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KENNETH K. THOMPSON

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February 20, 1996

Corporate Records Bureau  
Division of Corporations  
ATTENTION: CORPORATE DIVISION  
DEPARTMENT OF STATE  
Post Office Box 6327  
Tallahassee, Florida 32301

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-03/06/96--01074--017  
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RE: GREATER IMMOKALEE CHAMBER OF COMMERCE, INC.

To Whom It May Concern:

Enclosed please find two (2) copies of the Articles of Incorporation and the Designation of Resident Agent for the above-referenced company, along with my check in the amount of \$122.50. Please file the enclosed papers and return a certified copy to this office in the enclosed self-addressed, stamped envelope.

Your prompt attention to this matter will be greatly appreciated.

Sincerely,

*Kenneth K. Thompson*

Kenneth K. Thompson

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Enclosures

cc: Fred N. Thomas, Jr.

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*Kenneth Thompson* GAVE  
AUTHORIZATION BY PHONE TO  
CORRECT *Number 2*  
DATE *3/8/96*  
DOC. EXAM. *[Signature]*

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DIVISION OF CORPORATIONS  
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*96 3/8/96*

**ARTICLES OF INCORPORATION  
OF  
GREATER IMMOKALEE CHAMBER OF COMMERCE, INC.**

The following are Articles of Incorporation executed pursuant to the Florida Corporations Not-For-Profit Act, Florida Statutes, Chapter 617.

**ARTICLE I  
NAME OF CORPORATION**

The name of this corporation is GREATER IMMOKALEE CHAMBER OF COMMERCE, INC.

**ARTICLE II  
DURATION**

This corporation shall exist perpetually, Commencement of this corporation's existence shall be the time of the filing of these Articles of Incorporation by the Department of State of the State of Florida.

**ARTICLE III  
PURPOSE**

The purpose of this corporation is to organize and promote the community of Immokalee and the business interests therein, and conduct such activities to further and accomplish said purpose.

**ARTICLE IV  
MEMBERSHIP AND MANAGEMENT OF CORPORATE AFFAIRS**

The qualification of members, the election of directors, the operation and the management of this corporation shall be as set forth in the Bylaws.

**ARTICLE V  
EARNINGS AND ACTIVITIES OF CORPORATION**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, officers or other private persons, except that a 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 Article III.

Notwithstanding any other provisions of these articles, the 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)(6) of the Internal Revenue Code of 1986 (or corresponding provisions

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of any future United States Internal Revenue Law).

Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

## **ARTICLE VI DISTRIBUTION OF ASSETS**

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(6) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the members of the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the County in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such Court shall determine, which are organized and operated exclusively for such purposes.

## **ARTICLE VII AMENDMENT OF BYLAWS**

Bylaws of this corporation shall be made, amended, rescinded, added to and adopted by a resolution of a majority of the members present at any annual, regular, or duly called special meeting, provided that such notice of the proposed amendment to the Bylaws shall be given to the membership in writing at least 10 days before the meeting. A quorum for such meeting shall be as provided in the Bylaws.

## **ARTICLE VIII DEDICATION OF ASSETS**

The property of this corporation is irrevocably dedicated to its specific purpose, and no part of the net income or assets of this corporation shall ever inure to the benefit of any officer or member thereof, or to the benefit of any private individual.

## **ARTICLE IX INITIAL PRINCIPAL OFFICE ADDRESS**

The address of the initial principal office of this corporation, which is also the mailing address of the corporation, is 907 Roberts Avenue, Immokalee, Florida, 33934.

**ARTICLE X**  
**BOARD OF DIRECTORS**

This corporation shall have four (4) directors initially. The number of directors may be increased or decreased, from time to time, by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than three (3).

The names and addresses of the initial officers and directors of this corporation are as follows:

<u>Name/Title</u>	<u>Address</u>
Fred N. Thomas, Jr. President	1800 Farm Workers Way Immokalee, Florida 33934
J. C. Nutley Vice-President	502 East New Market Road Immokalee, Florida 33934
Denise Smith Secretary	1400 North 15th Street Immokalee, Florida 33934
Raymond Holland Treasurer	1400 North 15th Street Immokalee, Florida 33934

**ARTICLE XI**  
**INITIAL REGISTERED AGENT AND REGISTERED ADDRESS**

The name of the initial registered agent of this corporation is Mary Gross and the street address of the initial registered office is 907 Roberts Avenue, Immokalee, Florida 33934.

**ARTICLE XII**  
**MEMBERSHIP**

Membership in this non-profit corporation shall be regulated by the Bylaws.

**ARTICLE XIII  
INCORPORATORS**

The names and residence addresses of the subscribers to these Articles of Incorporation are:

**NAME/TITLE**

**ADDRESS**

Fred N. Thomas, Jr.  
President

1800 Farm Workers Way  
Immokalee, Florida 33934

J. C. Nutley  
Vice-President

502 East New Market Road  
Immokalee, Florida 33934

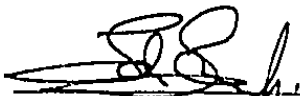
Denise Smith  
Secretary

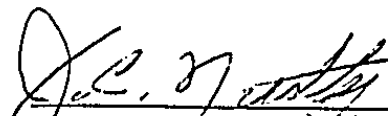
1400 North 15th Street  
Immokalee, Florida 33934

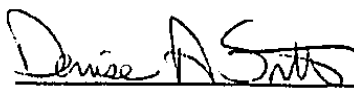
Raymond Holland  
Treasurer

1400 North 15th Street  
Immokalee, Florida 33934

IN WITNESS WHEREOF, the undersigned Incorporators have executed the foregoing Articles of Incorporation in the State of Florida, County of Collier, this 21<sup>st</sup> day of FEBRUARY, 1996.

  
Fred N. Thomas, Jr., President

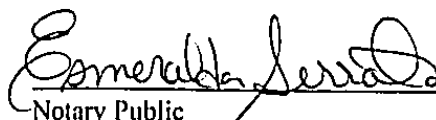
  
J. C. Nutley, Vice-President

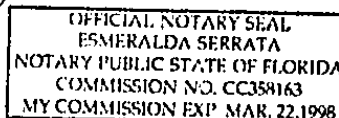
  
Denise Smith, Secretary

  
Raymond Holland, Treasurer

**STATE OF FLORIDA  
COUNTY OF COLLIER**

The foregoing instrument was acknowledged before me this 21<sup>st</sup> day of February, 1996, by Fred N. Thomas, Jr., J. C. Nutley, Denise Smith and Raymond Holland who are personally known to me or who produced a Florida Driver's License as identification.

  
Notary Public  
(seal)



ACKNOWLEDGMENT OF REGISTERED AGENT  
OF  
GREATER IMMOKALEE CHAMBER OF COMMERCE, INC.

Having been named to accept service of process for the above-stated Corporation, at the place designated in these Articles of Incorporation, 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.

DATED this 26<sup>th</sup> day of February, 1996.

Mary Alice Gross  
MARY GROSS  
Registered Agent

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM  
PROCESS MAY BE SERVED**

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In pursuance to Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First - That GREATER IMMOKALEE CHAMBER OF COMMERCE, INC., with its principal office, as indicated in the Articles of Incorporation, at 907 Roberts Avenue, City of Immokalee, County of Collier, State of Florida has named MARY GROSS, located at 907 Roberts Avenue, Immokalee, Florida 33934, County of Collier, State of Florida, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT: (MUST BE SIGNED BY DESIGNATED AGENT)**

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said officer.

**RESIDENT AGENT**

BY: Mary-Elise Gross  
MARY GROSS

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