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TRANSMITTAL LETTER

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

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-11/24/97--01102--004
****122.50 ****122.50

SUBJECT: PROFESSIONAL VEHICLE INDUSTRY ASSOCIATION, INC.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee
& Certificate

☒ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: JD PARMELEE
Name (Printed or typed)

6340 49th Street North
Address

Pinellas Park, FL 33781
City, State & Zip

(813) 520-0072
Daytime Telephone number

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97 NOV 24 AM 10:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

97-11-26-97

**ARTICLES OF INCORPORATION
OF
PROFESSIONAL VEHICLE INDUSTRY ASSOCIATION, INC.
A FLORIDA NONPROFIT CORPORATION**

The undersigned subscriber to these Articles of Incorporation, being a natural person and competent, hereby forms a not-for-profit corporation for under the laws of the State of Florida.

ARTICLE I. NAME

Professional Vehicle Industry Association, Inc. is the name of this corporation.

ARTICLE II. DURATION

The duration of the Corporation is perpetual.

ARTICLE III. PURPOSE.

A. This corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purpose of this corporation is promoting the development, establishment, and expansion of the Professional Vehicle industry.

B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations.

C. Provided, however, that the corporation shall not engage in any action which is not permitted to be carried on by nonprofit corporations under the Internal Revenue Code and no part of the net earnings of the corporation shall inure to the benefit of or be distributed to its members, directors, or officers; but the corporation shall be authorized and empowered to pay compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purposes.

ARTICLE IV. MEMBERS

The corporation shall have Voting Members, who shall be elected, and removed by the initial Voting Members, and who shall have the rights and privileges of members of the corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Member is as follows:

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TALLAHASSEE, FLORIDA

| | |
|-----------------------|--|
| JD Parmelee | 5725 80th St. No. #103 St. Petersburg, FL 33709 |
| David Miller | 3430 N Lake Shore. Dr. 9N Chicago, IL 60657 |
| James H. Brown | 3150 65th St. No. St. Petersburg, FL 33701 |

ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is 550 North Reo Street Suite 300 Tampa, Florida 33609 and **JD Parmelee** is the name of the initial registered agent of this Corporation at that address.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

The number of members of the initial Board of Directors shall be three (3). The number of directors may be increased or decreased from time to time by a resolution of the majority of the stockholders but shall never be less than three (3). The names and addresses of the initial directors of this Corporation are:

| | |
|-----------------------|--|
| JD Parmelee | 5725 80th St. No. #103 St. Petersburg, FL 33709 |
| David Miller | 3430 N Lake Shore. Dr. 9N Chicago, IL 60657 |
| James H. Brown | 3150 65th St. No. St. Petersburg, FL 33701 |

ARTICLE VII. OFFICERS.

The officers of the corporation shall consist of a President, Secretary and Treasurer. Other officers may be provided for in the Bylaws. Each Officer shall be elected by the Board of Directors and may be removed by the Board of Directors at such time and in such manner as may be prescribed by the Bylaws. the names and address of each initial Officer of the Corporation is as follows:

| <u>Title</u> | <u>Name</u> | <u>Address</u> |
|---------------------|-----------------------|--|
| President | JD Parmelee | 5725 80th St. No. #103 St. Petersburg, FL 33709 |
| Secretary | James H. Brown | 3150 65th St. No. St. Petersburg, FL 33701 |
| Treasurer | David Miller | 3430 N Lake Sh. Dr. 9N Chicago, IL 60657 |

ARTICLE VIII. INCORPORATORS

The name and address of the person signing these Articles is:

JD Parmelee
5725 80th Street No. #103
St. Petersburg, Florida 33709

ARTICLE IX. NONSTOCK BASIS

The Corporation is organized and shall be operated on a nonstock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue any type or class of stock, but may issue membership certificates if so provided in the Bylaws.

ARTICLE X. PRINCIPAL PLACE OF BUSINESS

The corporation's principal place of business is at 550 North Reo Street Suite 300 Tampa, Florida 33609.

November, 1997. **IN WITNESS WHEREOF**, I have hereby set my hand and seal this 18th day of



Incorporator

I hereby accept the position as registered agent:



JD Parmelee

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

STATE OF FLORIDA

COUNTY OF HILLSBOROUGH

I HEREBY CERTIFY that before me, the undersigned authority, personally appeared JD Parmelee, to me known to be the person described in and who executed the foregoing Articles of Incorporation, and acknowledged before me that said person subscribed to those Articles of Incorporation for the use and purposes therein expresses.

WITNESS my hand and official seal in the county and state last aforesaid this 18th
day of November, 1997.

Michelle A. Williams

Notary Public

My Commission Expires:

