

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

N98000000007357

Alliance for Economic
Development, Inc.

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DIVISION OF CORPORATION

Signature _____

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- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
- _____ Fictitious Name File _____
- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
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- _____ Certificate of Good Standing _____
- _____ Certificate of Status _____
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- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
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- _____ UCC 1 or 3 File _____
- _____ UCC 11 Search _____
- _____ UCC 11 Retrieval _____
- _____ Courier _____

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Handwritten signature/initials

ARTICLES OF INCORPORATION

OF

ALLIANCE FOR ECONOMIC DEVELOPMENT, INC.

(A Corporation Not for Profit
organized under Chapter 617, Florida Statutes)

ARTICLE I

NAME:

The name of this Corporation shall be **ALLIANCE FOR ECONOMIC DEVELOPMENT, INC.**

ARTICLE II

ADDRESS:

The initial post office address of the principal office of the Corporation in the State of Florida shall be **300 East University Avenue, Gainesville, Florida 32601**. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

ARTICLE III

PURPOSE:

The specific and primary purposes for which this Corporation is formed are:

(a) To act as the lead advocate for Alachua County's business community for the building of economic prosperity in Alachua County, Florida.

(b) To strengthen and coordinate the economic development of Alachua County, Florida, by developing and recommending development policy for Alachua County; to provide guidance to Alachua County's economic development system; and to assess the performance of the system against established measurable goals.

(c) No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, officers, directors or other private persons, except that the corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes herein set forth. No substantial part

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of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities which would constitute a regular business of a kind ordinarily carried on for profit.

(d) Notwithstanding anything herein to the contrary, the corporation shall exercise only such powers as are in furtherance of the exempt purposes of organizations set forth in Section 501 (c) of the Internal Revenue Code of 1954 and the Regulations thereunder as the same now exist or as they may be hereafter amended from time to time.

(e) In the event of the liquidation or dissolution of the corporation, whether voluntary or involuntary, no member shall be entitled to any distribution or division of its remaining property or its proceeds, and the balance of all money and other property received by the corporation from any source, after the payment of all debts and obligations of the corporation, shall be used or distributed within the intentment of Section 501 (c) of the Internal Revenue Code of 1954 and the Regulations thereunder, as the same now exists or as it may be hereafter amended from time to time.

ARTICLE IV

GENERAL POWERS:

The corporation shall have and exercise all rights and powers that are permitted by the laws of the State of Florida for Not for Profit Corporations.

ARTICLE V

MEMBERSHIP:

Classes and qualifications of membership shall be as stated in the Bylaws of the corporation.

ARTICLE VI

EXISTENCE:

The corporation shall have perpetual existence.

ARTICLE VII

BOARD OF DIRECTORS:

Section 1. The affairs and property of this corporation shall be managed and governed by a Board of Directors.

Section 2. The number of Directors of this corporation shall not be less than three (3) and not more than forty (40).

Section 3. The following persons shall constitute the first Board of Directors until the first appointment of the Board of Directors made in accordance with the provisions of the Bylaws, at the first annual meeting of the members:

