



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation, as amended to date, of VIRGIL HAWKINS FLORIDA CHAPTER NATIONAL BAR ASSOCIATION, INC., a corporation organized under the laws of the State of Florida, as shown by the records of this office.

The document number of this corporation is 769691.



CR2EO22 (1-11)

Given under my hand and the
Great Seal of the State of Florida
at Tallahassee, the Capital, this the
Thirteenth day of July, 2018

Ken Detzner

Ken Detzner
Secretary of State

ARTICLES OF INCORPORATION FOR
THE FLORIDA CHAPTER OF THE
NATIONAL BAR ASSOCIATION, INC.

A Florida Nonprofit Corporation

ARTICLE I. NAME

The name of the corporation shall be ~~The~~ Florida Chapter of the National Bar Association, Inc., and shall be referred to in these Articles as the "Florida Chapter".

ARTICLE II. MEMBERSHIP

The corporation shall have one class of members and no more than one membership may be held by any one person. The rights and privileges of all members shall be equal. Each member in good standing shall be entitled to one vote.

Any person admitted to the practice of law in the State of Florida, paying the dues provided for by the bylaws, and agreeing to be bound by the Articles of Incorporation and the bylaws of the corporation and by such rules and regulations as the Board may from time to time adopt, is eligible for membership.

ARTICLE III. PRINCIPAL REGISTERED OFFICE

The principal registered office for the transaction of business of the corporation within the State of Florida is 1017 NW 9th Court, Miami, Florida 33136.

ARTICLE IV. DURATION

The term of the corporation shall be perpetual, unless sooner dissolved by the general membership or operation of law.

ARTICLE V. OFFICERS

The officers of this corporation shall be a President, Vice President, Treasurer, Secretary, Parliamentarian, Loan Officer, and a Student Liaison Officer. The officers of this corporation may be changed by the constitution and bylaws.

ARTICLE VI. PURPOSE

The purpose of this corporation is to maintain the honor and dignity of the Black legal profession; to regulate the practice of and promote improvements in the law and in the methods of its administration; to educate its members and the general public in matters pertaining to the law and to the legal profession; to promote knowledge and understanding of the legal professional, ethics and social intercourse among the members of this corporation.

ARTICLE VII. MANAGEMENT OF CORPORATE AFFAIRS

The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by its Executive Board. The Board shall consist of the President, Vice President, Treasurer and Secretary, provided however, the Board composition may be changed by bylaws duly adopted by 66 2/3% of the membership at a regularly scheduled quarterly meeting.

Any action required or permitted to be taken by the Board under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent to such action. Such consent or consents shall be recorded in the minutes of the proceedings of the Board, and any such action by consent shall have the same force and effect as if taken by unanimous vote of the Board. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous consent of the Board without a meeting, and that the Articles of Incorporation and the bylaws of this corporation authorize the Board to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of the initial members of the Executive Board are as follows:

<u>Name</u>	<u>Position</u>	<u>Address</u>
H. T. Smith, Esq.	President	1017 NW 9th Court Miami, FL 33136

Martin Black, Esq.	Vice President	505 E. Duval Street Lake City, FL 32055
Margaret Benton, Esq.	Treasurer	155 S. Miami Avenue Miami, FL 33130
J. D. Lewis, III, Esq.	Secretary	221 E. Osceola Street Stuart, FL 33494

ARTICLE VIII. EARNINGS & ACTIVITIES OF CORPORATION

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

Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purpose of this corporation.

ARTICLE IX. DISTRIBUTION OF ASSETS

Upon dissolution of the corporation, the Executive Board shall after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner as the Board shall determine. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE X. AMENDMENT TO BYLAWS

Subject to the limitations contained in the laws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the

Executive Board, or by following the procedure set forth there-
fore in the bylaws.

ARTICLE XI. AMENDMENT TO ARTICLES

Amendments to these Articles of Incorporation may be proposed
by a resolution adopted by the Executive Board and presented to a
quorum of members for their vote.

We, the undersigned, being the subscribers and incorporators
of this corporation, for the purpose of forming this nonprofit
corporation under the laws of the State of Florida, have executed
these Articles of INCorporation this 22nd day of
October, 1982.

ARTICLE XII. SUBSCRIBERS

The names and residence addresses of the Subscribers of this
corporation are as follows:

<u>Name</u>	<u>Address</u>
1. H. T. Smith	1017 NW 9th Court Miami, FL 33136
2. Harold Long, Jr.	1017 NW 9th Court Miami, FL 33136
3. Curtis L. Jones	1017 NW 9th Court Miami, FL 33136

H. T. Smith
Subscriber

Harold Long, Jr.
Subscriber

Curtis L. Jones
Subscriber

STATE OF FLORIDA

COUNTY OF DADE

I HEREBY CERTIFY that before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments personally appeared H. T. SMITH, HAROLD LONG, JR. and CURTIS L. JONES to me known to be the persons described in and who executed the foregoing instrument and they acknowledged before me that they executed the same.

WITNESS my hand and official seal in the state and county last aforesaid this 21st day of September, 1982.

Barbara J. Pittman
Notary Public

My Commission Expires:
Notary Public, State of Florida
My Commission Expires Sept. 5, 1985
Notary Public Seal No. 12345678

REGISTERED AGENT CERTIFICATE

STATE OF FLORIDA

COUNTY OF DADE

Before me personally appeared HAROLD KNOWLES, to me known to be the individual described in this Registered Agent Certificate and acknowledged before me that he is the Registered Agent for the Florida Chapter of the National Bar Association, Inc., said corporation's Registered Office being 121 1/2 South Monroe Street, Tallahassee, Florida 32301.

Harold Knowles

Witness my hand and official seal in the County and State named above, this 28th day of October, 1982.

Barbara J. Pittman
Notary Public

My Commission Expires:
Notary Public, State of Florida
My Commission Expires Sept. 5, 1985
Notary Public Seal No. 12345678

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF**

FLORIDA CHAPTER NATIONAL BAR ASSOCIATION, INC.

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted:

Name change to Virgil Hawkins Florida Chapter National Bar Association, Inc.

SECOND: The date of adoption of the amendment(s) was: November 18, 2000

THIRD: Adoption of Amendment (CHECK ONE)

☒ The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.

☐ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

DATED: December 18, 2000

Virgil Hawkins Florida Chapter National Bar Association, Inc.

Corporation Name

By: [Signature]

(Chairman, Vice Chairman, President or other officer)

Craig Gibbs

Typed or printed name

President

Title

FILED
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CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA