

N23000013088

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

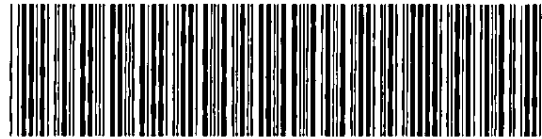
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

10/20/23

Office Use Only



100415206921

5 Certified
OCT 31 2023

09/11/23--01037--002 **70.00

10/20/23



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 20, 2023

MARK FRANCO
3190 FAIRVIEW PARK DRIVE, SUITE 800
FALLS CHURCH, VA 22042 US

SUBJECT: ALTERNATIVE INVESTMENT ASSOCIATION, INC.
Ref. Number: W23000128607

We have received your document for and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of a voluntarily dissolved business entity. The name of a voluntarily dissolved business entity is not available for the assumption or use by another entity until 120 days after the effective date of dissolution unless the dissolved business entity provides the Department of State with an affidavit or letter, stating that they have no intention of revoking the dissolution, therefore, releasing the name for use to another entity.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

If you have any further questions concerning your document, please call (850) 245-6000.

Summer Chatham
Regulatory Specialist III
Director's Office

Letter Number: 623A00021775

2023 OCT 20 PM 4:03
D

WHITEFORD, TAYLOR & PRESTON L.L.P.

3190 FAIRVIEW PARK DRIVE, SUITE 800
FALLS CHURCH, VIRGINIA 22042-4510

MAIN TELEPHONE (703) 280-9260
FACSIMILE (703) 280-9139

MARK C. FRANCO
COUNSEL

DIRECT LINE (703) 280-3383

DIRECT FAX (703) 259-6525

mfranco@whitefordlaw.com

DELAWARE*
DISTRICT OF COLUMBIA
KENTUCKY
MARYLAND
NEW YORK
PENNSYLVANIA
VIRGINIA

WWW.WHITEFORDLAW.COM
(800) 987-8705

October 18, 2023

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

Re: Alternative Investment Association, Inc

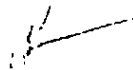
Dear Sir or Madam:

The enclosed documents are provided to correct and complete the filing of articles of incorporation for Alternative Investment Association, Inc. Enclosed is the notice we received from the Department of State related to additional steps needed to complete the filing. Therefore, we have included the following in this correspondence:

1. The original signed and notarized affidavit from the now dissolved Alternative Investment Association, LLC stating that it has no intention of revoking its dissolution and that it releases the name for use by another entity.
2. A copy of the corrected Articles of Incorporation that includes a statement that the method of election of directors is as stated in the bylaws.

The enclosed documents should hopefully address the additional requirements communicated in the Department's notice, but please let us know if any information is required. Thank you for your assistance in the matter.

Respectfully,



Mark C. Franco
Counsel

Enclosures

COVER LETTER

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

SUBJECT: Alternative Investment Association, 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: Mark Franco
Name (Printed or typed)

3190 Fairview Park Drive, Suite 800
Address

Falls Church, VA 22042
City, State & Zip

703 280 3383
Daytime Telephone number

mfranco@whitefordlaw.com
E-mail address: (to be used for future annual report notification)

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

STATE OF FLORIDA)
) ss.
COUNTY OF HILLSBOROUGH)

BEFORE ME, the undersigned Notary, LUBOMIR OTIR on this 13 day of October, 2023, personally appeared Brandon Dutch Mendenhall, known to me to be a credible person and of lawful age, who being by me first duly sworn, on his oath, deposes and says:

1. At all times relevant hereto, I was the Managing Member of Alternative Investment Association, LLC ("AIA"), a Florida limited liability company assigned Document Number L23000196558.
2. In the course of my duties, I signed and caused to be submitted Articles of Dissolution on behalf of AIA to the Florida Department of State, Division of Corporations.
3. AIA has no intention of revoking the dissolution of AIA within the period of 120 days from the effective date of such dissolution during which period AIA may revoke the dissolution, and AIA hereby releases the name Alternative Investment Association for the use by another entity in the State of Florida.

For Alternative Investment Association, LLC:

By: 
Brandon Dutch Mendenhall
Authorized Person

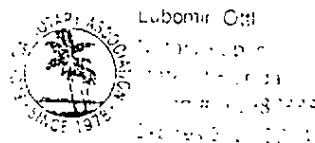
Subscribed and sworn to before me, this 13 day of October, 2023.

[Notary Seal:]

[Notary signature]

[Name of Notary]

NOTARY PUBLIC



LUBOMIR OTIR

**ARTICLES OF INCORPORATION
OF
ALTERNATIVE INVESTMENT ASSOCIATION, INC.**

The undersigned, being at least 18 years of age, acting as incorporator, does hereby form a not for profit corporation pursuant to Chapter 617 (Corporations Not For Profit) of Title XXXVI of the Florida Statutes.

FIRST: The name of the corporation (hereinafter called the "Corporation") shall be: Alternative Investment Association, Inc.

SECOND: The principal street and mailing address of the Corporation is 5404 Cypress Center Dr., Suite 320, Tampa, Florida 33609.

THIRD: 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, as amended, or the corresponding provisions of any future United States Internal Revenue Law (the "Code"); and, within such limits, to administer and expend funds for the following purposes:

- (1) (A) to support and promote the growth and development of the alternative investment industry by providing resources, advocacy and networking opportunities; (B) to foster a community of professionals who are committed to ethical practices, transparency, impact, and innovation in their work; and, (C) to advance the understanding and utilization of alternative investments, while serving as a trusted resource for investors, regulators, and the public.
- (2) perform any activities that are permitted to be performed by corporations that are: (A) formed under the Florida Not For Profit Corporation Act; and, (B) exempt from federal income tax under Section 501(c)(6) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future United States Internal Revenue Law (the "Code").

FOURTH: The Corporation shall have classes of membership as set forth in the Corporation's Bylaws.

FIFTH: The duration of the Corporation shall be perpetual.

SIXTH: The name and Florida street address of the registered agent is C T Corporation System, 1200 South Pine Island Road, Plantation, FL 33324.

SEVENTH: The Corporation is not authorized to issue capital stock.

EIGHTH: The affairs of the Corporation shall be managed by a Board of Directors. The manner of election, number and duties of the Directors constituting the Board of Directors shall be designated by the Corporation's Bylaws; provided, however, that the number of initial directors constituting the Board of Directors of the Corporation shall never be less than the minimum permitted by the Florida Not For Profit Corporation Act now or hereafter in force. The method of election of Directors is as stated in the Bylaws.

NINTH: To the fullest extent permitted by the Florida Not For Profit Act, as now in effect or as it may hereafter be amended, the Corporation shall indemnify any and all of its Directors or officers or former Directors or officers against expenses actually and necessarily incurred by them in connection with the defense of any action, suit or proceeding in which they, or any of them, are made parties, or a party, by reason of being or having been Directors or officers of the Corporation. Such indemnification shall not be deemed exclusive of any other rights to which those indemnified may be entitled, under any law, bylaw, agreement or otherwise.

TENTH: To the fullest extent permitted by Florida statutory or decisional law, as amended or interpreted, no Director or officer of the Corporation shall be personally liable for damages in any proceeding brought by, or in the right of, the Corporation, or in connection with any claim, action, suit or proceeding to which he or she may be or is made a party by reason of being or having been an officer or Director of the Corporation; provided, however, that such release from liability shall not apply in any instance where such release is inconsistent with any provision of the Code applicable to corporations described in Section 501(c)(6) of the Code. No amendment of these Articles of Incorporation or repeal of any of its provisions shall limit or eliminate the benefits provided to Directors and officers under this provision with respect to any act or omission that occurred prior to such amendment or repeal.

ELEVENTH: No part of the net earnings of the Corporation shall be distributable to, or inure to the benefit of, its Directors or officers or any private

person, except that the Corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its exempt purposes. Notwithstanding any other provision hereof, 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 Code.

TWELVTH: In the event of termination, liquidation, dissolution or winding up of the affairs of the Corporation in any manner or for any reason whatsoever, the Directors shall, after paying or making provision for payment of all liabilities of the Corporation, distribute all of the remaining assets of the Corporation as such Directors may determine among one or more organizations that are then organized and operated for exempt purposes and qualified as exempt organizations under Section 501(c)(6) of the Code, or as otherwise permitted by law.

THIRTEENTH: The name and address of the Incorporator is Chris Pollitzer, 5404 Cypress Center Dr., Suite 320, Tampa, Florida 33609.

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: Donna Peterson-Riggs
Donna Peterson-Riggs, Asst. Secretary
C T Corporation System

Date: 08/24/2023

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

By: Brandon Mendenhall
Brandon Mendenhall, Incorporator

Date: 08/28/2023

45-01-17 17:08:34