Bud Bergren
1312 N. Main St.
Gainesville, FL 32601

Bobby Summers
P. O. Box 2877
Gainesville, FL 32602

Debby Combs
6031 NW 1st Pl.
Gainesville, FL 32607

Roland Daniels
3737 N. Main St.
Gainesville, FL 32609

Larry Ellis
Box 115250
Gainesville, FL 32611

Curt Green
P. O. Box 1616
Gainesville, FL 32602-1616

Pat Kilby
4104 NW 13 St.
Gainesville, FL 32609

Dick Mahaffey
411 N. Main St.
Gainesville, FL 32601

Carol Oyenarte
2617 NW 18 Way
Gainesville, FL 32605

Richard W. Cunningham, M.D.
6231 SW 37th Way
Gainesville, FL 32608

Barbara Sharpe
620 E. University Ave.
Gainesville, FL 32601

Kevin Smith
5009 NW 34 Street
Gainesville, FL 32605

Larry Tyree
3000 NW 83rd St.
Gainesville, FL 32606

Philip Ankrin, D.D.S.
7328 W. University Ave., #E
Gainesville, FL 32607

Gary Bishop
5909 NW 18 Dr.
Gainesville, FL 32653

Sande Calkins
P. O. Box 490-19
Gainesville, FL 32601

Thomas Coward
P. O. Box 1275
Gainesville, FL 32602

Tony Domenech
3542 NW 97 Ave.
Gainesville, FL 32606

Pete Enwall
P. O. Box 7117
Gainesville, FL 32605

Jim Islam
5201 NE 40 Terr.
Gainesville, FL 32609

Eric Kraft
3525 NW 97 Blvd.
Gainesville, FL 32606

E. Scott Medley
926 SW 2nd Avenue
Gainesville, FL 32601

Keith Perry
5001 NW 13th St.
Gainesville, FL 32609

Sheldon Schuster
Box 110580
Gainesville, FL 32611

Cindy Wall
7525 NW 4th Blvd.
Gainesville, FL 32607

Tom Spain
2321 NW 41st St. #A-2
Gainesville, FL 32606

Andy Williams
1120 NW 13th St.
Gainesville, FL 32601

Bill Koss
2700-A NW 43 St.
Gainesville, FL 32606

Jack Bovay
633 NW 8 Ave.
Gainesville, FL 32601

Cynthia Chestnut
101 SE 2nd Pl. Suite 18
Gainesville, FL 32601

C.B. Daniel
104 N. Main St.
Gainesville, FL 32601

Robert J. Rohrlack, Jr.
P. O. Box 1187
Gainesville, FL 32602

Sam Goforth
104 N. Main St.
Gainesville, FL 32601

Julie Johnson
3463 NW 13 St.
Gainesville, FL 32609

Jack Battenfield
P. O. Box 113256
Gainesville, FL 32611

Donnie Odom
P. O. Box 1180
Alachua, FL 32616

Brian Robinson
P. O. Box 147006
Gainesville, FL 32614-7006

Elaine Scoggins
2627 NW 43rd Street
Gainesville, FL 32606

Jim Skiles
P. O. Box 790
Gainesville, FL 32602

Marilyn Tubb
P. O. Box 100326
Gainesville, FL 32610

Robert Woody
249 W. University Ave.
Gainesville, FL 32601

Judy Boles
P. O. Box 1750
Gainesville, FL 32602

Joe Fisher
P. O. Box 147114
Gainesville, FL 32614

Eric Kraft
3525 NW 97 Blvd.
Gainesville, FL 32606

Carol Bosshardt
5542 NW 43rd St.
Gainesville, FL 32606

Dr. J. Richard Gaintner
P. O. Box 100017
Gainesville, FL 32610

Mike Kurtz
P. O. Box 147117, Station A134
Gainesville, FL 32614

Fred Henderson
3501 S. Main St., Suite 1
Gainesville, FL 32601

John Lombardi
226 Tigert Hall
Gainesville, FL 32611

Rafael Bustillo
P. O. Box 147002
Gainesville, FL 32614

Howard Hodor
2700-D NW 43rd St.
Gainesville, FL 32606

Deborah Butler
2306 SW 13 Street
Gainesville, FL 32607

Charles I. Holden, Jr.
2772-S NW 43rd St.
Gainesville, FL 32606

Jim Miller
3300 Williston Rd.
Gainesville, FL 32608

Robert Dale
P. O. Box 23999
Gainesville, FL 32602

Bob Hudson
P. O. Box 749
Gainesville, FL 32602

Jack Ohanian
223 Grinter Hall
Gainesville, FL 32611

Bill Olinger
2700-A NW 43rd St.
Gainesville, FL 32606

Brian Robinson
P. O. Box 147006
Gainesville, FL 32614

Cindy Wall
7525 NW 4th Blvd.
Gainesville, FL 32607

Jim Parrish
1405 NW 13th St.
Gainesville, FL 32601

Larry Scott
P. O. Box 147029
Gainesville, FL 32614

Carl Walls
6401 SW 35 Way
Gainesville, FL 32608

Chuck Perry
P. O. Drawer 1088
Gainesville, FL 32602

Kevin Smith
5009 NW 34th St.
Gainesville, FL 32605

Robert Woody
249 W. University Ave.
Gainesville, FL 32601

Winfred Phillips
300 Weil Hall
Gainesville, FL 32611

Larry Tyree
3000 NW 83rd St.
Gainesville, FL 32606

Pat Polopolus
4141 NW 37 Place
Gainesville, FL 32606

Carol Villemaire
P. O. Box 1616
Gainesville, FL 32602

James Quincey
P. O. Box 23939
Gainesville, FL 32602

Mark Walker
3520 NW 43rd St.
Gainesville, FL 32606

Davis Rembert
6308 SW 37th Way
Gainesville, FL 32608

Andy Williams
5200 E-7 W. Newberry Rd.
Gainesville, FL 32605

Quenta P. Vettel
500 E. University Ave., Suite D
Gainesville, FL 32601

ARTICLE VIII

OFFICERS:

Section 1. All officers of the corporation shall be elected or appointed in accordance with the Bylaws of the corporation.

