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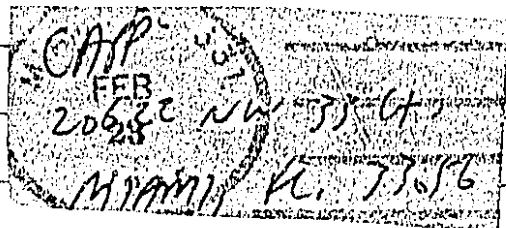
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U.S. DEPARTMENT OF COMMERCE  
BUREAU OF ECONOMIC ANALYSIS

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

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NEW FILINGS		AMENDMENTS	
<input type="checkbox"/>	Profit	<input type="checkbox"/>	Amendment
<input type="checkbox"/>	NonProfit	<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Limited Liability	<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Domestication	<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Other	<input type="checkbox"/>	Merger

OTHER FILINGS		REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Annual Report	<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Fictitious Name	<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Name Reservation	<input type="checkbox"/>	Reinstatement
		<input type="checkbox"/>	Trademark
		<input type="checkbox"/>	Other

AC 2-28  
Examiner's Initials

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SECRET

ARTICLES OF INCORPORATION

The undersigned, acting as incorporator(s) of a Corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation of such corporation.

ARTICLE I

The name of the corporation shall be: THE ASSOCIATION OF BLACK PSYCHOLOGISTS SOUTH FLORIDA CHAPTER, INCORPORATED

The principal place of business of this corporation shall be: 20622 N.W. 33 COURT  
Miami, Florida 33056

ARTICLE II

The period of the duration of this corporation is perpetual unless dissolved according to law.

ARTICLE III

Scope and Purpose (Local)

The overall goals of the South Florida Chapter are identical to those of the national organization. In addition, specific local goals include the following: (1) To formulate opinions with policy implications concerning relevant psychological, sociological, economic and political issues which affect the Black community. (2) To work with local organizations in meeting the mental health needs of black people. (3) To encourage and support the involvement of membership in education and professional activities (in-service training, continuing education, independent research, licensure and certification, scholarly papers and publications, etc.). (4) To encourage and support the development of psychology students through recruitment, fellowship, support, curriculum development, internships, job or graduate school placement, etc.

To accomplish these purposes, the Association shall exercise, but not be limited to, the following specific functions:

- (1) To establish a central local organization of black psychologists.

- (2) To develop funding sources for working capital, staff support, and education programs.
- (3) To seek funding for projects involving black psychologists, and to support scholarly papers, training programs, recruitment of students and faculty, and community mental health programs.
- (4) To establish Ad-Hoc committee(s) to survey and implement relevant programs or activities.
- (5) To participate with community organizations that have objectives consistent with the scope and purpose of the Atlanta Chapter of the Association of Black Psychologists.
- (6) To develop position papers and/or policy statements in regard to issues affecting black people.

#### ARTICLE IV

The qualifications for members and the manner of their admission are:

- A. Membership in the organization is limited to those persons with a specific interest in the overall enhancement of black life.
- B. Membership shall be granted to black persons who hold a college degree, or its equivalent, in psychology, or related fields, or who are working in the field of psychology or related fields, or who are students in psychology or related fields.
- C. Valid membership in the chapter requires payment of both Chapter and National dues for the current fiscal year.
- D. Types of requirements for membership are as follows:
  - 1. Professional
    - a. Paid dues in full as a professional.
  - 2. Associate
    - a. Paid dues in full as an Associate.
  - 3. Student
    - a. Paid dues in full as a student.
  - 4. Affiliate
    - a. Paid dues in full as an Affiliate.

#### Article IV. Officers and Committee Chairpersons

A. The officers and committee chairpersons of the Chapter will be elected by a majority vote of members satisfying the requirements of a quorum.

B. Appointment or election of assistant officers may be done by a majority vote of members when appropriate.

C. All officers and chairpersons shall hold their positions for a term of two years. No person may hold more than one position simultaneously.

D. The officers and chairpersons of the Chapter, and their respective responsibilities are as follows:

E. The offices of President and Vice President shall be held by members who have at least an M.A. in Psychology, or related field, as determined by the membership.

#### Board of Directors

A. The Board of Directors is responsible for coordinating the activities of the organization in order to achieve those purposes outlined within these by-laws. In doing so, it functions in accordance with the organization's articles of incorporation, and in service to the general membership.

B. The Board of Directors shall be composed of the elected officers and committee chairpersons of the Chapter.

C. Any member of the Board of Directors may resign by notice in writing to the President, and in the President's case, by notice to the Vice President.

#### Voting

A. Each member is entitled to one vote.

B. The quorum required for valid voting shall consist of those members present, plus properly submitted proxies.

C. Proxies are limited to written and signed statements.

### Dues

A. The dues of the Chapter shall be determined periodically by a majority vote of members satisfying the requirements of a quorum.

