

Form **990**
 Department of the Treasury
 Internal Revenue Service

Return of Organization Exempt From Income Tax
 Under section 501(c), 527, or 4947(a)(1) of the Internal Revenue Code (except black lung benefit trust or private foundation)

OMB No 1545-0047
2006
 Open to Public Inspection

The organization may have to use a copy of this return to satisfy state reporting requirements

A For the 2006 calendar year, or tax year beginning , and ending

- B** Check if applicable:
 Address change
 Name change
 Initial return
 Final return
 Amended return
 Application pending

Please use IRS label or print or type. See Specific Instructions.

C Name of organization
FLORIDA LABOR MANAGEMENT CONFERENCE INC
 Number and street (or P O box if mail is not delivered to street address) Room/suite
P.O. BOX 833
 City or town, state or country, and ZIP + 4
CAPE CANAVERAL FL 32920

D Employer identification number
59-3389166
E Telephone number
561-686-6550
F Accounting method: Cash
 Accrual Other (specify)

Section 501(c)(3) organizations and 4947(a)(1) nonexempt charitable trusts must attach a completed Schedule A (Form 990 or 990-EZ).

- H and are not applicable to section 527 organizations I
H(a) Is this a group return for affiliates? Yes No
H(b) If "Yes," enter number of affiliates Yes No
H(c) Are all affiliates included? Yes No
 (If "No," attach a list See instructions)
H(d) Is this a separate return filed by an organization covered by a group ruling? Yes No
I Group Exemption Number
M Check if the organization is not required to attach Sch B (Form 990, 990-EZ, or 990-PF)

G Website: **N/A**

J Organization type
 (check only one) 501(c) (**3**) (insert no) 4947(a)(1) or 527

K Check here if the organization is not a 509(a)(3) supporting organization and its gross receipts are normally not more than \$25,000 A return is not required, but if the organization chooses to file a return, be sure to file a complete return

L Gross receipts Add lines 6b, 8b, 9b, and 10b to line 12 **108,266**

Part I Revenue, Expenses, and Changes in Net Assets or Fund Balances (See the instructions.)

Revenue	1 Contributions, gifts, grants, and similar amounts received					
	a Contributions to donor advised funds	1a				
	b Direct public support (not included on line 1a)	1b				
	c Indirect public support (not included on line 1a)	1c				
	d Government contributions (grants) (not included on line 1a)	1d				
	e Total (add lines 1a through 1d) (cash \$ _____ noncash \$ _____)				1e	0
	2 Program service revenue including government fees and contracts (from Part VII, line 93)				2	108,266
	3 Membership dues and assessments				3	
	4 Interest on savings and temporary cash investments				4	
	5 Dividends and interest from securities				5	
	6a Gross rents	6a				
	b Less rental expenses	6b				
c Net rental income or (loss) Subtract line 6b from line 6a				6c		
7 Other investment income (describe _____)				7		
8a Gross amount from sales of assets other than inventory	(A) Securities		(B) Other			
		8a				
		8b				
		8c				
d Net gain or (loss) Combine line 8c, columns (A) and (B)				8d		
9 Special events and activities (attach schedule) If any amount is from gaming, check her <input type="checkbox"/>						
a Gross revenue (not including \$ _____ of contributions reported on line 1b)	9a					
b Less direct expenses other than fundraising expenses	9b					
c Net income or (loss) from special events Subtract line 9b from line 9a				9c		
10a Gross sales of inventory, less returns and allowances	10a					
b Less: cost of goods sold						
c Gross profit or (loss) from sales of inventory (attach schedule) Subtract line 10b from line 10a				10c		
11 Other revenue (from Part VII, line 103)				11		
12 Total revenue. Add lines 1e, 2, 3, 4, 5, 6c, 7, 8d, 9c, 10c, and 11				12	108,266	
Expenses	13 Program services (from line 44, column (B))			13	117,940	
	14 Management and general (from line 44, column (C))			14	282	
	15 Fundraising (from line 44, column (D))			15		
	16 Payments to affiliates (attach schedule)			16		
	17 Total expenses. Add lines 16 and 44, column (A)			17	118,222	
Net Assets	18 Excess or (deficit) for the year Subtract line 17 from line 12			18	-9,956	
	19 Net assets or fund balances at beginning of year (from line 73, column (A))			19	35,138	
	20 Other changes in net assets or fund balances (attach explanation)			20		
	21 Net assets or fund balances at end of year Combine lines 18, 19, and 20			21	25,182	

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Part II Statement of Functional Expenses

All organizations must complete column (A). Columns (B), (C), and (D) are required for section 501(c)(3) and (4) organizations and section 4947(a)(1) nonexempt charitable trusts but optional for others (See the instructions)

