



FLORIDA  
HOSPITAL

601 East Rollins Street  
Orlando, Florida 32803  
407 / 896 6611

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May 29, 1995

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-05/30/95--01030--009  
\*\*\*\*122.50 \*\*\*\*122.50

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

Re: Articles of Incorporation for Orlando Chapter of CEBS

Dear Sirs:

I am enclosing the Articles of Incorporation for the Orlando Chapter of the International Society of Certified Employee Benefit Specialists, Inc. for the purpose of registering them to form a not-for-profit corporation in accordance with the laws of the State of Florida

Also enclosed is a check for \$122.50, \$70.00 of which is the fee to register the Articles of Incorporation and \$52.50 for the purpose of obtaining a Certified Copy of the Articles of Incorporation.

Please send the Certified Copy to me at the following address:

Donald G. Jones, Benefits Manager  
Florida Hospital  
601 East Rollins Street  
Orlando, FL 32803

Thank you for your assistance with this request.

Sincerely,

Donald G. Jones  
Benefits Manager

/cs

Enc. 2

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6/9

FILED  
JUN 10 1983  
CLERK OF COURT  
JULY 10 1983  
JULY 10 1983

**ARTICLES OF INCORPORATION  
OF THE ORLANDO CHAPTER  
OF THE INTERNATIONAL SOCIETY  
OF CERTIFIED EMPLOYEE BENEFIT SPECIALISTS, INC.**

The undersigned incorporator hereby executes these Articles of Incorporation for the purpose of forming a not-for-profit corporation in accordance with the laws of the State of Florida.

**ARTICLE 1**

**Name**

The name of this corporation shall be:

**THE ORLANDO CHAPTER OF THE INTERNATIONAL SOCIETY OF  
CERTIFIED EMPLOYEE BENEFIT SPECIALISTS, INC.**

**ARTICLE 2**

**Principal Office and Mailing Address**

The address of the principal office and the mailing address of this corporation shall be:

601 East Rollins Street  
Orlando, FL 32803

**ARTICLE 3**

**Registered Office and Registered Agent**

The initial registered office of this corporation shall be located at 601 East Rollins Street, Orlando, FL 32803, and the initial Registered Agent of this corporation at such office shall be Donald G. Jones. This

corporation shall have the right to change such Registered Agent and such registered office from time to time, as provided by law

#### ARTICLE 4

##### Board of Directors

The Board of Directors of this corporation shall consist of a number of directors to be fixed from time to time by the members or the by-laws, but in no event less than three. The business and affairs of this corporation shall be managed by the Board of Directors, which may exercise all such powers of this corporation and do all such lawful acts and things as are not by law directed or required to be exercised or done only by the members. The Directors shall be elected in the manner provided for in the by-laws.

#### ARTICLE 5

##### Initial Board of Directors

The initial Board of Directors of this corporation shall consist of seven (7) members, such members to hold office until their successors have been duly elected and qualified. The names and addressees of the initial directors are:

<u>Name</u>	<u>Address</u>
John H. Creekmore	Creekmore Insurance Group P.O. Box 2127 Oviedo, FL 32765-2127
Donald G. Jones	Florida Hospital 601 East Rollins Street Orlando, FL 32803
Webster H. Owen	3001 Aloma Avenue, Suite 221 Winter Park, FL 32792
John D. Robinson	Wittner Companies 501 North Magnolia Avenue, Ste 200 Orlando, FL 32801
Ned Schmidt	Schmidt Management company 719 Eastover Circle Deland, FL 32724
Juliet E. Sears	Corporate Benefits, Inc. 20 North Orange Avenue, Suite 404 Orlando, FL 32801

Tarra Sullivan

Barnett Banks Trust Company  
250 Park Avenue South  
Orlando, FL 32789

## ARTICLE 6

### Incorporator

The name and street address of the incorporator making these Articles of Incorporation are:

#### Name

Donald G. Jones

#### Address

Florida Hospital  
601 East Rollins Street  
Orlando, FL 32803

## ARTICLE 7

### Purposes and Duration

- a. This corporation is organized exclusively to carry out on a local level certain educational, charitable and scientific purposes (within the meaning of those terms as used in Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code")) in furtherance of those same purposes of its central organization, the International Society of Certified Employee Benefit Specialists, Inc., itself a Section 501(c)(3) organization.
- b. This corporation may exercise any, all and every power which a corporation, not-for profit, organized under the provisions of Chapter 617, Florida Statutes, for educational, scientific, and charitable purposes, all for the public welfare, may exercise, but not any other purpose. None of the activities, funds, property or income of this corporation shall be used in carrying on any political activity, directly or indirectly, or in attempting to influence legislation. Neither this corporation nor its officers or Directors shall, as such, contribute to or otherwise support or assist any political party or candidate for elective public office. No part of the net earnings of the corporation shall inure to the benefit of or be distributed to its members, directors, officers or other private persons.
- c. Notwithstanding any other provision of these articles, this 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)(3) of the Code or by a Corporation, contributions to which are deductible under Section 170(c)(2) of the Code.
- d. All of the property of this corporation and accumulations thereof shall be held and administered to effectuate its purpose and to serve the general welfare of the people. Upon the dissolution of this corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation to the International Society of Certified Employee Benefit Specialists,

Inc., or in the event that it has ceased to exist, to such organization or organizations as the Board of Directors shall select, which are organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code.

- c. This Corporation shall have perpetual existence.

## ARTICLE 8

### By-laws

The power to adopt the by-laws of this Corporation, to alter, amend or repeal the by-laws, or to adopt new by-laws, shall be vested in the Board of Directors of this Corporation. The qualifications for members and the manner of their admission shall be regulated by the by-laws of this Corporation.

## ARTICLE 9

### Amendment of Articles of Incorporation

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute or the by-laws, and all rights conferred upon the members herein are subject to this reservation.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation for the uses and purposes therein stated this 24<sup>th</sup> day of May, 1995.

Donald G. Jones  
DONALD G. JONES

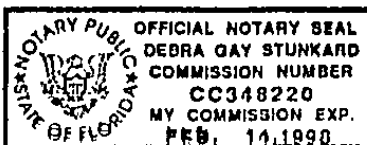
STATE OF FLORIDA  
COUNTY OF ORANGE

Before me, personally appeared Donald G. Jones, well known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this 24<sup>th</sup> day of May, 1995

Debra Gay Stunkard  
Notary Public, State of Florida

My Commission Expires:



THE ORLANDO CHAPTER OF  
THE INTERNATIONAL SOCIETY OF  
CERTIFIED EMPLOYEE BENEFIT SPECIALISTS, INC.

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

The undersigned, DONALD G. JONES, having been named as Registered Agent to accept service of process for the above-named corporation at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of such position under Chapter 617, Florida Statutes.

DATED this 24<sup>th</sup> day of May, 1995.

Donald G. Jones  
DONALD G. JONES

STATE OF FLORIDA  
COUNTY OF ORANGE

SWORN TO AND SUBSCRIBED before me this 24<sup>th</sup> - day of May, 1995.

Debra Gay Stunkard  
Notary Public, State of Florida

My Commission Expires:

