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Ron A. Howell  
4819 E. Busch Blvd., Suite 206-3  
Tampa, Florida 33617  
813/985-6500  
813/984-6500 Fax

December 8, 1998

Florida Secretary of State  
Division of Corporations  
P O Box 6327  
Tallahassee, FL 32314

Dear Sir or Madam:

Enclosed are the articles of incorporation for:

**Bay Area Council, Inc.**

900002708589-4  
-12/10/98--01037--001  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

along with a check for \$ 70.00 to cover the filing fees.

Please file these as soon as possible. If you have any questions, please call me. Thank you.

Sincerely,



Ron A. Howell

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12/10/98

FILED  
98 DEC 10 PM 4:30  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION  
OF  
BAY AREA COUNCIL, INC.  
( A NON-PROFIT CORPORATION )

FILED

98 DEC 10 PM 4:30

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned does hereby form a corporation for the purposes mentioned below and does hereby file the following Articles of Incorporation.

ARTICLE I  
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The name of this corporation shall be: BAY AREA COUNCIL, INC.

For purposes of these articles of incorporation, the words "corporation" and "council" are to be used interchangeably to have the same meaning.

ARTICLE II  
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The general nature of the object and purpose of this corporation shall be as follows:

To assist council member firefighter and paramedic organizations with public relations programs, educational programs and activities, public safety and awareness programs, fundraising projects and activities, contract negotiations or in any other situations or activities which are deemed appropriate and beneficial to member organizations and to promote, advance, foster and further the cause(s) of member organizations and engender, foster and promote fraternal interest among fellow firefighters and paramedics in this locality and elsewhere and to provide a forum for member organizations to associate as may be deemed necessary or expedient in promoting the professional and fraternal life of firefighters and paramedics and to engage in any act allowed by Florida Law.

ARTICLE III  
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Section 1. Active members of the Council shall include only the organizations which are chartered and affiliated with the International Association of Firefighters and the Florida Professional Firefighters.

Section 2. Withdrawal or suspension - Any organization withdrawing or which has been suspended from the Council shall be required to submit all back per capita dues and assessments from the date of withdrawal or suspension before being reinstated.

Section 3. Membership in good standing includes any organization that has fulfilled the requirements for membership in this council and who have not voluntarily withdrawn, become ineligible for continued membership, or been suspended or expelled as provided in the constitution and by-laws of the International Association of Firefighters, or the constitution and by-laws of the Florida Professional Firefighters or the constitution and by-laws of this Council.

**Section 4.** Any organization eligible for membership in the Council shall not be refused membership or upon acceptance, be discriminated against because of race, color, creed, national origin, sex or by reason of being handicapped as these attributes relate to the individual members of member organizations.

#### **ARTICLE IV**

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The Board of Directors shall have the management and control of all corporation property, subject to the provisions of the By Laws of the corporation and the laws of the State of Florida.

#### **ARTICLE V**

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The officers of the corporation shall be a President, Secretary and a Treasurer who shall perform the duties usually assigned to such officers. The office of Secretary and the office of Treasurer shall be held by the same person. The officers of the corporation shall also serve concurrently on the Board of Directors.

#### **ARTICLE VI**

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The following persons shall constitute the officers and Board of Directors of the corporation until their successors are elected and qualified as provided for in the By-Laws of the corporation:

President and Chairman of the Board	George P. Sucarichi
Secretary/Treasurer and Board Member	Victoria Royal Gross
Board Member	Clint Roberts
Board Member	Ron A. Howell, CPA

In addition to the officers of the corporation each being board members and each being entitled to one (1) vote, there shall be a minimum of two (2) additional board members for a total of four (4) board members at all times. The Board of Directors shall meet at the call of the Chairman of the Board or a majority of its members.

#### **ARTICLE VII**

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The Board of Directors shall hold an annual meeting in January. An annual report shall be prepared setting forth the transactions of the corporation during the previous year, and the condition of the property belonging to the corporation and this report shall be filed in the corporate minute book each year.

#### **ARTICLE VIII**

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All vacancies occurring in the Board of Directors shall be filled and all business of the corporation shall be conducted in strict conformity with the By-Laws of the corporation.