### Amendments

A. A formal resolution to alter, amend, repeal, or enact new by-laws may be proposed by any member.

B. Written notice of the proposed resolution must be provided for the full membership.

C. Voting on the proposed resolution would be held at the next scheduled Chapter meeting.

D. Proposed amendments will be approved by a majority vote of members satisfying the requirements of a quorum.

**The following officers and chairs were passed with accompanying responsibilities:**

- |                 |  |
|-----------------|--|
| President       | <ul style="list-style-type: none"><li>- preside over general and executive meetings</li><li>- responsible for overall coordination and functioning of chapter</li><li>- serves as an ad hoc member of each committee</li><li>- serves as liaison between chapter and national</li><li>- represents organization as its official spokesperson</li></ul> |
| Vice President  | <ul style="list-style-type: none"><li>- assumes responsibilities of president in his/her absence</li><li>- serves as member of the program committee</li><li>- prepares general meeting agenda at the direction of the Exec. Cte.</li></ul>  |
| Secretary       | <ul style="list-style-type: none"><li>- complies and maintains records of the chapter</li><li>- records and disseminates minutes of the general meetings</li><li>- records minutes of Exec. Cte. meetings</li><li>- assists president with correspondence as needed</li><li>- serves on the Communication Cte.</li></ul>                               |
| Treasurer       | <ul style="list-style-type: none"><li>- recipient and disburser of all monies</li><li>- serves on Fundraising Cte.</li><li>- maintains membership and financial records</li><li>- provides financial advice</li><li>- prepares financial reports as required</li></ul>   |
| Student Liaison | <ul style="list-style-type: none"><li>- responsible for student membership</li><li>- serves as advocate for student concerns</li><li>- serves on membership cte.</li><li>- N.B. Student status determined by type of membership</li></ul>  |

Membership Committee

1. recruitment
2. advocacy
3. a. social

Program Committee

1. liaison for cooperative programs
2. community action
3. issues & research
4. work calendar

Communications Committee

1. information dissemination
2. media/public relations

Fundraising Committee

1. local and nation
2. on-going, special events
3. outside funding sources

ARTICLE V

The number constituting the initial Board of Directors of the corporation is three (3), and the names and addresses of the persons who are to serve initially are:

Larry David Capp, Ph.D. - President  
20622 N.W. 33 Ct.  
Miami, Florida 33056

Dr. Debra Greenwood- Vice-President  
1425 N.W. 10 Avenue  
Miami, Florida 33136

Marvin McCray, Ph.D. - Secretary  
100 N.W. 4 St.  
Miami, Florida 33130

ARTICLE VI

This corporation is organized under a non-stock basis.

## ARTICLE VII

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State, or Local Government for exclusive public purpose.

## ARTICLE VIII

The name and address of each incorporator is

Larry Capp, Ph.D.- 20622 N.W. 33 Ct., Miami, FL. 33056

Debra Greenwood, Ph.D.- 1425 N.W. 10 Avenue, Miami, Fla. 33136

Marvin McCray, Ph.D. 100 N.W. 4 St., Miami, Fla. 33130

IN WITNESS WHEREOF, the undersigned incorporator(s) has (have) executed these Articles of Incorporation this 17th day of February 1995.

Signature(s) of Incorporator(s)

Larry D. Capp  
Debra Greenwood  
Marvin McCray

STATE OF FLORIDA, COUNTY OF Dade

THE FOREGOING instrument was acknowledged and sworn to before me this  
17th day of February, 1995 by Larry Capp, Debra Greenwood, & Marvin McCray  
(name of incorporator)  
of THE ASSOCIATION OF BLACK PSYCHOLOGISTS SOUTH FLORIDA CHAPTER, INC.  
(name of corporation)

(SEAL)



Notary Public

VIVIAN RODRIGUEZ

My Commission Expires: \_\_\_\_\_

NON-PROFIT ARTICLES OF INCORPORATION FILING FEE: \$30

**CERTIFICATE OF DESIGNATION**

**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is: THE ASSOCIATION OF BLACK PSYCHOLOGISTS  
SOUTH FLORIDA CHAPTER, INCORPORATED.

2. The name and address of the registered agent and office is:  
Dr. Larry Capp, 20622 N.W. 33 Ct., Miami, Fl. 33056

(P.O. BOX NOT ACCEPTABLE)

Miami, Florida 33056

(CITY/STATE/ZIP)

SIGNATURE

(corporate officer)

TITLE PRESIDENT

DATE Feb. 17, 1995

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

(REGISTERED AGENT)

DATE Feb. 17, 1995

REGISTERED AGENT FILING FEE: \$20.00