

N99000004701

FROM:
CHERYL DUNAKIN
R&R INC #208
(904) 855-1133
103 CENTURY 21 DR
JACKSONVILLE FL 32216-8116

City/State/Zip

Phone #

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*****78.25 *****78.25

Office Use Only

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

1. _____
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

- ☐ Walk in ☐ Pick up time _____ ☐ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status

1999 AUG -9 PM 4:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

W99-16904

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bc



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

July 30, 1999

CHERYL DUNAKIN 2ND MAILING
103 CENTURY 21 DR SUITE 208
JACKSONVILLE, FL 32216-8116

SUBJECT: AFFILIATED-GROUP INSURANCE SERVICES ASSOCIATION
Ref. Number: W99000016904

We have received your document for AFFILIATED-GROUP INSURANCE SERVICES ASSOCIATION and your check(s) totaling \$78.25. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

Bylaws are not filed with this office. Please retain them for your records.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6923.

RoseAnn Varnadore
Corporate Specialist Supervisor

Letter Number: 699A00037552

FILED
1999 AUG -9 PM 4:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

AFFILIATED-GROUP INSURANCE SERVICES ASSOCIATION, INC.

ARTICLE I

NAME

The name of this corporation shall be: **AFFILIATED-GROUP INSURANCE SERVICES ASSOCIATION, INC..** The principal address of this corporation shall be: 103 Century 21 Drive, Jacksonville, Florida 32216.

ARTICLE II

ENABLING LAW

This corporation is organized pursuant to Chapter 617, Florida Statutes, as a corporation not for profit.

ARTICLE III

PURPOSE

The purposes for which this Corporation is organized are exclusively charitable, cultural, scientific and educational, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended and the Regulations promulgated thereunder, being principally to plan, promote, develop, construct, operate, and maintain an insurance educational services company in the vicinity of the City of Jacksonville, Florida, the activities of which shall include, but not be limited to, the offering of education programs, lectures, films, and other activities, the undertaking and/or sponsoring of research on site or elsewhere, and other similar functions for the benefit of students, teachers, and researchers from education institutions, and the general public. Toward that end, the Corporation shall be empowered to:

1. Take and hold, by bequest, gift, grant, purchase, lease, or otherwise, any property, tangible or intangible, or any undivided interest therein, without limitation as to amount or value;
2. To contract for the operation or management of any part of the facility;
3. To contract for the operation of concessions on or in the facility or, at the Board of Directors' discretion, operate such concessions as they deem desirable;
4. To advertise and promote within or without the State as to the facility and activities of the Corporation;
5. To sell, convey, or otherwise dispose of any such property, and to invest, reinvest, or deal with, the principal thereof, or the income therefrom, in such manner as, in the judgment of the Corporation's Board of Directors, will best promote the purposes of the Corporation, and without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-Laws of the Corporation, or any other law applicable thereto;
6. To receive income from various sources, including fees, entrance charges, rent, grants, loans, and/or any other appropriate source determined to be necessary to carry out the purposes of the Corporation, and to determine the best use of those receipts through preparation of annual budgets, approved by the Board of Directors with the advice and guidance of a Certified Public Accountant and other professionals as warranted, except that no dividends, or part of any income, shall inure or be paid to any Board member,

Director, or other person affiliated with the Corporation, excepting only salaries for hired staff and professional assistance, from the receipts of the Corporation;

7. To have and exercise any and all powers conferred upon corporations, both for profit and not for profit, under the statutes of the State of Florida, provided, however, that this Corporation is not empowered to engage in any activity that in itself is not in furtherance of its purposes as set forth above;
8. Other provisions of these Articles of Incorporation notwithstanding, this Corporation shall not carry on any other activities not permitted to be undertaken by: (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future United States Internal Revenue law, or (b) a corporation to which contributions are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, or any other corresponding provisions of any future United States Internal Revenue law;
9. To the extent permitted by law, to exercise its rights, powers, and privileges by holding meetings of its members and the Board of Directors, and by having one or more offices, by employing personnel, and by establishing branches, subdivisions, and agencies, in any part of the world;
10. Alone, or in cooperation with other persons or organizations, to do any and all lawful acts and things which may be necessary, useful, suitable, or proper, for furtherance, accomplishment, or attainment of any or all of the purposes or powers of the Corporation, provided, however, that the Corporation may not exercise any power, either expressed

or implied, in such a manner as would disqualify the Corporation from exemption from income tax under Section 501(c)(3) of the Internal Revenue Code;

11. Notwithstanding the powers and purposes enumerated elsewhere in these Articles, the Corporation shall be restricted as follows: no part of the net earnings of the Corporation shall inure to the benefit of any Board member, other member, officer, or other associate or representative of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation in effecting one or more of its purposes), and no Board member, other member, officer, or private individual, shall be entitled to share the distribution of the Corporation's assets upon dissolution of the Corporation.

ARTICLE IV

TERM

The period of the duration of this Corporation is perpetual, unless dissolved according to law.

