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**FLORIDA PROFIT/NON PROFIT CORPORATION  
SMART AIRPORT TECHNOLOGIES ASSOCIATION, INC.**

Certificate of Status	1
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Page Count	04
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**ARTICLES OF INCORPORATION  
OF  
SMART AIRPORT TECHNOLOGIES ASSOCIATION, INC.**

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a corporation not for profit under the "Florida Not For Profit Corporation Act", Chapter 617, Florida Statutes.

**ARTICLE I**

**NAME**

The name of this corporation ("Corporation") is: SMART AIRPORT TECHNOLOGIES ASSOCIATION, INC.

**ARTICLE II**

**PURPOSES**

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) (the "Code"), and the purposes and objectives of this Corporation shall be as follows:

- A. To enhance the business of the use of advanced technologies (including without limitation digital twins, business intelligence, artificial intelligence, electrification and cybersecurity) in airport management and operations (the "Business").
- B. To provide educational and professional growth opportunities to those involved in the Business.
- C. To promote local, regional and national relationships for the interchange of ideas and dissemination of material related to the Business.
- D. To foster positive relations with vendors who provide products and resources to those engaged in the Business.

No part of the net earnings of the Corporation shall inure to the benefit of, or be contributable to, its members, directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this Article II. The Corporation shall not carry on propaganda or otherwise attempt to influence

legislation to an extent that would disqualify it for exemption under Section 501(c)(6) of the Code.

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(6) of the Code.

**ARTICLE III**

**DIRECTORS**

The Board of Directors shall have all voting powers. The manner of choosing of directors shall be as set forth in the Bylaws. Any natural person who has attained at least the age of twenty-one (21) years shall be qualified to be a director of the Corporation.

The Board of Directors of the Corporation shall consist of no fewer than three (3) persons nor more than thirteen (13) persons, the exact number to be determined in accordance with the provisions of the Bylaws.

**ARTICLE IV**

**TERM OF EXISTENCE**

This Corporation shall commence existence on filing of these Articles, and shall exist perpetually.

**ARTICLE V**

**INCORPORATOR**

The name and address of the subscriber is:

<u>NAME</u>	<u>ADDRESS</u>
David Tamir	1049 Willa Springs Drive, Suite 1021 Winter Springs, Florida 32708

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**ARTICLE VI**

**OFFICERS**

The affairs of the Corporation shall be managed by a President, a Secretary, a Treasurer, and such other officers as may be provided for by the Board of Directors from time to time in the Bylaws. An officer or director may hold one or more offices. The officers shall be elected by the Board of Directors annually in accordance with the provisions of the Bylaws.

The initial President and Treasurer of the Corporation shall be David Tamir and the initial Secretary of the Corporation shall be Shamy Perea, each at the Corporation's address.

**ARTICLE VII**

**MEMBERS**

The Corporation shall have one or more classes of members whose qualifications and other rights are set forth either in the Bylaws or by resolution of the Board of Directors.

**ARTICLE VIII**

**BYLAWS**

The Bylaws of the Corporation shall be made, altered, or rescinded by affirmative vote of a majority of the directors of the Corporation.

**ARTICLE IX**

**AMENDMENTS**

These Articles of Incorporation may be amended by the affirmative vote of a majority of the directors of the Corporation.

**ARTICLE X**

**MISCELLANEOUS**

Section 1. Neither the members, directors nor officers of the Corporation shall be personally liable for any obligations of the Corporation of any nature whatsoever; nor shall any of the property of any member, director or officer of the Corporation be subject to the payment of the obligations of the Corporation to any extent whatsoever.

Section 2. The Corporation shall have no capital stock.

Section 3. This Corporation shall have all powers to carry out its purposes and activities incidental to its purposes in furtherance, and not in limitation of, the powers conferred by law and by the "Florida Not For Profit Corporation Act", Chapter 617, Florida Statutes, or as the same may be amended.

**ARTICLE XI**

**DISSOLUTION**

Upon the dissolution of this Corporation the Board of Directors shall, after paying or making provision for the payment or all the liabilities of the Corporation, pursuant to the procedure of provisions of Florida Statutes §617.1406, dispose of all of the assets of the Corporation exclusively for the purposes of the corporation in such manner, or (i) to such organization or organizations organized and operated in furtherance of the purposes set forth in Article II hereof, or substantially similar purposes, as shall at the time qualify as an exempt

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organization or organizations under Section 501(c)(6) or Section 501(c)(3) of the Code, or (ii) to the federal government or a state or local government for a public purpose, as the Board of Directors shall determine. Any of the assets not so disposed of shall be disposed of by the Circuit Court of the County in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE XII**

**INITIAL PRINCIPAL OFFICE;  
INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial principal office and mailing address of the Corporation is 1049 Willa Springs Drive, Suite 1021, Winter Springs, Florida 32708. The initial registered office of the Foundation is located at 329 N. Park Avenue, 2<sup>nd</sup> Floor, Winter Park, Florida 32789, and the name of the initial registered agent of the Foundation at that address is WHWW, Inc., a Florida corporation.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation the 10th day of June, 2024.

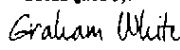
DocuSigned by  
  
\_\_\_\_\_  
David Tamir, Incorporator

**CONSENT OF REGISTERED AGENT**

WHWW, INC., a Florida corporation, the undersigned, hereby accepts appointment and hereby consents to serve as registered agent of SMART AIRPORT TECHNOLOGIES ASSOCIATION, INC., a Florida not for profit corporation and agrees to maintain the registered office and accept process according to law.

DATED this 10th day of June, 2024.

WHWW, INC., a Florida corporation

By:   
\_\_\_\_\_  
W. Graham White, Vice-President