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1715 MONROE ST
POST OFFICE BOX 280
FORT MYERS FL 33902-0280

FAX: (904) 922-4000

CONTACT: BARR B ISLE

PHONE: (813) 334-4121

FAX: (813) 332-4494

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NAME: THE FLORIDA CHAPTER OF MINORITY & SMALL BUSINESS ASS

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05/17/95 08:38 0813 334 0493

FAX AUDIT NO.: H95000005509

ARTICLES OF INCORPORATION
OF
THE FLORIDA CHAPTER OF MINORITY
& SMALL BUSINESS ASSOCIATION, INC.
A FLORIDA NOT FOR PROFIT CORPORATION

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53 MAY 17 PM 12:39
SECRETARY OF STATE
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I, the undersigned, with other persons, being desirous of forming a corporation not for profit, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I. NAME

The name of this corporation is THE FLORIDA CHAPTER OF MINORITY & SMALL BUSINESS ASSOCIATION, INC.

ARTICLE II. PURPOSES

The general nature of the objects and purposes of this corporation shall be:

1. To promote the common interest of small and minority businesses in the State of Florida.
2. To improve business conditions of small and minority businesses in the State of Florida.
3. To provide training for minorities in small businesses.
4. To provide continuing educational programs for the corporation's members.

Prepared by: James H. Kane, Esq.
Florida Bar No.: 779113
1715 Monroe Street
Fort Myers, FL 33901
(813) 337-8450
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5. To coordinate with local, state, and federal authorities in providing opportunities for small and minority businesses in the State of Florida.

6. To do any and all things necessary and appropriate in connection with the foregoing purposes and purposes incidental thereto.

7. The corporation's purposes are hereby limited in such a manner as will qualify it as an exempt organization under 5501(c)(6) of the Internal Revenue Code of 1986, as amended ("Code"), or under any corresponding provisions of any subsequent federal tax laws.

ARTICLE III. QUALIFICATIONS OF MEMBERS

The membership of this corporation shall constitute all of the individuals or entities as approved by the Board of Directors or as provided in the Bylaws of the corporation. The members of this corporation shall have no voting rights and no voting power. All voting power shall be vested solely in the Board of Directors as provided in the Bylaws of the corporation.

ARTICLE IV. TERM OF EXISTENCE

This corporation shall commence upon the filing of these Articles and shall exist perpetually thereafter.

ARTICLE V. INCORPORATORS

The name and address of the incorporator to these Articles is:

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NAME

JUDY BASSETT

ADDRESS

2219 Flint Drive
Fort Myers, FL 33916

ARTICLE VI. BOARD OF DIRECTORS

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have five (5) Directors initially. The number of Directors may be increased or decreased from time to time by the Bylaws but shall never be less than three (3).

Section 2. The Board of Directors need not be members of the corporation.

Section 3. Members of the Board of Directors shall be elected and hold office in accordance with the Bylaws.

Section 4. The names of the persons who are to serve as Directors for the ensuing year, or until removed in accordance with the Bylaws, are:

JUDY BASSETT
JANAH CARTER
RONALD BASSETT
LEE COLE
SUSAN SELLARS

ARTICLE VII. ADDRESS.

The location and mailing address of the principal office of this corporation shall initially be at 2219 Flint Drive, Fort Myers, FL 33916. The Board of Directors may designate such other and

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additional addresses for the location of the corporation as it may from time to time see fit.

ARTICLE VIII. DESIGNATION OF REGISTERED AGENT

The initial registered agent of this corporation for the purpose of accepting service of process within this state shall be JUDY BASSETT, whose address is 2219 Flint Drive, Fort Myers, FL 33916.

ARTICLE IX. MISCELLANEOUS

Section 1. No part of the net earnings or assets of the corporation shall inure to the benefit of any individual, member, director, or officer.

Section 2. No person, firm, or corporation shall ever receive any dividends or profits from the undertaking of this corporation, and upon dissolution of this organization all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under Code § 501(c)(6), Code § 501(c)(3), or to the Federal Government, or to a state or local government, for a public purpose; and none of the assets will be distributed to any member, officer, director or trustee of this corporation.

Section 3. These Articles of Incorporation may be amended at any meeting of the Board of Directors by majority vote of the directors then in office.

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IN WITNESS WHEREOF, I the undersigned incorporator, have
hereunto set my hand and seal, this 20th day of April, 1995
for the purpose of forming this corporation not for profit under
laws of the State of Florida.

Judy W. Bassett
JUDY BASSETT Incorporator

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

Having been named to accept service of process for this corporation, at the place designated in this certificate, I hereby accept the appointment, understand my duties as registered agent, and agree to act in this capacity and to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office.

Judy M. Bassett
Judy Bassett, Registered Agent

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TALLAHASSEE, FLORIDA

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