

N98000003149

Todd Kocurek
Requestor's Name

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Address

Tallahassee FL 32315
City/State/Zip Phone # 222-5198

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

1. National Association of Civil Law Notaries
(Corporation Name) (Document #)

2. N98000003149
(Corporation Name) (Document #)

Restated

3. _____
(Corporation Name) (Document #)

Articles &
Name
Change

4. _____
(Corporation Name) (Document #)

☒ Walk in

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☐ Certified Copy

☐ Mail out

☐ Will wait

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☐ Certificate of Status

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DIVISION OF CORPORATION

NEW FILINGS	
☐	Profit
☐	NonProfit
☐	Limited Liability
☐	Domestication
☐	Other

AMENDMENTS	
☒	Amendment
☐	Resignation of R.A., Officer/ Director
☐	Change of Registered Agent
☐	Dissolution/Withdrawal
☐	Merger

OTHER FILINGS	
☐	Annual Report
☐	Fictitious Name
☐	Name Reservation

REGISTRATION/ QUALIFICATION	
☐	Foreign
☐	Limited Partnership
☐	Reinstatement
☐	Trademark
☐	Other

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Examiner's Initials

DK

**ARTICLES OF RESTATEMENT OF THE
ARTICLES OF INCORPORATION**

FLORIDA INTERNATIONAL NOTARIES ASSOCIATION, INC.

Pursuant to the provisions of section 617.1007, Florida Statutes, the Board of Directors hereby adopts the following Restated Articles of Incorporation:

ARTICLE I CORPORATE NAME

The name of the corporation shall be:

"National Association of Civil Law Notaries, Inc."

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of the Association shall be:

106 E. College Ave., Suite 1200
Tallahassee, Florida 32302

ARTICLE III PURPOSES

The specific purposes for which the Association is organized are:

1. To advance professionalism in notarial practices;
2. To seek constant improvement in the ethical and practice standards of civil-law notaries in the United States of America;
3. To educate and promote understanding of civil-law notarial practice, and the value of civil-law notarial practice;
4. To foster and encourage collegiality among civil-law notaries and others who wish to promote the purposes stated in these articles;
5. To foster and encourage improved relations among jurisdictions that incorporate civil-law notarial practices into their body of laws and between such jurisdictions and others that may wish to do so;
6. To advance the professional interests of the members of the Association;
7. To improve laws and regulations relating to civil-law notarial practice;

In addition to the above stated specific purposes the corporation shall have the authority and power to serve any other purpose permitted by law.

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ARTICLE IV DIRECTORS AND MANNER OF APPOINTMENT OR ELECTION OF DIRECTORS

There shall be up to twenty-five members of the Board of Directors who shall serve terms of two years. The initial directors of the Association shall be appointed by the Board of Trustees from among the general members of the Association. After the appointment of the initial Board of Directors, the Board of Trustees shall serve as the nominating committee for the Board of Directors and shall nominate persons to fill any vacancy on the Board of Directors from the general membership or from the trustee members. Directors shall be elected by the general membership from those persons nominated by the nominating committee. Any general member or trustee member may seek through the nominating committee to secure a nomination to serve on the Board of Directors.

ARTICLE V OFFICERS

The number and titles of the officers of the corporation, and the manner and amount of their compensation, shall be established by the Board of Trustees.

ARTICLE VI MEMBERSHIP

For purposes of membership in the Association, the Association shall be the sole arbiter of the qualifications, authority and practices which constitute the office of civil-law notary in United States jurisdictions. Such determination shall be made by the Board of Trustees.

There shall be four classes of members:

1. Trustee members:

Trustee members shall consist of the incorporators and such other persons as they may agree by unanimous written resolution to designate as additional trustee members. The trustee members shall be collectively known as the "Board of Trustees" and the Board of Trustees shall have all of the powers of a Board of Directors under Chapter 617, Florida Statutes, including the power to amend these articles, and shall retain all such power until they may unanimously agree to relinquish all or any part of their powers to the Board of Directors or to others whom they may designate. Except where otherwise provided in these articles, corporate action shall require a unanimous vote of the Board of Trustees. The Board of Trustees may from time to time seek a vote of the Board of Directors or the general membership on any issue, but shall not be required to do so. Unless otherwise stated by the Board of Trustees in a unanimous resolution any vote by the Board of Directors or the general membership shall not be binding on the Board of Trustees. A trustee member shall not be subject to removal except by voluntary resignation or because of a failure to pay required annual dues. If a trustee member fails to timely pay annual dues he may be removed from the Board of Trustees by a majority vote of the other trustee members subject to a repayment of any capital contribution made by the trustee member to the corporation.

2. General Members:

General members shall be Civil-law Notaries appointed by competent governmental authority of jurisdictions within the United States in a manner satisfactory to the Association, or shall commit in writing to obtain such an appointment within one year of the date on which they become members. A general membership shall be valid for a period of one year and shall be subject to the payment of all dues. The Board of Trustees may create additional requirements for general membership which shall be provided for in the by-laws of the Association. Where authorized by the Board of Trustees, subject to such terms and conditions as they may establish, and subject to fulfillment of all of the other requirements for general membership, individuals may become general members of the Association through appointments from the law firms or civil-law notary firms by which they are employed, and shall have all the rights and powers of general members.

3. Honorary Members:

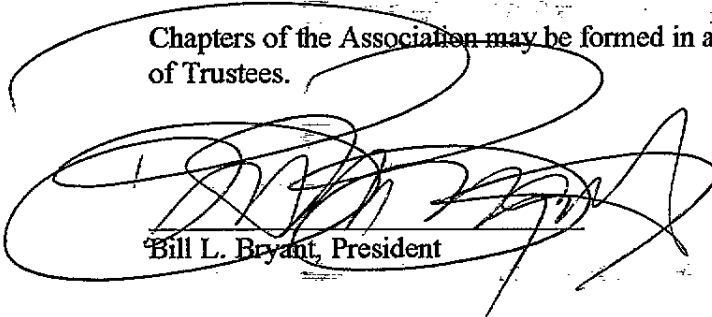
The Board of Trustees may from time to time appoint honorary members, who shall serve for a period of two years, and who shall be known as "Honorary Directors and Advisors to the Association." Honorary members shall have no voting rights and no other rights as general members unless they are also general members. Honorary members shall be selected based upon their contributions to notarial practice, or their contributions to the Association and its purposes, or to business and society.

4. Affiliate Members:

The Board of Trustees may authorize affiliate memberships for those persons, organizations, or businesses that may wish to affiliate with the corporation but shall not be required to do so.

ARTICLE VII CHAPTERS

Chapters of the Association may be formed in a manner to be determined by the Board of Trustees.

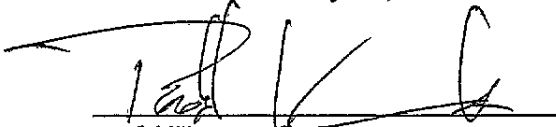


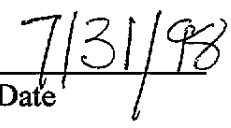
Bill L. Bryant, President

7/31/98
Date

CERTIFICATION

Pursuant to the requirements of s. 617.1007, F.S., I hereby certify that the foregoing Restatement of the Articles of Incorporation of the **NATIONAL ASSOCIATION OF CIVIL LAW NOTARIES, INC.** contains no amendment to the articles requiring member approval, and was adopted by unanimous vote of the Board of Directors of the Association on July 31, 1998.



Todd Kocourek, Secretary
and Director

Date