ARTICLE V

INCORPORATORS

The name and residence of the subscribers to these Articles of Incorporation are:

Gary R. McCoy 103 Century 21 Drive, Jacksonville, Florida 32216

Melody McCoy 103 Century 21 Drive, Jacksonville, Florida 32216

ARTICLE VI

QUALIFICATIONS OF MEMBERS

The qualification of members of the Corporation, the authorized number, and the manner of admission of members to this Corporation, the different classes of membership, if any, the privilege of voting and other rights and privileges of members, the liability of members and/or dues or assessments, and the method of collection thereon in the termination and transfer of membership, shall be as set forth in the By-Laws of this Corporation.

ARTICLE VII

MANAGEMENT OF CORPORATE AFFAIRS

- A. Board of Directors: The powers of this Corporation shall be exercised, its properties controlled, and its affairs conducted by the Board of Directors. The number of Directors herein provided for shall be as set forth in the By-Laws of the Corporation, providing, however, that except for the initial Board of Directors set forth below, there shall never be less than (3) members on the Board of Directors. The names and addresses of persons constituting the initial (3) Board of Directors who are to act in that capacity until the selection of their successors are:

Gary R. McCoy 103 Century 21 Drive, Jacksonville, Florida 32216

Melody McCoy 103 Century 21 Drive, Jacksonville, Florida 32216

Cheryl Dunakin 103 Century 21 Drive, Jacksonville, Florida 32216

The above individuals shall serve as the initial Board of Directors for a period of 90 days subsequent to the date of incorporation. During that time, a list of permanent members of

the Board of Directors shall be prepared, consistent with the By-Laws, and objectives for skill and experience, and shall be submitted to the initial Board for approval. This list shall identify proposed terms, consistent with the provision for staggering in the By-Laws, the qualifications of each member, and other relevant information. Subsequent to approval of the initial Board of Directors of the Corporation, the names so submitted shall become the first permanent official Board of Directors of the Corporation, serving terms of one, two and three years as identified.

- B. Employment of Staff: The Board of Directors may retain staff for the purpose of conducting day-to-day management and supervision of Corporation affairs, consistent with policies and directions set by the Board, and with the qualifications and provisions outlined in the By-Laws.

ARTICLE VIII

REGISTERED OFFICE AND AGENT

The address of the Corporation's initial registered office in the State of Florida is: 103 Century 21 Drive, Jacksonville, Florida 32216

The name and address of this Corporation's initial registered agent is: Gary R. McCoy

ARTICLE IX

BY-LAWS

By-Laws will be hereinafter adopted at the first meeting of the Board of Directors. Such By-Laws may be amended or appealed in whole, or in part, in the manner provided therein. Any amendment to the By-Laws shall be binding on all members of this Corporation.

ARTICLE X

AMENDMENTS OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by Director and presented to a quorum of the Board of Directors for their vote; amendments may be adopted by a vote of a majority of members of the Board of Directors of the Corporation.

ARTICLE XI

DISSOLUTION

In the event of dissolution of this Corporation, the residual assets of the Corporation will be distributed to one or more organizations of the type described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, and corresponding provisions of any subsequent federal tax laws, or to the federal, state, or local government, for exclusive public purposes and use.

ARTICLE XII

NONDISCRIMINATION

No person shall be denied membership, association with, participation in the programs of, or other involvement with the business and services of the Corporation on the basis of race, creed, national origin, age, sex, handicap, or religion.

This principal shall be reflected in the By-Laws, and in the policies and programs subsequently enacted by the Board.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation, for the purpose of forming this Corporation, not-for-profit, under the laws of the State of Florida, this 6 day of Aug., 1999

Gary R. McCoy
GARY R. MCCOY

Melody McCoy
MELODY MCCOY

State of Florida

County of DUVAL

Before me, the undersigned officer, personally appeared GARY R. MCCOY and MELODY, who, being first duly sworn, acknowledged to me that they are the persons described as the Incorporators of, and the ones who executed, the foregoing Articles of Incorporation, and they executed the same for the purposes therein expressed.

Witness my hand and seal this 6 day of AUGUST, 1999.

NOTARY PUBLIC STATE OF FLORIDA
SANDRA A. KIRKWOOD
COMMISSION # CC662157
EXPIRES 7/9/2001
BONDED THRU ASA 1-388-NOTARY1

Sandra A. Kirkwood
NOTARY PUBLIC - Signature

My commission expires:

SANDRA A. KIRKWOOD
NOTARY PUBLIC - Print Name

Having been named to accept service of process for the above stated corporation, at the place designated in the foregoing Articles of Incorporation, I hereby agree to act as a Registered Agent, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 6 day of Aug, 1999.

By:

Gary R. McCoy
GARY MCCOY
Registered Agent

State of Florida

County of DUVAL

Before me, the undersigned officer, personally appeared GARY R. MCCOY, who, being first duly sworn, acknowledged to me that he is the person described as the Registered Agent in, and the one who executed, the foregoing Articles of Incorporation, and they he executed the same for the purposes therein expressed.

Witness my hand and seal this 6 day of ^{AUGUST} ~~May~~, 1999.

NOTARY PUBLIC STATE OF FLORIDA
SANDRA A. KIRKWOOD
COMMISSION # CC62157
EXPIRES 7/31/2001
BONDED THRU ASA 1-888-NOTARY1

Sandra A. Kirkwood
NOTARY PUBLIC - Signature

SANDRA A. KIRKWOOD
NOTARY PUBLIC - Print Name

My commission expires:

FILED
1999 AUG - 9 PM 4: 42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA