

N 24000010713

(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



800435148038

RECEIVED

2024 SEP 11 PM 3:28

SECRETARY OF STATE
MAIL ROOM 1100010

5022

CT CORP
(850) 656- 4724
3458 lakesore Drive
Tallahassee, FL 32312

Date: 09/11/2024
Acc#I20160000072

en: c DW

Name:	THE INDEPENDENT MEDIA COUNCIL, INC.
Document #:	
Order #:	15866938

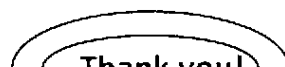
Certified Copy of Arts & Amend:	<input type="checkbox"/>		
Plain Copy:	<input type="checkbox"/>		
Certificate of Good Standing:	<input type="checkbox"/>		
Certified Copy of	<input type="checkbox"/>		
Apostille/Notarial Certification:	<input type="checkbox"/>	Country of Destination:	
		Number of Certs:	

Filing: <input checked="" type="checkbox"/>	Certified: <input checked="" type="checkbox"/>
	Plain: <input type="checkbox"/>
	COGS: <input type="checkbox"/>

Email Address for Annual Report Notifications:

Availability _____
Document _____
Examiner _____
Updater _____
Verifier _____
W.P. Verifier _____
Ref# _____

Amount: \$ **78.75**



**ARTICLES OF INCORPORATION
OF
THE INDEPENDENT MEDIA COUNCIL, INC.**

(A Florida Not-For-Profit Corporation)

The undersigned Incorporator hereby files this, the Articles of Incorporation of THE INDEPENDENT MEDIA COUNCIL, INC. as a not for profit corporation under Chapter 617, *Florida Statutes*:

**Article I
NAME**

The name of this corporation shall be THE INDEPENDENT MEDIA COUNCIL, INC. (hereinafter called the "Corporation").

**Article II
PRINCIPAL OFFICE AND MAILING ADDRESS**

The initial mailing address and principal office of the Corporation: 2550 M Street, NW, Suite 500, Washington, DC 20037.

**Article III
COMMENCEMENT OF CORPORATE EXISTENCE**

The Corporation shall commence its existence on the date of filing for incorporation with the Florida Secretary of State and shall have perpetual existence unless sooner dissolved according to law.

**Article IV
PURPOSES**

The general purpose of this Corporation shall be to promote the common business interests of independent media organizations with the goal of promoting a free market of ideas and principles in multimedia and advertising.

The Corporation shall be a nonprofit corporation qualifying for tax-exempt status as a business league or trade association under section 501(c)(6) of the Internal Revenue Code of 1986, as amended (the "Code").

**Article V
BOARD OF DIRECTORS/MANNER OF ELECTION**

The affairs of the Corporation shall be managed under the direction of the Board of Directors. The Board of Directors shall have all the powers necessary or appropriate for the administration of the affairs of the Corporation. The number of directors shall be determined from time to time in

accordance with the Bylaws but shall never be less than three (3) Directors. The manner of election, removal and resignation of Directors shall be regulated by the Bylaws. The initial Directors shall be:

- Ruddy, Christopher
- Dolan, Christopher
- Bluey, Robert

Article VI **MEMBERS**

The Corporation shall have two classes of Members, Voting Members and Associate Members. Voting Members shall have such rights as may be granted to them under the Bylaws and the Florida Not for Profit Corporation Act (except as provided in the Bylaws). Associate Members shall not be considered "members" for purposes of the Florida Not for Profit Corporation Act and shall have only the rights given to them under the Bylaws or by action of the Board of Directors.

Article VII **INITIAL REGISTERED OFFICE AND AGENT**

The name and Florida address of the initial registered agent of the Corporation is C T CORPORATION SYSTEM, 1200 South Pine Island Road, Plantation, FL 33324.

Article VII **INCORPORATOR**

The name and street address of the incorporator of the Corporation is Michael Hawthorne, Squire Patton Boggs (US) L.L.P. 2550 M Street, NW, Washington, DC 20037.

Article VIII **DEDICATION OF ASSETS AND DISSOLUTION**

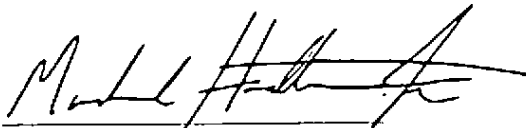
The Corporation's assets are irrevocably dedicated to its nonprofit, tax-exempt purposes. Upon dissolution of this Corporation, all properties and assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed, as determined by the Board of Directors, to a one or more organizations exempt from federal income tax under section 501(c)(4) or section 501(c)(6) of the Code and organized and operated for purposes similar to those of the Corporation or to one or more nonprofit corporations operated exclusively for charitable or educational purposes and exempt from federal income under section 501(c)(3) of the Code. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located (or if no principal office in Florida, its registered office), exclusively, as said court shall determine, for such purposes or to such organization or organizations which are organized and operated exclusively for charitable purposes, pursuant to Section 501(c)(3) of the Code.

Article IX
PROHIBITED ACTIVITIES

No part of the net earnings or distribution of the assets of the Corporation upon its dissolution shall inure to the benefit of, or be distributable to, its officers, members, trustees, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments in furtherance of the purposes of the Corporation set forth herein. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(6) of the Code.

These Articles of Incorporation may be amended at any time in accordance with the procedures set forth in Section 617.1001 of the Florida Statutes.

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.



Michael Hawthorne
Incorporator

09-11-2024

Date

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in the above Articles of Incorporation of The Independent Media Council, Inc., I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Murdoch Helms

Name:

C T Corporation System

Date: 9/11/2024