Do not include amounts reported on line 6b, 8b, 9b, 10b, or 16 of Part I.		(A) Total	(B) Program services	(C) Management and general	(D) Fundraising
22a	Grants paid from donor advised funds (attach schedule) (cash \$ _____ non-cash \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/>				
22b	Other grants and allocations (attach schedule) (cash \$ _____ non-cash \$ _____) If this amount includes foreign grants, check here <input type="checkbox"/>				
23	Specific assistance to individuals (attach schedule)				
24	Benefits paid to or for members (attach schedule)				
25a	Compensation of current officers, directors, key employees, etc listed in Part V-A (attach schedule)				
25b	Compensation of former officers, directors, key employees, etc listed in Part V-B (attach schedule)				
25c	Compensation and other distributions, not included above, to disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) (attach schedule)				
26	Salaries and wages of employees not included on lines 25a, b, and c				
27	Pension plan contributions not included on lines 25a, b, and c				
28	Employee benefits not included on lines 25a - 27				
29	Payroll taxes				
30	Professional fundraising fees				
31	Accounting fees				
32	Legal fees				
33	Supplies				
34	Telephone				
35	Postage and shipping				
36	Occupancy				
37	Equipment rental and maintenance				
38	Printing and publications	2,760	2,760		
39	Travel				
40	Conferences, conventions, and meetings	113,781	113,781		
41	Interest				
42	Depreciation, depletion, etc. (attach schedule)				
43a	Other expenses not covered above (itemize) SEE STATEMENT 1	1,681	1,399	282	
43b					
43c					
43d					
43e					
43f					
43g					
44	Total functional expenses. Add lines 22a through 43g (Organizations completing columns (B)-(D), carry these totals to lines 13-15)	118,222	117,940	282	0

Joint Costs. Check if you are following SOP 98-2

Are any joint costs from a combined educational campaign and fundraising solicitation reported in (B) Program services? Yes No

If "Yes," enter (i) the aggregate amount of these joint costs \$ _____, (ii) the amount allocated to Program services \$ _____, (iii) the amount allocated to Management and general \$ _____, and (iv) the amount allocated to Fundraising \$ _____

Part III Statement of Program Service Accomplishments (See the instructions.)

Form 990 is available for public inspection and, for some people, serves as the primary or sole source of information about a particular organization. How the public perceives an organization in such cases may be determined by the information presented on its return. Therefore, please make sure the return is complete and accurate and fully describes, in Part III, the organization's programs and accomplishments.

What is the organization's primary exempt purpose?

▶ **SEE STATEMENT 2**

All organizations must describe their exempt purpose achievements in a clear and concise manner. State the number of clients served, publications issued, etc. Discuss achievements that are not measurable (Section 501(c)(3) and (4) organizations and 4947(a)(1) nonexempt charitable trusts must also enter the amount of grants and allocations to others.)

Program Service Expenses
(Required for 501(c)(3) and (4) orgs., and 4947(a)(1) trusts, but optional for others.)

a FLORIDA LABOR MANAGEMENT CONFERENCE

(Grants and allocations \$) If this amount includes foreign grants, check here ▶

117,940

b

(Grants and allocations \$) If this amount includes foreign grants, check here ▶

c

(Grants and allocations \$) If this amount includes foreign grants, check here ▶

d

(Grants and allocations \$) If this amount includes foreign grants, check here ▶

e Other program services (attach schedule)

(Grants and allocations \$) If this amount includes foreign grants, check here ▶

f Total of Program Service Expenses (should equal line 44, column (B), Program services) ▶

117,940

Part IV Balance Sheets (See the instructions.)

Note: Where required, attached schedules and amounts within the description column should be for end-of-year amounts only.

		(A) Beginning of year		(B) End of year	
Assets	45	Cash-non-interest-bearing	35,138	45	15,182
	46	Savings and temporary cash investments		46	
	47a	Accounts receivable			
	b	Less allowance for doubtful accounts		47c	
	48a	Pledges receivable			
	b	Less allowance for doubtful accounts		48c	
	49	Grants receivable		49	
	50a	Receivables from current and former officers, directors, trustees, and key employees (attach schedule)		50a	
	b	Receivables from other disqualified persons (as defined under section 4958(f)(1)) and persons described in section 4958(c)(3)(B) (att schedule)		50b	
	51a	Other notes and loans receivable (attach schedule)			
	b	Less allowance for doubtful accounts		51c	
	52	Inventories for sale or use		52	
	53	Prepaid expenses and deferred charges		53	10,000
	54a	Investments—publicly-traded securities		54a	
	b	Investments—other securities (attach schedule)		54b	
	55a	Investments-land, buildings, and equipment basis			
	b	Less accumulated depreciation (attach schedule)		55c	
	56	Investments-other (attach schedule)		56	
	57a	Land, buildings, and equipment, basis			
b	Less accumulated depreciation (attach schedule)		57c		
58	Other assets, including program-related investments (describe ►)		58		
59	Total assets (must equal line 74) Add lines 45 through 58	35,138	59	25,182	
Liabilities	60	Accounts payable and accrued expenses		60	
	61	Grants payable		61	
	62	Deferred revenue		62	
	63	Loans from officers, directors, trustees, and key employees (attach schedule)		63	
	64a	Tax-exempt bond liabilities (attach schedule)		64a	
	b	Mortgages and other notes payable (attach schedule)		64b	
	65	Other liabilities (describe ►)		65	
66	Total liabilities. Add lines 60 through 65	0	66	0	
Net Assets or Fund Balances	Organizations that follow SFAS 117, check here <input checked="" type="checkbox"/> and complete lines 67 through 69 and lines 73 and 74.				
	67	Unrestricted	35,138	67	25,182
	68	Temporarily restricted		68	
	69	Permanently restricted		69	
	Organizations that do not follow SFAS 117, check here <input type="checkbox"/> and complete lines 70 through 74				
	70	Capital stock, trust principal, or current funds		70	
	71	Paid-in or capital surplus, or land, building, and equipment fund		71	
	72	Retained earnings, endowment, accumulated income, or other funds		72	
	73	Total net assets or fund balances (add lines 67 through 69 or lines 70 through 72 (Column (A) must equal line 19 and column (B) must equal line 21)	35,138	73	25,182
74	Total liabilities and net assets/fund balances. Add lines 66 and 73	35,138	74	25,182	