ARTICLE IX

INCORPORATORS:

The name and post office address of each incorporator of these Articles of Incorporation is as follows:

<u>NAME</u>	<u>POST OFFICE ADDRESS</u>
ROBERT ROHRLACK	300 East University Ave. Gainesville, FL 32601

ARTICLE X

INITIAL REGISTERED OFFICE AND AGENT:

The street address of the initial registered office of this corporation is 300 East University Avenue, Gainesville, FL 32601, and the name of the initial registered agent of the corporation at that address is ROBERT ROHRLACK.

ARTICLE XI

BYLAWS:

The Board of Directors shall adopt Bylaws consistent with these Articles. The Board of Directors, by a two-thirds majority vote, shall also have the power to make, alter or rescind any Bylaws on behalf of the corporation.

ARTICLE XII

AMENDMENT TO ARTICLES OF INCORPORATION:

These Articles may be altered, amended or repealed by resolution of the Board of Directors.

ARTICLE XIII

INDEMNIFICATION OF OFFICERS AND DIRECTORS:

Section 1. The corporation hereby indemnifies any director or officer made a party or threatened to be made a party to any threatened, pending or completed action, suit or proceeding:

A. Whether civil, criminal, administrative or investigative, other than one by or in the right of the corporation to procure a judgment in its favor, brought to impose a liability or penalty on such person for an act alleged to have been committed by such person in his capacity as director or officer of the corporation, or in his capacity as director, officer, employee or agent of any other corporation, partnership, joint venture, trust or other enterprise which he served at the request of the corporation, against judgments, fines, amounts paid in settlement and reasonable expenses, including attorneys' fees, actually and necessarily incurred as a result of such action, suit or proceeding or any appeal therein, if such person acted in good faith in the reasonable belief that such action was in the best interests of the corporation, and in criminal actions or proceedings, without reasonable ground for belief that such action was unlawful. The termination of any such action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of nolo contendere or its equivalent shall not in itself create a presumption that any such director or officer did not act in good faith in the reasonable belief that such action was in the best interests of the

corporation or that he had reasonable grounds for belief that such action was unlawful.

B. Such persons shall not be entitled to indemnification in relation to matters as to which such person has been adjudged to have been guilty of negligence or misconduct by the court, administrative agency, or investigative body before which such action, suit or proceeding is held shall determine upon application that, despite the adjudication of liability but in view of all circumstances of the case, such person is fairly and reasonably entitled to indemnification for such expenses which such tribunal shall deem proper.

Section 2. The Board of Directors shall determine whether amounts for which a director or officer seeks indemnification were properly incurred and whether such director or officer acted in good faith and in a manner he reasonably believed to be in the best interests of the corporation, and whether, with respect to any criminal action or proceeding, he had no reasonable ground for belief that such action was unlawful. Such determination shall be made by the Board of Directors by a majority vote of a quorum of directors who were not parties to such action, suit or proceeding.

Section 3. The foregoing rights of indemnification shall not be deemed to limit in any way the powers of the corporation to indemnify under applicable law.

ARTICLE XIV

TRANSACTION IN WHICH DIRECTORS OR OFFICERS ARE INTERESTED:

Section 1. No contract or transaction between the corporation and one or more of its directors or officers, or between the corporation and any other corporation, partnership, association or other organization in which one or more of its directors or officers are directors or officers, or have a financial interest, shall be invalid, void or voidable solely for this reason, or solely because the director or officer is present at or participates in the meeting of the Board or committee thereof which authorized the contract or transaction, or solely because his or their votes are counted for such purpose. No director or officer

of the corporation shall incur liability by reason of the fact that he is or may be interested in any such contract or transaction.

Section 2. Interested directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee which authorized the contract or transaction.

IN WITNESS WHEREOF, the said subscriber has hereunto set his hand and seal this 28th day of December, 1998.

Signed, sealed and delivered
in our presence as witnesses:

[Signature]
Gudy Jones

INCORPORATOR:

[Signature]
ROBERT ROHRLACK

STATE OF FLORIDA
COUNTY OF ALACHUA

The foregoing instrument was acknowledged before me this 28th day of December, 1998, by ROBERT ROHRLACK.

[Signature]

NOTARY PUBLIC
Printed Name:
Commission No.:



Charles I. Holden, Jr.
MY COMMISSION # CC591955 EXPIRES
January 12, 2001
BONDED THRU TROY FAIR INSURANCE, INC.

Personally known ☒ OR Produced Identification _____

Type of Identification Produced: _____

ACCEPTANCE BY REGISTERED AGENT

The undersigned, having been named as registered agent and to accept service of process for ALLIANCE FOR ECONOMIC DEVELOPMENT, INC. at the place designated in these Articles of Incorporation, hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of his duties, and acknowledges he is familiar with and accepts the obligations of the position as registered agent.

Robert Rohrlack
ROBERT ROHRLACK

Dated: 12/28/98

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