

10/30/2019

Division of Corporations

Florida Department of State  
Division of Corporations  
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## FLORIDA PROFIT/NON PROFIT CORPORATION

## Florida Coalition for Modern Laws, Inc.

Certificate of Status	0
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**ARTICLES OF INCORPORATION***of***FLORIDA COALITION FOR MODERN LAWS, INC.**

2019 OCT 30 AM 9:10

TO: Florida Department of State  
Division of Corporations  
PO Box 6327  
Tallahassee, FL 32314

I, the undersigned natural person of the age of eighteen years or more, acting as incorporator and director of a corporation, under § 617.0202 of the Florida Not for Profit Corporations Act, adopt the following Articles of Incorporation:

FIRST: The name of the corporation is Florida Coalition for Modern Laws, Inc.

SECOND: The principal mailing address of the corporation, , including county is 1200 South Pine Island Road, Plantation, FL 33324 in Broward County.

THIRD: The purposes for which the corporation is organized are as follows:

The corporation is organized and operated exclusively for promotion of social welfare within the meaning of section 501(c)(4) of the Internal Revenue Code of 1986 as now in effect or as may hereafter amended ("the Code").

The purposes for which the corporation is organized are to educate the public about the effects of laws on economic development and growth, and the creation of economic opportunity, in the State of Florida; to advocate for the modernization of laws and policies in the State of Florida that will help promote investment, economic development and economic growth in the State; and for related purposes.

In furtherance thereof, the corporation may receive property by gift, bequest or devise, invest and reinvest the same, and apply the income and principal thereof, as the board of directors may from time to time determine, and engage in any lawful act or activity for which corporations may be organized pursuant to the Florida Not for Profit Corporations Act.

In furtherance of its corporate purposes, the corporation shall have all the general powers enumerated in section 617.0202 of the Florida Not for Profit Corporations Act as now in effect or as may hereafter be amended, together with the power to solicit grants and contributions for such purposes.

FOURTH: Vacancies on the Board of Directors shall be filled by a majority of the then remaining Board of Directors, though less than a quorum of the Board.

FIFTH: The street address of the corporation's initial registered office is located at 1200 South Pine Island Road, Plantation, FL 33324 USA and the name of its initial registered agent at that address is CT Corporation System.

SIXTH: The name of the Corporation's incorporator is Kenneth C. Halcom, Cravath, Swaine & Moore LLP, 825 8th Ave. New York, NY 10019.

SEVENTH: Provisions for the regulation of internal affairs of the corporation, including provisions for distribution of assets on dissolution or final liquidation, are as follows:

(a) This corporation is organized and operated exclusively for social welfare within the meaning of section 501(c)(4) of the Code.


(b) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its officers, trustees, directors or any other private person, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered to or for the corporation and to make payments and distributions in furtherance of the purposes set forth in these provisions.

(c) Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not directly or indirectly carry on any activity which would prevent it from obtaining exemption from Federal income taxation as a corporation described in section 501(c)(4) of the Code, or cause it to lose such exempt status.

(d) Upon dissolution of the corporation, the board of directors, after paying or making provision for the payment of all the liabilities of the corporation, shall dispose of all the assets exclusively for the purposes of the corporation and in such manner, or to such organization or organizations, as shall be deemed to qualify as devoted to the social welfare purpose of the corporation. In no event shall any of such assets or property be distributed to any member, director or officer, or to any private individual.

EIGHTH: The Corporation shall not have members.

APPROVED:

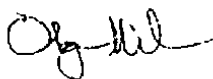
  
Kenneth C. Halcom, Incorporator

Dated: October 30, 2019

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.

By: CT Corporation System

10/31/19

A handwritten signature in black ink, appearing to read "Olga Hinkel", with a stylized flourish at the end.

Olga Hinkel, VP