

N20000001573

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

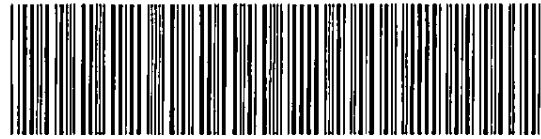
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



900340657319

900340657319  
02/13/20--01003--002 \*\*70.00

FILED  
2020 FEB 12 PM 3:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

1-11-2020

1-11-2020

## COVER LETTER

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

**SUBJECT:** CENTRAL FLORIDA CHAPTER of the AMERICAN IMMIGRATION LAWYERS ASSOCIATION  
(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:** APRIL A. CAMINEZ-BENTLEY  
Name (Printed or typed)

P.O. BOX 15579  
Address

TALLAHASSEE, FL 32317  
City, State & Zip

850-222-0720  
Daytime Telephone number

abentley@lawfla.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  
CENTRAL FLORIDA CHAPTER of the AMERICAN IMMIGRATION LAWYERS  
ASSOCIATION**

FILED  
2020 FEB 12 PM 3:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**A FLORIDA NOT FOR PROFIT CORPORATION**

The undersigned, for the purpose of forming a not for profit corporation, in compliance with Chapter 617, Florida Statutes, hereby states:

**ARTICLE I – NAME**

The name of the corporation is: CENTRAL FLORIDA CHAPTER of the AMERICAN IMMIGRATION LAWYERS ASSOCIATION, Inc.

**ARTICLE II – PRINCIPAL OFFICE**

The initial street address of the principal office of the corporation is: 2618 Centennial Place, Tallahassee, FL 32308. The corporation may, as it deems appropriate, move its principal office to another location.

**ARTICLE III - DURATION**

The duration of this corporation shall be perpetual, commencing with the filing of these Articles with the Department of State of the State of Florida. In the event of dissolution, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(6) of the Internal Revenue Code of 1986, as amended, or corresponding sections of any prior or future Internal Revenue Code, or to the federal, state or local government for exclusively public purposes.

**ARTICLE IV – PURPOSE**

The Corporation is organized and shall be operated exclusively as a business league within the meaning of Section 501(c)(6) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States internal revenue law), and the purposes and objectives of this Corporation shall be the same as those set forth in the Chapter's Bylaws of the Association, as amended from time to time, including the following:

- A. To cultivate the science of jurisprudence; promote reforms in the law; facilitate the administration of justice; elevate the standards of practice in the legal profession; and cherish the spirit of collegiality among the Members thereof;
- B. To advance the administration of law pertaining to immigration, nationality and naturalization; promote reforms in the law with regard thereto; and elevate the standard of integrity, honor and courtesy of those appearing in a representative capacity in immigration, nationality and naturalization matters;

- C. To promote cooperation and understanding between the Chapter and the United States Departments of Homeland Security, Justice, State and Labor in order to better serve the needs of the public at large; and
- D. To assist the Department of Homeland Security, the Florida Bar, law enforcement in the State of Florida, and any other monitoring agency, whenever possible, in matters involving the unlawful practice of law by any person in the field of Immigration and Naturalization, including initiation of investigations and reporting to such agencies any acts of unlawful practice which may come to the attention of Members.
- E. To engage in any and all other lawful purposes, activities and pursuits, which are substantially similar to the foregoing and which are or may hereafter be authorized by Section 501(c)(6) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue Code, and which are consistent with those powers described in the Florida Not for Profit Corporation Act, as amended.

#### **ARTICLE V – DEDICATION OF ASSETS**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to the Corporation, its members, directors, officers, or other persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the corporation and to make payments and distributions in furtherance of the purposes set forth herein. Any incidental expenditures made for the purpose of engaging in political activity providing education or environmental policy shall be subject to taxation under Section 527 of the Internal Revenue Code of 1975, as amended. The corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(6) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue law).

#### **ARTICLE VI – ELECTION OF DIRECTORS**

The directors of the corporation shall be elected as provided in the bylaws of the corporation.

#### **ARTICLE VII – INITIAL DIRECTORS**

The names and addresses of the persons who are to serve as the initial directors of the corporation are:

**Chapter Chair****John Gihon, Esq.**[john@slgattorneys.com](mailto:john@slgattorneys.com)**SHORSTEIN, LASNETSKI & GIHON***Orlando Office*

409 Montgomery Road, Suite 115

Altamonte Springs, FL 32714

Office: 407-228-2019

**Executive Vice Chapter Chair****April A. Caminez-Bentley, Esq.**[abentley@lawfla.com](mailto:abentley@lawfla.com)**MESSER CAPARELLO, P.A.**

2618 Centennial Place

Tallahassee, FL 32308

main 850.222.0720 | direct 850.201.5228

mobile 850.510.4423

direct fax 850.558.0648

**Secretary****Elizabeth Joiner, Esq.**[ejoiner@constangy.com](mailto:ejoiner@constangy.com)**CONSTANGY, BROOKS, SMITH &  
PROPHETE, LLP**

