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January 15, 1998

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VIA FEDERAL EXPRESS

Mr. John Hall
Halls Delivery Service
464 Freddie Martin Drive
Tallahassee, FL 32301

Re: FLORIDA ASSOCIATION OF LEGAL SPECIALISTS, INC.

Dear John:

Enclosed please find original and one copy of Articles of Incorporation for the above corporation, together with check in the amount of \$122.50 representing \$35 filing fee, \$35 registered agent fee and \$52.50 for a certified copy.

Please file with the Secretary of State's office, wait for the certified copy and return the certified copy to us by Federal Express (airbill enclosed).

If you have any questions, please feel free to call.

Very truly yours,

Both
Barbara J. Coad, PLS
Secretary to Thomas R. Allen

Enclosures

[Signature]
1/14/98

Call when
Ready
John Hall

RECEIVED
98 JAN 16 AM 10:36
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
98 JAN 16 PM 12:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
FLORIDA ASSOCIATION OF LEGAL SPECIALISTS, INC.

FILED
98 JAN 16 PM 12:53
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, the undersigned, who is a natural person competent to contract, acting as Incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, Chapter 617, of the Florida Statutes, adopt the following Articles of Incorporation for such corporation:

ARTICLE I.

NAME

The name of the corporation is FLORIDA ASSOCIATION OF LEGAL SPECIALISTS, INC.

ARTICLE II.

PURPOSES

The purposes for which the corporation is organized are as follows:

- A. To organize chapters of Legal Specialists Associations throughout the State of Florida.
- B. To carry on a program for the further education of those engaged in legal specialists work, and to cooperate with attorneys, judges, and bar associations in stimulating a high order of professional standards and ethics among those persons engaged as secretaries, specialists, stenographers, legal assistants/paralegals, and clerks in private law offices, corporate legal departments, banks, trust companies, title companies various courts, and municipal and governmental agencies.
- C. To engage in any and all lawful activities and purposes within the meaning of Section 501(c)(6) of the Internal Revenue Code.

- D. To acquire such property and enter into such contracts of whatever nature as may be necessary for carrying out the general purposes declared above; and to borrow money and pledge the property of the corporation to secure the payment thereof; and to sell property in order to promote the objectives for which this corporation is formed.
- E. To do any and all other things necessary and incidental to carrying out the purposes of this corporation, and to have full power and authority to carry out such purposes.
- F. To have and exercise all of the powers to carry out its purposes and activities incidental to its purposes in furtherance and not in limitation of, the powers conferred by law and by the Florida Not for Profit Corporation Act, Chapter 617 of the Florida Statutes, as the same may be amended (the "Act").

No part of the net earnings of this corporation shall be distributed to or inure to the benefit of, any member, director, trustee or private individual, except that reasonable compensation may be paid for services rendered and to make payments and distributions in furtherance of the purposes set forth above. The balance, if any, of all money received by the corporation from its operations, after the payment in full of all debts and obligations of the corporation of whatsoever kind and nature, shall be used and distributed exclusively for carrying out only the purpose or purposes of the corporation set forth above.

The corporation may engage in legislative action germane to the common business interests of its members, but no substantial part of the activities of the corporation shall be to carry on propaganda, or otherwise attempt to influence legislation not germane to such business interest, and the corporation shall not participate in, or intervene in (including the publishing or distributing of statements), in any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding, the corporation shall not engage in 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 the corresponding provision of any subsequent Federal tax laws). Except as above provided, the corporation shall not afford pecuniary gains, incidentally or otherwise, to its members, directors, officers, or other private persons.

ARTICLE III.

PRINCIPAL OFFICE, INITIAL REGISTERED OFFICE AND AGENT

The street address of the principal office and initial registered office of the corporation is 105 East Robinson Street, Suite 201, Orlando, Florida 32801 and the name of the initial registered agent at that address is Barbara J. Coad.

ARTICLE IV.

INCORPORATOR

The name and residence of the Incorporator hereto is:

NAME	ADDRESS
Barbara J. Coad	105 East Robinson Street Suite 201 Orlando, FL 32801

ARTICLE V

BOARD OF DIRECTORS

A. All corporate powers of the corporation shall be exercised by or under the authority of, and the affairs of the corporation shall be managed under the direction of a Board of Directors.

B. The Board of Directors shall consist of not less than three (3) persons.

C. The number of directors may be increased or decreased from time to time pursuant to the Bylaws, but shall never be less than three (3).

D. Any conditions for corporate membership shall be stated in the Bylaws.

E. The powers of the Incorporator named herein shall terminate upon the filing of these Articles of Incorporation.

F. The first Board of Directors, who shall have and exercise all authority to manage the business and affairs of the corporation until their successors are elected and qualified pursuant to the Bylaws of the corporation, shall consist of:

<u>DIRECTOR</u>	<u>ADDRESS</u>
Barbara J. Coad	105 East Robinson Street Suite 201 Orlando, FL 32801
Gloria B. Strickland	5690 Oak Hill Manor Drive Orlando, FL 32839
Eunice R. White	9420 Sombrero Avenue Apopka, FL 32703-1859

G. The corporation is a nonprofit, nonstock corporation with no power to issue certificates of stock or declare dividends.

ARTICLE VI.

DURATION

The corporation is to have perpetual existence.

ARTICLE VII.

INDEMNIFICATION

Each director, officer, employee, or agent of the corporation, now or hereafter serving in such capacity, shall be indemnified by the corporation against any and all claims and liabilities to which he or she has become subject to by reason of serving or having served as such Director, officer, employee, or agent, or by reason of any action alleged to have been taken, omitted, or neglected by him or her while having served as same; the corporation shall

reimburse such person for all legal expenses reasonably incurred by him or her in connection with any such claim or liability; provided, however, that no such person shall be indemnified against, or be reimbursed for, any expense incurred or arising out of his own willful misconduct or gross negligence. The indemnification provided herein shall not be deemed exclusive or any other right to which such person may be entitled by law.

ARTICLE VIII.

AMENDMENT

The provisions of these Articles of Incorporation shall not be amended except by the affirmative vote of the Board of Directors called for that purpose.

ARTICLE IX.

BYLAWS

The power to adopt or repeal the By-Laws shall be vested in the Board of Directors.

ARTICLE X.

DISSOLUTION

In the event of dissolution of this corporation or in the event it shall cease to carry out the objects and purposes herein set forth, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the corporation, pursuant to procedures contained in the Act, 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 charitable,

educational, literary, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws, as the Board of Directors shall determine.

IN WITNESS WHEREOF, the undersigned has hereto subscribed her name and affixed her seal at Orlando, Florida, this 15th day of January, 1998.

Barbara J. Coad
Barbara J. Coad

STATE OF FLORIDA
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 15th day of January, 1998 by Barbara J. Coad, who is personally known to me or who has produced n/A as identification.

Anita Y. Butcher
NOTARY PUBLIC

Print Name
My Commission expires
Commission No.:
 ANITA V. BUTCHER
My Comm Exp. 5/26/2001
Bonded By Service Ins
No. CC650330
☒ Personally Known ☐ Other I.D.

CERTIFICATE AND ACCEPTANCE BY REGISTERED AGENT

I hereby certify that the street address of the registered office and the street address of the business office of the registered agent of FLORIDA ASSOCIATION OF LEGAL SPECIALISTS, INC. are identical.

Having been named as registered agent for FLORIDA ASSOCIATION OF LEGAL SPECIALISTS, INC. at the place designated in the Articles of Incorporation, I hereby agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

REGISTERED AGENT:

Barbara J. Coad
Barbara J. Coad

FILED
98 JAN 16 PM 12:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA