys and other real estate professionals in Florida's Heartland counties – including Highlands, Hardee, Hendry, Glades, DeSoto, and Okeechobee counties; to provide educational opportunities for Florida licensed real estate attorneys; and to promote the understanding by real estate professionals and the general public of the role of attorneys in real estate transactions.
- b. The Corporation is irrevocably dedicated to and operated exclusively for not-for-profit purposes; and no part of the income or assets of the Corporation shall be distributed to, nor inure to the benefit of, any individual.

**ARTICLE III
POWERS**

The Corporation is empowered:

- a. To do all lawful things necessary to carry out the purposes stated in Article II
- b. To have all the corporate powers enumerated in the Florida Not-For-Profit Corporation Act not inconsistent with these articles.

ARTICLE IV **DIRECTORS**

The number of directors shall be not less than three (3) and not more than seven (7). The initial Board shall be seven (7) in number, and their names and the terms for which each shall serve are set forth below. Thereafter the directors shall be elected as provided in the Bylaws and the number of directors of the Corporation shall be as provided in the Bylaws. The directors of the Corporation shall at all times be members of the Corporation, and shall serve without compensation.

| <u>NAME</u> | <u>TERM</u> |
|-------------------------|-----------------------------|
| Pamela T. Karlson | Until election of successor |
| Michael L. Keiber | Until election of successor |
| Clifford R. Rhoades | Until election of successor |
| John K. McClure | Until election of successor |
| Jocelyn K. Skipper | Until election of successor |
| Kimberly L. Sapp | Until election of successor |
| J. Steven Southwell, II | Until election of successor |

ARTICLE V **MEMBERSHIP**

The persons serving on the initial Board of Directors are the initial members of the Corporation. There shall be one class of members, which shall be all eligible persons as defined in the Bylaws. Members shall be elected and have the right to vote as set forth in the Bylaws.

ARTICLE VI **OFFICERS**

The Corporation shall have those officers described in, and elected in the manner provided by, the Bylaws.

ARTICLE VII **INCORPORATION**

The name and address of the incorporator of these Articles of Incorporation is:

| <u>NAME</u> | <u>ADDRESS</u> |
|---------------------|---|
| Clifford R. Rhoades | 2141 Lakeview Drive, Sebring, Florida 33870 |

ARTICLE VIII **AMENDMENT OF ARTICLES AND BYLAWS**

These Articles of Incorporation, as well as the Bylaws for this corporation (which will be adopted by the initial meeting of the Board of Directors), may be amended by a two-thirds (2/3) majority vote of the members of the Corporation.

**ARTICLE IX
DISSOLUTION**

In the event of dissolution of the Corporation, the residual assets of the Corporation will be distributed to one or more organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 8th day of ~~January~~, 2017.

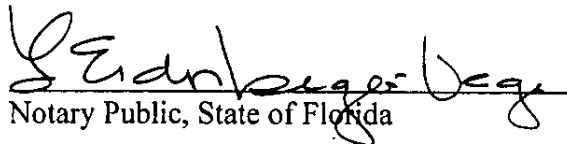
FEBRUARY

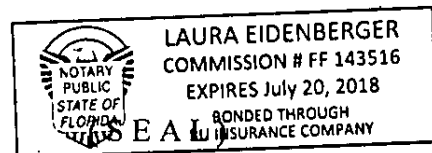


CLIFFORD R. RHOADES

STATE OF FLORIDA
COUNTY OF HIGHLANDS

FEBRUARY SWORN TO, SUBSCRIBED, and ACKNOWLEDGED before me this 8th day of ~~January~~, 2017 by **Clifford R. Rhoades**, who is X personally known to me or who has _____ produced the following identification: _____.


Notary Public, State of Florida



ACCEPTANCE BY REGISTERED AGENT

I, **Clifford R. Rhoades**, hereby accept the appointment as Registered Agent for **Real Estate Attorneys' Council of the Heartland, Inc.**, as stated in the Articles of Incorporation, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 8th day of ~~January~~, 2017.

FEBRUARY



CLIFFORD R. RHOADES

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TALLAHASSEE, FLORIDA