**ARTICLE IX**  
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All conveyances of property to this corporation shall be used, kept, maintained, and disposed of for the use and benefit of the corporation and in furthering the objects and purposes of the corporation. All real estate of the corporation shall be sold and conveyed by the Board of Directors in the corporate name thereof, when authorized to do so.

**ARTICLE X**  
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The term of existence of this corporation shall be perpetual.

**ARTICLE XI**  
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The corporation assumes to itself all the rights, powers, privileges and immunities which are now and which may during the existence thereof be conferred by law upon corporations of a similar character.

**ARTICLE XII**  
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The initial street address of the corporation is:

4819 E. Busch Blvd., Suite 206-3, Tampa, FL 33617

**ARTICLE XIII**  
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The name and address of the subscriber to these Articles of Incorporation are:

George P. Sucarichi  
4819 E. Busch Blvd., Suite 206-3, Tampa, FL 33617

**ARTICLE XIV**  
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The By-Laws and Articles of Incorporation of this corporation may be made, altered or rescinded by a majority vote of this corporation's Board of Directors.

**ARTICLE XV**  
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The name and street address of the initial registered agent for this corporation in the State of Florida is:

George P. Sucarichi  
4819 E. Busch Blvd., Suite 206-3, Tampa, FL 33617

**ARTICLE XVI**  
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This certificate is executed for the purpose of complying with Florida Statutes dealing with non profit corporations.

**ARTICLE XVII**  
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The officers and directors of the corporation may from time to time receive compensation and/or other benefits for their services to the corporation at the discretion of the Board of Directors. Any expenses of Council business incurred by officers or directors on behalf of the council may be reimbursed to an officer or director or paid directly by the council at the discretion of the Board of Directors.

**ARTICLE XVIII**  
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Notwithstanding any other provisions of these articles, the purposes for which the corporation is organized are exclusively within the meaning of section 501(C)(5) (Labor Organization) of the Internal Revenue Code of 1954 as amended or the corresponding provision of any future United States Internal Revenue Law or similar applicable law.

**ARTICLE XVIIIII**  
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Notwithstanding any other provisions of these articles this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under section 501(C)(5) (Labor Organization) of the Internal Revenue Code of 1954 as amended or the corresponding provision of any future United States Internal Revenue Law or similar applicable law.

**ARTICLE XX**  
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In the event of dissolution, the residual assets of this corporation will be turned over to one or more organizations which themselves are exempt as organizations described in section 501(C)(5) (Labor Organization) of the Internal Revenue Code of 1954 as amended or corresponding provision of any future United States Internal Revenue Law or similar applicable law, or to the federal, state or local government(s) for exclusive public purposes.

**ARTICLE XXI**  
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No part of the net earnings of this corporation shall inure to the benefit of any private individual.

**ARTICLE XXII**  
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This corporation shall not attempt to influence legislation and shall not participate or intervene in (including publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this  
8TH day of December 1998.

  
George P. Sucarichi

STATE OF FLORIDA  
COUNTY OF HILLSBOROUGH

Before me, the undersigned authority, personally appeared George P. Sucarichi, who, being duly sworn, deposed and says that he is the subscriber of the foregoing Articles of Incorporation.

WITNESS my hand and official seal at Tampa, Hillsborough County, Florida this 8TH day of December 1998.

W. E. Williams  
Notary Public

My commissions Expires: \_\_\_\_\_



W E Williams

My Commission CC676222

Expires October 5, 2001

FILED  
98 DEC 10 PM 4:30  
TALLAHASSEE, FLORIDA  
SECRETARY OF STATE

CERTIFICATE AND ACKNOWLEDGEMENT  
OF REGISTERED AGENT

CERTIFICATE OF REGISTERED AGENT  
OF  
BAY AREA COUNCIL, INC.

Pursuant to Florida Statutes, the following is submitted:  
The above named corporation, desiring to organize under the laws of the State of Florida with its registered office as indicated in the Articles of Incorporation at 104 Country Club Drive, Suite C, Tampa, FL 33612 has named George P. Sucarichi located at the aforesaid address, as its registered agent to accept service of process within this state.

ACKNOWLEDGEMENT

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 provisions of Florida law in keeping open said office.

George P. Sucarichi  
George P. Sucarichi