200 West Forsyth Street

Suite 1700

Jacksonville, FL 32202-4317

Direct Fax: 904.236.5717

Main: 904.356.8900 • Fax: 904.356.8200

**Treasurer****Yova Borovska, Esq.**[Yova.Borovska@bipc.com](mailto:Yova.Borovska@bipc.com)**BUCHANAN INGERSOLL & ROONEY PC**

401 E. Jackson Street

Suite 2400

Tampa, FL 33602

813 222 3341 (o)

813 229 8313 (f)

**Regional Vice Chair Jacksonville****Joanne M. Fakhre, Esq.**[jmf@fakhrelaw.com](mailto:jmf@fakhrelaw.com)**LAW OFFICE OF JOANNE M. FAKHRE, P.A.**

Post Office Box 551469

Jacksonville, FL 32255-1469

Ph: 904.296.9232

Fax 904.212.100

**Regional Vice Chair Orlando****Nayef Mubarak, Esq.**[Nayef@mubaraklaw.com](mailto:Nayef@mubaraklaw.com)**MUBARAK LAW**

105 E. Robinson St. suite 307

Orlando - Florida 32801

Office: 407.502.3000

Fax: 407.650.3380

**Regional Vice Chair Tampa****Vitalia ("Lia") Diaz Shafer, Esq.**[diazshafer@gmail.com](mailto:diazshafer@gmail.com)**DIAZ SHAFER, P.A.**

305 North Armenia Avenue

Tampa, FL, 33609-2305

Office: 813-250-1300

<p><b>Educational Vice Chair (<i>Outgoing</i>)</b>  <b>Maria del Carmen Ramos, Esq.</b>  <a href="mailto:mramos@slk-law.com">mramos@slk-law.com</a>  <b>SHUMAKER</b>  Bank of America Plaza, Suite 2800  101 East Kennedy Boulevard    Tampa, FL 33602  Direct 813.227.2252   Fax 813.229.1660</p> <p><b>Educational Vice Chair (<i>Incoming</i>) Stephanie Scarborough, Esq.</b>  <a href="mailto:Scarborough@scarboroughlaw.com">Scarborough@scarboroughlaw.com</a>  <b>SCARBOROUGH LAW, LLC</b>  6622 Southpoint Drive S. Ste 330  Jacksonville, FL 32216  904-389-0055 (office)  904-339-9108 (fax)</p>	<p><b>Directors</b>  <b>Stanley P. Walker, Esq., <i>Immediate Past Chapter Chair</i></b>  <a href="mailto:stan@southernstarimmigration.com">stan@southernstarimmigration.com</a>  <b>SOUTHERN STAR IMMIGRATION</b>  (850) 226-7092 – Tel  (850) 226-7361 – Fax  Post Office Box 4385  362 Beal Parkway NW, Suite 103  Fort Walton Beach, Florida 32549</p> <p><b>Andrea Reyes, Esq.</b>  <a href="mailto:andrea@reyes-legal.com">andrea@reyes-legal.com</a>  <b>REYES LEGAL, PLLC</b>  9951 Atlantic Boulevard, Suite # 210  Jacksonville, FL 32225  No.: 904.513.4455  Fax: 904.513.4466</p> <p><b>Arturo R. Rios, Esq.</b>  <a href="mailto:art@rioslawfirm.com">art@rioslawfirm.com</a>  <b>LAW OFFICE OF ARTURO R. RIOS, P.A.</b>  2929 Fifth Avenue North  St. Petersburg, Florida 33713  Telephone (727) 321-8151  Fax (727) 499-6872</p> <p><b>Courtney Rineer, Esq.</b>  <a href="mailto:courtnev@magnoliaimmigrationlaw.com">courtnev@magnoliaimmigrationlaw.com</a>  <b>MAGNOLIA IMMIGRATION LAW</b>  827 Irma Ave.  Orlando, FL 32803  (321) 558-2555</p> <p><b>Bridgette M. Bennett, Esq.</b>  <a href="mailto:bridgette@bennettlawcenter.com">bridgette@bennettlawcenter.com</a>  <b>BENNETT LAW CENTER</b>  302 W. Orange Street  Groveland, FL 34736  Tel: 352-557-8989  Fax: 866-894-4321</p>
---	---

#### ARTICLE VIII – REGISTERED AGENT

The initial registered agent of the corporation is: John Gihon, Chapter Chair, c/o Shorstein, Lasnetski, & Gihon, 409 Montgomery Road, Ste. 115, Altamonte Springs, FL 32714.

#### ARTICLE IX – INCORPORATOR

The name and the address of the incorporator is: April A. Caminez-Bentley, Executive Vice Chapter Chair, c/o Messer Caparelo, 2618 Centennial Place, Tallahassee, FL 32308.

## **ARTICLE X – INDEMNIFICATION OF OFFICERS AND DIRECTORS**

A. The Corporation hereby indemnifies and agrees to hold harmless from claim, liability, loss or judgment any Director or officer made a party or threatened to be made a party to any threatened, pending or completed action, suit or proceeding, whether civil, criminal, administrative, or investigative (other than an action, suit or proceeding by or on behalf of the Corporation to procure a judgment in its favor), brought to impose a liability or penalty on such person for an act alleged to have been committed by such person in his capacity as Director, officer, employee or agent of the Corporation or any other corporation, partnership, joint venture, trust or other enterprise in which he served at the request of the Corporation, against judgments, fines, amounts paid in settlement and reasonable expenses, including attorneys' fees actually and reasonably incurred as a result of such action, suit or proceeding or any appeal thereof, if such person acted in good faith in the reasonable belief that such action was in, or not opposed to, the best interests of the Corporation, and in criminal actions or proceedings, without reasonable ground for belief that such action was unlawful. The termination of any such action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of nolo contendere or its equivalent shall not create a presumption that any such Director or officer did not act in good faith in the reasonable belief that such action was in, or not opposed to, the best interests of the Corporation. Such person shall not be entitled to indemnification in relation to matters as to which such person has been adjudged to have been guilty of gross negligence or willful misconduct in the performance of his duties to the Corporation.

B. Any indemnification under paragraph (a) shall be made by the Corporation only as authorized in the specific case upon a determination that amounts for which a Director or officer seeks indemnification were properly incurred and that such Director or officer acted in good faith and in a manner he reasonably believed to be in, or not opposed to, the best interests of the Corporation, and that, with respect to any criminal action or proceeding, he had no reasonable ground for belief that such action was unlawful. Such determination shall be made either (1) by the Board of Directors by a majority vote of a quorum consisting of Directors who were not parties to such action, suit or proceeding, or (2) by a majority vote of a quorum consisting of shareholders who were not parties to such action, suit or proceeding.

C. The Corporation shall be entitled to assume the defense of any person seeking indemnification pursuant to the provisions of paragraph (a) above upon a preliminary determination by the Board of Directors that such person has met the applicable standards of conduct set forth in paragraph (a) above, and upon receipt of an undertaking by such person to repay all amounts expended by the Corporation in such defense, unless it shall ultimately be determined that such person is entitled to be indemnified by the Corporation as authorized in this article. If the Corporation elects to assume the defense, such defense shall be conducted by counsel chosen by it and not objected to in writing for valid reasons by such person. In the event that the Corporation elects to assume the defense of any such person and retains such counsel, such person shall bear the fees and expenses of any additional counsel retained by him, unless there are conflicting interests between or among such person and other parties represented in the same action, suit or proceeding by the counsel retained by the Corporation, that are, for valid reasons,

objected to in writing by such person, in which case the reasonable expenses of such additional representation shall be within the scope of the indemnification intended if such person is ultimately determined to be entitled thereto as authorized in this article.

D. The foregoing rights of indemnification shall not be deemed to limit in any way the power of the Corporation to indemnify under any applicable law.

E. The indemnification contained in this Article X shall not constitute a waiver of the protection of Section 617.0285, Florida Statutes, or any other provision of law exonerating officers or directors of Florida not for profit corporations from liability.


#### **ARTICLE XI - MANAGEMENT OF CORPORATE AFFAIRS**

Board of Directors: The power of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The Board of Directors shall consist of Nine (9) elected Officers as set forth in Article VI of the Chapter's Bylaws and Five (5) elected Directors as set forth in Article VII of the Chapter's Bylaws.

#### **ARTICLE XII – DISTRIBUTION OF ASSETS**

In the event of the dissolution or final liquidation of the corporation, all of the remaining assets and property of the corporation shall, after paying or making provision for the payment of all the liabilities and obligations of the corporation and for necessary expenses thereof, be distributed to such individuals as determined by the directors for the purposes set forth in Article IV hereof. In no event shall any of such assets or property be distributed to any officer or director of the corporation or to any private individual.

IN WITNESS WHEREOF, I have executed these Articles of Incorporation on this 11<sup>th</sup> day of February, 2020.

  
\_\_\_\_\_  
April A. Caminez-Bentley  
Executive Vice Chapter Chair  
c/o Messer Caparello  
2618 Centennial Place  
Tallahassee, FL 32308

---



**CERTIFICATE DESIGNATING REGISTERED AGENT AND REGISTERED OFFICE**

In compliance with Florida Statutes Section 48.091 and 617.0501, the following is submitted:

CENTRAL FLORIDA CHAPTER of the AMERICAN IMMIGRATION LAWYERS ASSOCIATION, Inc., desiring to organize as a corporation under the laws of the State of Florida, has designated John Gihon, Chapter Chair, c/o Shorstein, Lasnetski, & Gihon, 409 Montgomery Road, Ste. 115, Altamonte Springs, FL 32714, as its initial Registered Agent and Office.

By: \_\_\_\_\_

APRIL A. CAMINEZ-BENTLEY, Incorporator

Having been named Registered Agent for the above stated corporation, at the designated Registered Office, the undersigned hereby accepts said appointment, and agrees to comply with the provisions of Florida Statutes Section 48.091 relative to keeping the office open.

\_\_\_\_\_  
JOHN GIHON

---