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9/28/18

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Tim Bugh

COVER LETTER

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

SUBJECT: Ford Dealers Advertising Fund, Inc., Jacksonville Division
PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX

Enclosed is an original and one (1) copy of Reinstatement/Reincorporation and a check for:

FEES:

Filing Fee	\$35.00
Registered Agent	\$35.00
Annual Reports for 1993 through present year	\$61.25 per calendar year

OPTIONAL:

Certified Copy \$8.75 (plus \$1 per page over 8, not to exceed a maximum of \$52.50)
Certificate of Status \$8.75

P. HUTCHISON BROCK, II, ESQUIRE

Name (Printed or typed)

2145 CYPRESS RIDGE BOULEVARD, SUITE 202

Address

WESLEY CHAPEL, FL 33544

City, State & Zip

813-333-7267

Daytime Telephone number

HBROCK@BROCK-LAW.COM

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

**APPLICATION FOR REINSTATEMENT AND REINCORPORATION OF
LEGISLATIVELY OR JUDICIALLY CHARTERED NOT FOR PROFIT
CORPORATION**

IN COMPLIANCE WITH s. 617.1623(1)(d), FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO REINSTATE AND REINCORPORATE A NOT FOR PROFIT LEGISLATIVELY OR JUDICIALLY CHARTERED CORPORATION WHICH WAS DISSOLVED ON JULY 2, 1992, PURSUANT TO s. 617.1623(1)(c):

1. FORD DEALERS ADVERTISING FUND, INC., JACKSONVILLE DIVISION

Name of corporation exactly as it appears in legislative or judicial charter.

2. 2145 CYPRESS RIDGE BOULEVARD, SUITE 202, WESLEY CHAPEL, FL 33544

Street address of the principal office of the corporation.
(This address will be used for the mailing of corporation annual reports)

3. 11/12/1992

Date of legislative or judicial incorporation

4. FEI Number 5 9 - 0 9 6 5 4 5 8

☐

FEI Number applied for

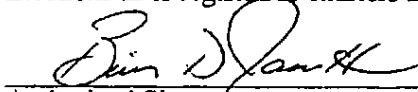
☐

FEI Number not required

5. Name, address and title of current officers and/or directors:
(use additional page if necessary)

Title	Name	Street Address	City/State/Zip
SEE ATTACHED LIST			

6. Attached is a copy of the judicial charter and all amendments thereto certified by the Circuit Court of the county wherein recorded or a copy of the chartering law certified by the Department of State, Division of Elections as to legislative charters and completed Certificate of Reincorporation.



Authorized Signature

BRIAN JARRETT, CHAIRMAN

Name and capacity of person signing application
(see S. 617.10201(6))

CERTIFICATE OF REINCORPORATION

Pursuant to s. 617.0901, Florida Statutes, this certificate of reincorporation was duly authorized by a meeting of its members regularly called or by a meeting of its board of directors if there were no members entitled to vote on the reincorporation:

ARTICLE I NAME

The name of the corporation shall be:

FORD DEALERS ADVERTISING FUND, INC., JACKSONVILLE DIVISION

ARTICLE II PRINCIPAL OFFICE

The principal place of business and the mailing address of this corporation shall be:
2145 CYPRESS RIDGE BOULEVARD, SUITE 202
WESLEY CHAPEL, FL 33544

ARTICLE III PURPOSE

The specific purpose for which the corporation is organized:

Promote social and educational interaction between members; promote sales of products through advertising and various mediums; unify and standardize those efforts; make those efforts more productive and effective; and improve business conditions.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

18 ELECTED BY MEMBERS OF RESPECTIVE GROUPS (GROUPS DEFINED IN BY-LAWS)
2 AT LARGE (1 MAY BE CHOSEN BY CHAIRMAN; 1 CHOSEN BY MEMBERS OF FULL BOARD)

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

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

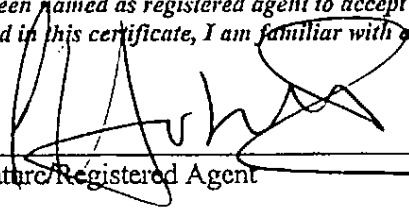
P. HUTCHISON BROCK, II, ESQUIRE
BROCK LAW, LLC
2145 CYPRESS RIDGE BOULEVARD, SUITE 202
WESLEY CHAPEL, FL 33544

ARTICLE VI INCORPORATOR

The name and address of the Incorporator is:

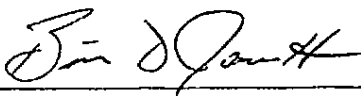
BRIAN JARRETT, CHAIRMAN
3015 LAKE ALFRED ROAD
WINTERHAVEN, FL 33881

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.



Signature/Registered Agent

9/25/18
Date



Signature/Incorporator

9/25/18
Date

CURRENT OFFICERS AND/OR DIRECTORS

Title	Name	Street Address	City/State/Zip
Chairman	Brian Jarrett	3015 Lake Alfred Road	Winter Haven, FL 33881
Vice-Chairman/ Secretary/Treasurer	Bobby Kisselback	1118 13th Street	St. Cloud, FL 34769
Director	Frank A. Walker	17556 S Hwy. 19 North	Clearwater, FL 33764
Director	Benny Robles	2800 U.S. Highway 98 North	Bartow, FL 33830
Director	Cliff Martin	38300 Dick Jarrett Way	Dade City, FL 33525
Director	Philip Weikert	21399 Highway 27	Lake Wales, FL 33859
Director	Jim Scott	2000 E. Baker Street	Plant City, FL 33566
Director	Steve Hollosi	2816 N.W. Pine Ave.	Ocala, FL 34475
Director	Larry Mullinax	2317 SR 44	New Smyrna Beach, FL 32168
Director	Chris Baron	1810 E. Bronson Hwy.	Kissimmee, FL 34742
Director	Robert Johnson	PO Box 8728	Jacksonville, FL 32225
Director	Lee King	3565 Community Road	Brunswick, GA 31520
Director	Paul D. Clark	464046 State Road 200	Yulee, FL 32097
Director	Greg Waitcus	16330 U.S. Highway 441 North	Alachua, FL 32615
Director	Ken Ball	U.S. Hwy. 27 South	Havana, FL 32333
Director	Mark Howell	215 W. Magnolia Ave.	Valdosta, GA 31603
Director	Jerry Mullinax	7311 Airport Blvd.	Mobile, AL 33608
Director	Chip Peach	202 Hwy. 31 South	Brewton, AL 36426
Director	Greg Balasco	1430 West Memorial Blvd.	Lakeland, FL 33815
Director	Tim Kelly	776 Magnolia Ave.	Melbourne, FL 32935

INC. 27 116

FORD DEALERS ADVERTISING FUND, INC.,
JACKSONVILLE DIVISION

C H A R T E R

We, the undersigned, have associated ourselves together, and do hereby associate ourselves together for the purpose of becoming incorporated under the laws of the State of Florida as a corporation not for profit, and hereby propose the following charter:

I.

The name of this corporation shall be FORD DEALERS ADVERTISING FUND, INC., JACKSONVILLE DIVISION and it shall function and exercise its corporate existence in the State of Florida, and in such other States of the United States, and foreign countries, as from time to time it shall deem expedient. Its principal office shall be in the City of Jacksonville, County of Duval and State of Florida.

II.

The general nature, object and purpose of this corporation shall be to promote social and educational intercourse between its members, to exchange ideas and methods in respect to the promotion of the sales of their products through advertising of various kinds and through various mediums, and to unify and standardize their efforts and aims along said lines so as to promote harmony

and to make the same more productive and effective.

III.

The members of this corporation shall be the undersigned and such dealers in Ford automobiles, Ford trucks, Ford commercial cars and Mercury automobiles within the territory known and designated as the Jacksonville branch territory of the Ford Motor Company who manifest their desire to become members by signing such application as the Board of Directors shall provide and who shall receive a majority vote of the then membership.

IV.

The term of duration of this corporation shall be perpetual.

V.

The names and residences of the subscribers hereto are:

George Holtsinger,	Tampa, Florida
Walter A. McRae,	Jacksonville, Florida
Bob Wright,	Moultrie, Georgia
Jack Shoemaker,	Pensacola, Florida
Sam Murray,	Miami, Florida
John King,	Waycross, Georgia
H. Edenfield,	Kingsland, Georgia
B. Elliott,	Pahokee, Florida
J. Lewis,	Savannah, Georgia

VI.

The affairs and business of this corporation shall be conducted and managed by a Board of Directors of not less than nine members, whose term of office and number shall be prescribed by the by-laws; a President, Vice-President, Secretary and Treasurer, and such other officers, agents and employees as the Board of Directors may from time to time authorize. The office of Secretary and Treasurer may be held by one and the same person. The officers shall be elected by the Board of Directors from their number at their annual meeting.

VII.

The names of the officers who are to manage the affairs of the corporation until the first election or appointment under the Charter are:

George Holtsinger,	President,
John King,	Vice-President,
Walter A. McKee,	Secretary and Treasurer,
and a Board of Directors composed of said officers, together with Bob Wright, Sam Murray, H. Edenfield, E. Elliott, J. C. Lewis and Jack Shoemaker.	

VIII.

The Board of Directors of this corporation shall make, alter, or rescind the by-laws of the corporation for the government and conduct of the corporation, its property and members and may delegate its authority

STATE OF FLORIDA,

)

ss.

COUNTY OF DUVAL.

)

I, a Notary Public in and for the State of Florida at Large, an officer authorized to take acknowledgments, hereby certify that on this day before me personally appeared Walter A. McRae to me well known, and acknowledged to and before me that he executed the foregoing proposed Charter for the purposes therein expressed, and the said Walter A. McRae being by me first duly sworn deposes and says that it is intended in good faith to carry out the purposes and objects set forth therein.

Walter A. McRae

Acknowledged, sworn to and subscribed before me at Jacksonville, Duval County, Florida, this 18th day of April, A. D. 1939.

IN WITNESS WHEREOF I have hereunto set my hand and official seal.

L. B. [Signature]
Notary Public, State of Florida
at Large.

My Commission Expires: March 31, 1941

Approved by me this 18th day of April, A. D. 1939.

FD 377-948-A

FILED APR 19 1939

11:30 O'CLOCK A.M. RECORDED IN THE PUBLIC RECORDS

DUVAL COUNTY, FLORIDA, IN THE BOOK AND PAGE NOTED ABOVE.

ELLIOT W. BUTTS, Clerk Circuit Court

Raymond A. Shields
CIRCUIT JUDGE

[Signature]
DEPUTY CLERK

STATE OF FLORIDA

DUVAL COUNTY

I, UNDERSIGNED Clerk of the Circuit & County Courts, Duval County, Florida, DO HEREBY CERTIFY the within and foregoing is a true and correct copy of the original as it appears on record and file in the office of the Clerk of Circuit & County Courts of Duval County, Florida.

WITNESS my hand and seal of Clerk of Circuit & County Courts at Jacksonville, Florida, this the 15 day of May, A.D., 19 21

HENRY W. COOK

Clerk, Circuit and County Courts
Duval County, Florida

By [Signature]
Deputy Clerk

INC. 35-243

CERTIFICATE AMENDING CHARTER

OF

FORD DEALERS ADVERTISING FUND, INC.

We, W. A. McRae, Secretary and G. M. Holtsinger, President, of Ford Dealers Advertising Fund, Inc., a corporation not-for-profit, organized and existing under the laws of the State of Florida, do hereby certify that the following is a true and correct copy of a resolution of the Board of Directors of Ford Dealers Advertising Fund, Inc. passed in accordance with the By-Laws of said corporation at a duly convened meeting of said Board of Directors held on the *20th* day of *December*, 1951, as taken by me from the minutes of said meeting and compared by me with the original of said resolution recorded in said minutes.

"BE IT RESOLVED:

That Article II of the charter of this corporation be amended by adding thereto the following:

II. (b)

To improve business conditions in the general area comprised of the State of Florida and the Southern part of Georgia with respect to the sale in that area of passenger cars, commercial cars, and/or trucks and automobile equipment handled by members of the Corporation, whether new or used, to promote good will and acceptance for such cars, trucks, and automotive equipment, and to promote the common business interest of the members of the Corporation with respect thereto, by group advertising and other legitimate means and methods deemed desirable.

The Corporation shall not engage in any business of a kind ordinarily carried on for profit, and nothing in these Articles of Incorporation or in the By-Laws shall authorize the Corporation to, and the Corporation shall not enter into any transaction, carry on any activity, or engage in any business for pecuniary profit, and any income received by the Corporation shall be applied exclusively to the not-for-profit purposes and objects of the Corporation as set forth herein, and no part thereof shall inure to the benefit of any private or individual member.

Upon the termination or dissolution of the Corporation any surplus of property and assets remaining after all of the debts and obligations of the Corporation have been paid and satisfied shall not either directly or indirectly inure to the benefit of any private member of the Corporation or individual but all such property and assets shall be expended in their entirety for the not-for-profit purposes set forth in this Article.

BE IT FURTHER RESOLVED:

That the President and Secretary of this corporation be and they are hereby authorized and directed to take the proper steps to see that the charter of this corporation be amended accordingly."

IN WITNESS WHEREOF, We have hereunto set our hands and

caused the seal of Ford Dealers Advertising Fund, Inc. to be

affixed this 20th day of December, 1951.

Attest:

W. A. A. A. A.
Secretary

W. H. D. Jones
President

Approved by me this 1 day of February, A. D. 1951.

Charles G. Gilbre
Circuit Judge

854-665 A

73-943-11-1952

FOR THE ATTORNEY GENERAL OF THE DISTRICT OF COLUMBIA
BY _____

18 SEP 23 PM 4:42
Seal
FALL 1911

STATE OF FLORIDA
DUVAL COUNTY

I, UNDERSIGNED Clerk of the Circuit & County Courts, Duval County, Florida, DO HEREBY CERTIFY the within and foregoing is a true and correct copy of the original as it appears on record and file in the office of the Clerk of Circuit & County Courts of Duval County, Florida.

WITNESS my hand and seal of Clerk of Circuit & County Courts at Jacksonville, Florida, this the 5 day of *April*, A.D., 19*11*

HENRY W. COOK
Clerk, Circuit and County Courts
Duval County, Florida

By *[Signature]*
Deputy Clerk