

N97000006642

TRANSMITTAL LETTER

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

200002357602--6  
-11/26/97--01004--018  
\*\*\*\*122.50 \*\*\*\*122.50

**SUBJECT:** PROFESSIONAL VEHICLE DEALERS 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, Florida 33781  
City, State & Zip

813-520-0072  
Daytime Telephone number

FILED  
97 NOV 24 AM 10:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

9/11-26-97

**ARTICLES OF INCORPORATION  
OF  
PROFESSIONAL VEHICLE DEALERS 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 Dealers 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:

FILED  
97 NOV 24 AM 10:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

#### **ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is 6340 49th Street North, Pinellas Park, Florida 33781 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:

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

#### **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	James H. Brown	3150 65th St. No. St. Petersburg, FL 33701
Secretary	Audrey Parmelee	5725 80th St. No. #103 St. Petersburg, FL 33709
Treasurer	David Miller	3430 N Lake Shore. 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 6340 49th Street North, Pinellas Park, Florida 33781.

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

  
\_\_\_\_\_  
Incorporator

I hereby accept the position as registered agent:

  
\_\_\_\_\_  
JD Parmelee

FILED  
97 NOV 24 AM 10:27  
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:

