

P21000070942

(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

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(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

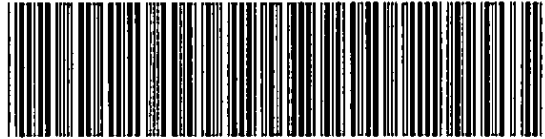
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AUG 06 2021

T. SCOTT



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06/25/21--01005--003 **122.50

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JUL 25 2021
FBI - TAMPA

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

July 1, 2021

CHRISTINA S. GOMAIL, ESQ.
PHILLIPS, RICHARD & RIND, P.A.
9360 S.W. 72ND STREET, SUITE 283
MIAMI, FL 33173

SUBJECT: AFSCME FLORIDA COUNCIL 79 BUILDING CORPORATION
Ref. Number: W21000094281

We have received your document for AFSCME FLORIDA COUNCIL 79 BUILDING CORPORATION and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Not for profit can not convert to profit.,

Please return the corrected 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) 245-6052.

Tyrone Scott
Regulatory Specialist II
New Filings Section

Letter Number: 421A00014957

June 30, 2021

VIA UPS

Attn: Tyrone Scott
New Filing Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

RE: AFSCME Florida Council 79 Building Corporation
Former Non-Profit / New For-Profit Corporation

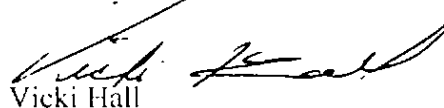
Dear Mr. Scott:

On June 30, 2021, on behalf of AFSCME FLORIDA COUNCIL 79 BUILDING CORPORATION, Document Number N03000008985, I filed Articles of Dissolution for this non-profit corporation. The Board of Directors for the dissolved corporation does not intend to file a "Revocation of Dissolution of Non-Profit Corporation."

Further, we authorize and consent to the use of the same name for the dissolved non-profit corporation, AFSCME FLORIDA COUNCIL 79 BUILDING CORPORATION, for a new for-profit Florida Corporation. Articles of incorporation have already been submitted for the new for-profit corporation, along with a check number 26042 in the amount of \$122.50. Please use the check submitted for the new filing fees, and advise if anything else is needed.

In the event that you have any questions, please direct them to Christina Gornail at 786-301-6229, or cgornail@phillipsrichard.com.


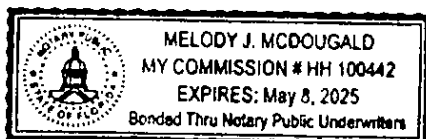
Sincerely,



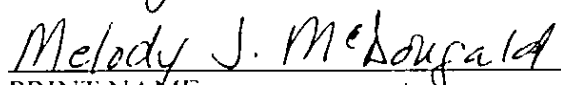
Vicki Hall
President/Director

SWORN TO AND SUBSCRIBED BEFORE ME this 9th day of July, 2021,
who is personally known to me or has produced _____ (type of identification) as
identification.

(Seal)



NOTARY PUBLIC, STATE OF FLORIDA



PRINT NAME

My Commission Expires: 5/8/2025

ARTICLES OF INCORPORATION OF
AFSCME FLORIDA COUNCIL 79 BUILDING CORPORATION

In compliance with Chapter 607, F.S. (Profit)

ARTICLE I

Name

The name of the corporation shall be: AFSCME FLORIDA COUNCIL 79 BUILDING CORPORATION.

ARTICLE II

Corporate Location

The street of the principal place of business and mailing address of the corporation is: 3064 Highland Oaks Terrace, Tallahassee, Florida 32301.

ARTICLE III

Purposes, Objects and Powers

A. **PURPOSES:** The corporation is organized and shall be operated for the following purposes:

1. To own, maintain, lease and hold for investment real and personal property.

B. **OBJECTS:** The objects and goals of this corporation are:

1. To undertake any other goals or objects not inconsistent with the purposes of this corporation.

C. **POWERS:** The powers of this corporation are:

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TALLAHASSEE, FLORIDA
CLERK OF THE CIRCUIT COURT

1. This corporation shall have all the powers now or hereafter conferred by Florida law upon corporations for-profit, including all powers necessary or convenient to implement any or all of this corporation's purposes subject only to the limitations as are or may be prescribed by law and these Articles of Incorporation.
2. To accept, acquire, receive, take and hold by request, devise, grant, gift, purchase, exchange, lease, transfer, by judicial order or otherwise to dispose of any such property, both real and personal of whatever kind, nature or description and wherever situated.
3. To sell, exchange, convey, mortgage, lease, transfer or otherwise dispose of any such property, both real and personal, as the object and purposes of the corporation may require, subject to such limitations as may be prescribed by law.
4. To borrow money, and, from time to time, to make, accept, endorse, execute, and issue promissory notes and other obligations of the corporation, and to secure the payment of any such obligation by mortgage, pledge, deed, indenture, agreement, or other instrument of trust, or by other lien upon, assignment of, or agreement in regard to all or any part of the property.
5. To invest and reinvest its funds in such stock, common or preferred bonds, debentures, mortgages, or in other property.
6. To own, operate and/or provide facilities which will enable the fulfillment of purposes outlined above.
7. In general, to exercise such other powers which now are or hereafter may be conferred by law upon a corporation organized for the purposes hereinabove set forth, or necessary or incidental to the powers so conferred, or conducive to the attainment of the purposes of the corporation, subject only to such limitations as are or may be prescribed by law and these Articles of Incorporation.

