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FLORIDA PROFIT/NON PROFIT CORPORATION
The Association of Asset Management Professionals, Inc.

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Articles of Incorporation

of

The Association of Asset Management Professionals, Inc.

A Florida Corporation Not-For-Profit

The undersigned incorporator to these Articles of Incorporation hereby associates to form a corporation not-for-profit (the "Corporation") under the laws of the State of Florida (Chapter 617, Florida Statutes).

1. Name

The name of the Corporation is The Association of Asset Management Professionals, Inc. The Corporation's principal office is located at 6800 Penzance Blvd., Fort Myers, Florida 33966 in Lee County, Florida. The Corporation's mailing address is P.O. Box 60075, Fort Myers, Florida 33906 in Lee County, Florida. The Board of Directors may from time to time move the principal office of the Corporation to any other address in the State of Florida.

2. Nature of Business

The Corporation is being formed exclusively as a business league, as described in Code Section 501(c)(6) (or any corresponding provisions of any future law), to promote an association of persons having a common business interest in the field of industrial asset management and/or reliability and to engage in activities devoted to improving the common economic interests of those engaged in the field of industrial asset management and/or reliability.

3. Powers

The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or in cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, desirable, suitable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the Corporation is organized, and to aid or assist other organizations which are not organized for profit whose activities are such as to further accomplish, foster or attain any of such purposes. Notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are set forth in furtherance of the exempt purposes of a business league as described in Code Section 501(c)(6) (or any corresponding provisions of any future law), including any rulings and regulations thereunder.

4. Membership

The Corporation may have one or more classes of Members. The designation of such class or classes of Members, the qualifications and rights of each class of Members, any quorum and voting requirements for meetings and activities of the Members, and notice requirements

sufficient to provide notice of meetings and activities of the Members shall be as set forth in the Corporation's Bylaws.

5. Term of Existence

The date when corporate existence shall commence shall be the date of filing of these Articles of Incorporation in the office of the Secretary of State of the State of Florida, and the Corporation shall have perpetual existence thereafter.

6. Incorporator

The name and address of the incorporator of these Articles of Incorporation are: Kevin A. Kyle, 1380 Royal Palm Square Boulevard, Fort Myers, Florida 33919.

7. Officers

The officers of the Corporation shall be a President, Secretary and Treasurer, and such other officers as may be provided by Bylaws adopted for the Corporation by the Corporation's Board of Directors. Officers shall be elected by the Board of Directors in the manner set forth in Bylaws adopted for the Corporation by the Corporation's Board of Directors.

However, notwithstanding the foregoing, the initial President of the Corporation shall be Terrence O'Hanlon; the initial Secretary of the Corporation shall be Maura Abad; and the initial Treasurer of the Corporation shall be Suzanne O'Hanlon.

8. Directors

The affairs of the Corporation shall be managed by a Board of Directors, members of which shall be elected in accordance with Bylaws adopted for the Corporation by the Corporation's Board of Directors. The number of members of the Board of Directors shall be fixed as set forth in Bylaws adopted for the Corporation by the Corporation's Board of Directors; provided, however, the Corporation shall never have less than three (3) members of the Board of Directors.

Notwithstanding the foregoing, the initial members of the Corporation's Board of Directors, who shall each serve until his or her successor is duly elected and qualified, shall be Terrence O'Hanlon, Maura Abad, Suzanne O'Hanlon, and Janet Foley.

9. Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 1380 Royal Palm Square Boulevard, Fort Myers, Florida 33919, and the name of the initial registered agent at such address is GSK Registered Agents, Inc.

10. Bylaws

The Board of Directors shall provide Bylaws for the conduct of the Corporation's business and for the carrying out of the Corporation's purposes as the Board of Directors may deem necessary from time to time.

11. Amendments

Amendments to these Articles of Incorporation shall be proposed by resolution of the Board of Directors and shall be approved by the Board of Directors by a majority vote of a quorum present at a meeting duly called in accordance with Bylaws adopted for the Corporation by the Corporation's Board of Directors.

12. Limitations on Actions

All the assets and earnings of the Corporation shall be used exclusively for the exempt purposes hereinabove set forth, including the payment of expenses incidental thereto. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to any of the Corporation's Members, officers, or directors or any other private persons, except the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make distributions and payments in furtherance of the purposes set forth above. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from U.S. federal income taxation under Code Section 501(c)(6) (or corresponding provisions of any subsequent law). The Corporation shall have no capital stock, pay no dividends, and distribute no part of its net income or assets to any of the Corporation's Members, officers, or directors or any other private persons, and the private property of any of the Corporation's Members, officers, or directors or any other private person shall not be liable for the debts of the Corporation.


13. Dissolution

Upon dissolution of the Corporation, all its assets remaining after payment of or provision for all liabilities of the Corporation, including costs and expenses of such dissolution, shall be utilized exclusively for the exempt purposes of the Corporation or shall be distributed to other non-profit organizations qualified under Code Section 501(c) (or the corresponding provisions of any future law), subject to applicable restrictions pursuant to Code Section 501(c)(6) (or the corresponding provisions of any future law), as shall be determined by the last Board of Directors of the Corporation. None of the assets will be distributed to any Member, officer, or director of the Corporation or any other private person. Any such assets not so disposed of shall be disposed of by the court of common pleas of the county in which the principal office of the Corporation is then located, to such non-profit organizations qualified under Code Section 501(c) (or the corresponding provisions of any future law), as said court shall determine, subject to applicable restrictions pursuant to Code Section 501(c)(6) (or the corresponding provisions of any future law).

Jan. 3. 2019 12:50PM

No. 1432 P. 5

IN WITNESS WHEREOF, the undersigned incorporator executed these Articles of Incorporation on January 3, 2019.



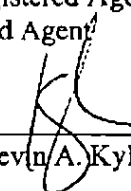
Kevin A. Kyle, Incorporator

Acceptance by Registered Agent

Having been named to accept service of process for The Association of Asset Management Professionals, Inc, a Florida corporation not-for-profit, at the place designated hereinabove, the undersigned hereby accepts the designation to act in this capacity, and acknowledges it is familiar with and agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties.

GSK Registered Agents, Inc., a Florida corporation,
Registered Agent

By: _____


Kevin A. Kyle, Vice President

Dated: January 3, 2019