TODD A. STERZOY | Holland and Knight | Grand Street Suite 600 | Grand S

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

Other

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# ARTICLES OF INCORPORATION FOR

# ALLIANCE FOR MODERN TRANSIT AND LIVEABLE COMMUNITIES, INC.



The undersigned, acting as the incorporator of Alliance for Modern Transit and Liveable Communities, Inc., under Chapter 617 of the Florida Statutes, and Section 501(c)(3) of the Internal Revenue Code of 1986, submits the following Articles of Incorporation.

### ARTICLE I. NAME

The name of the corporation is: Alliance for Modern Transit and Liveable Communities, Inc.

### ARTICLE II. ADDRESS

The address of the corporation's principal office is 8908 Beeler Drive, Tamp, FL 33626.

# ARTICLE III. DURATION AND COMMENCEMENT

The Corporation will exist perpetually, commencing with the filing of these Articles of Incorporation with the Florida Department of State.

#### ARTICLE IV. PURPOSE

The corporation is organized exclusively for religious, charitable, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law including but not limited to the following:

1. Educate citizens regarding the community's transportation needs and the role that transportation choices make on the life and development of the community;

- 2. Promote development and use of transit systems: rail, bus, car, and van pools, and the intermodal connections between all forms of transportation; and
- 3. Review and conduct research into the relationship between various transportation modes, and the impact that each mode has on the liveability of the surrounding community.

The purposes of the corporation shall also include the performance of activities related or incidental to the furtherance of the corporation's stated purposes and permitted under the laws of the United States and Florida.

## ARTICLE V. PROHIBITED ACTIVITIES

This corporation shall not engage in any activities prohibited by Section 617.0835 of the Florida Statutes.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable 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. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future United States Internal Revenue Law, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, or corresponding section of any future United States Internal Revenue Law.

#### ARTICLE VI. DIRECTORS

The initial board of directors of the Corporation shall consist of three (3) members. The names and addresses of the members of the Corporation's initial board of directors are:

Paul Bowen

P. O. Box 1651 Tampa, FL 33601 Theodore Couch

824 E. Fletcher Avenue

Tampa, FL 33612

Ron Sheck

3532 Village Way

Tampa, FL 33611

The method of election of directors shall be as stated in the Bylaws.

## ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 8908 Beeler Drive, TAmpa, Florida 33626 and the Corporation's initial registered agent at that address is Edwin J. Crawford.

### ARTICLE VIII. INCORPORATOR

The name and street address of the incorporator is Douglas A. Wright, 400 North Ashley Drive, Suite 2300, Tampa, Florida 33602. The incorporator of the Corporation assigns to the Corporation his rights under Section 617.013, Florida Statutes, to constitute a corporation.

## ARTICLE IX. DISSOLUTION

In the event of the dissolution of the Corporation, the residual assets of the Corporation shall be distributed to one or more organizations that themselves are exempt from federal income taxation as organizations described within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court for 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. No part of the assets or net earnings of the corporation may be distributed or inure to the benefit of any individual.

#### ARTICLE X. AMENDMENTS

The Corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this _____ day of January, 1996.

Douglas A. Wright Incorporato

# CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE

# FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENTS UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That Alliance for Modern Transit & Liveable Communities, Inc. desiring to organize under the laws of the State of Florida with its initial registered office, as indicated in the Articles of Incorporation, at 8908 Beeler Drive, the City of Tampa, State of Florida, has named Edwin J. Crawford, as its agent to accept service of process within this state.

## **ACKNOWLEDGEMENT:**

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, I agree to act in that capacity and to comply with the provisions of the Florida Business Corporation Act and Chapter 617, Florida Statutes, relative to keeping open the registered office.

January 11th 1996

Edwin J. Crawford, Registered Agent

TPA2-310647.3

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