ARTICLE IV

Duration

The corporation's existence shall be perpetual.

ARTICLE V

Members

There are no members in this corporation.

ARTICLE VI

Board of Directors

The corporate powers of the corporation shall be vested in a Board of Directors ("Board"), consisting of five (5) members. Where not inconsistent with the expressed provisions of these Articles, the Board shall have the rights, powers, and privileges prescribed by law for directors of for-profit corporations.

The Directors of the corporation shall be composed of the President, Executive Vice President, Treasurer, and Secretary of AFSCME Florida Council 79, AFL-CIO, plus one, who will be selected by a majority vote of the Directors.

The Board, by majority vote of those present at any properly constituted meeting, may appoint advisory committees for such purposes as the Board shall deem necessary.

ARTICLE VII

Officers

The President, Executive Vice President, Secretary, and Treasurer of AFSCME Florida Council 79, AFL-CIO, and the additional Director selected as described in Article VI above, shall be the officers of the corporation. The President, Executive Vice President, Secretary, and Treasurer of AFSCME Florida Council 79, AFL-CIO, and the Director selected as described in Article VI above, as the Executive Committee, shall manage the affairs of the corporation.

The initial officers/directors of the Corporation are:

NAME/ADDRESS	POSITION
Vicki Hall	President/Director
3064 Highland Oaks Terrace	
Tallahassee, FL 32301	

Sharon Mickens
3064 Highland Oaks Terrace
Tallahassee, FL 32301

Ketha Otis
3064 Highland Oaks Terrace
Tallahassee, FL 32301

Emilio Azoy Executive Vice President/Director
3064 Highland Oaks Terrace
Tallahassee, FL 32301

Verricka Lewis-Lamb Director
3064 Highland Oaks Terrace
Tallahassee, FL 32301

ARTICLE VIII

Indemnification

The corporation shall indemnify and hold harmless any and all persons who shall serve or who shall have served at any time as Directors, Executive Committee members, or Officers, their respective heirs, administrators, successors, and assigns from and against any and all expenses, claims, or losses of any description, including amounts paid upon judgments, counsel fees, and amounts paid in settlement (before or after suit is commenced), actually and necessarily incurred by such persons in connection with the defense or settlement of any claim, action, suit, or proceeding which may be asserted against them, or any of them, by reason of their being or having been Directors, Executive Committee members, or Officers, except in relation to matters as to which any such Director, Executive Committee member, Officer, or person shall be adjudged in any action, suit, or proceeding to be liable for his/hers/its own negligence or misconduct in the performance of duty. Such indemnification shall be in addition to any other rights to which those hereby indemnified may be entitled under any Bylaws, agreement, or otherwise.

ARTICLE IX

Amendments

These Articles of Incorporation may be amended by a concurrence of two-thirds (2/3) of those present at any regular or special meeting of the Board, provided a quorum is present.

ARTICLE X

Bylaws

Bylaws of the corporation may be established, approved, altered, rescinded, or amended by concurrence of two-thirds (2/3) of those present at any regular or special meeting of the Board, provided a quorum is present.

ARTICLE XI

Dissolution

Upon dissolution of this organization, all of its asset remaining after payment of all costs and expenses of such dissolution shall be distributed to AFSCME Florida Council 79. None of the assets will be distributed to any officer or director of the corporation.

ARTICLE XII

Shares

The corporation is authorized to issue up to 100 shares of stock. The issuance of stock will be in accordance with the Florida for-Profit Corporation Act and any relevant provisions in the corporation's by-laws.

ARTICLE XIII

Registered Agent

The Registered Agent and street address is:

Phillips, Richard & Rind, P.A.
9360 S.W. 72nd Street, Suite 283
Miami, FL 33173

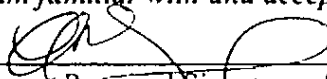
ARTICLE XIV

Incorporator

The name and Florida street address of the Incorporator is:

Christina Gornail, Esq.
Phillips, Richard & Rind, P.A.
9360 S.W. 72nd Street, Suite 283
Miami, FL 33173

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties and I am familiar with and accept the obligations of my position as registered agent.




Required Signature of Registered Agent

6.15.2021

Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s. 817.155, Florida Statutes.



Required Signature of Incorporator

6.15.2021

Date