Part IV-A Reconciliation of Revenue per Audited Financial Statements With Revenue per Return (See the instructions.) **N/A**

a Total revenue, gains, and other support per audited financial statements		a	
b Amounts included on line a but not on Part I, line 12:			
1 Net unrealized gains on investments	b1		
2 Donated services and use of facilities	b2		
3 Recoveries of prior year grants	b3		
4 Other (specify)	b4		
Add lines b1 through b4		b	
c Subtract line b from line a		c	
d Amounts included on Part I, line 12, but not on line a :			
1 Investment expenses not included on Part I, line 6b	d1		
2 Other (specify)	d2		
Add lines d1 and d2		d	
e Total revenue (Part I, line 12) Add lines c and d		e	

Part IV-B Reconciliation of Expenses per Audited Financial Statements With Expenses per Return **N/A**

a Total expenses and losses per audited financial statements		a	
b Amounts included on line a but not Part I, line 17:			
1 Donated services and use of facilities	b1		
2 Prior year adjustments reported on Part I, line 20	b2		
3 Losses reported on Part I, line 20	b3		
4 Other (specify)	b4		
Add lines b1 through b4		b	
c Subtract line b from line a		c	
d Amounts included on Part I, line 17, but not on line a :			
1 Investment expenses not included on Part I, line 6b	d1		
2 Other (specify)	d2		
Add lines d1 and d2		d	
e Total expenses (Part I, line 17) Add lines c and d		e	

Part V-A Current Officers, Directors, Trustees, and Key Employees (List each person who was an officer, director, trustee, or key employee at any time during the year even if they were not compensated) (See the instructions.)

(A) Name and address	(B) Title and average hours per week devoted to position	(C) Compensation (If not paid, enter -0-.)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
JOHN POIDOMANI 17900 BEELINE HWY JUPITER FL 33487	CHAIRMAN 1	0	0	0
CHARLES SHIDE 111 PONCE DE LEON CLEWISTON FL 33440	VICE CHAIR 1	0	0	0
GIL ESCUDERO 14411 COMMERCE WAY, SUITE 100 MIAMI LAKES FL 33016	SEC/TREAS 1	0	0	0
JOHNNY WALKER 271 TAYLOR AVENUE CAPE CANAVERAL FL 32920	DIRECTOR 1	0	0	0
JEANETTE WYNN AFSCME 1641 MARTIN LUTHER KING BLVD QUINCY FL 32351	DIRECTOR 1	0	0	0
STEVE EISENHARDT WALT DISNEY WORKD CO, PO BOX 10000 LAKE BUENA VISTA FL 32830	DIRECTOR 1	0	0	0

Part V-A Current Officers, Directors, Trustees, and Key Employees (continued)		Yes	No
75a Enter the total number of officers, directors, and trustees permitted to vote on organization business at board meetings ▶ 6			
b Are any officers, directors, trustees, or key employees listed in Form 990, Part V-A, or highest compensated employees listed in Schedule A, Part I, or highest compensated professional and other independent contractors listed in Schedule A, Part II-A or II-B, related to each other through family or business relationships? If "Yes," attach a statement that identifies the individuals and explains the relationship(s)	75b		X
c Do any officers, directors, trustees, or key employees listed in Form 990, Part V-A, or highest compensated employees listed in Schedule A, Part I, or highest compensated professional and other independent contractors listed in Schedule A, Part II-A or II-B, receive compensation from any other organizations, whether tax exempt or taxable, that are related to the organization? See the instructions for the definition of "related organization" If "Yes," attach a statement that includes the information described in the instructions.	75c		X
d Does the organization have a written conflict of interest policy?	75d		X

Part V-B Former Officers, Directors, Trustees, and Key Employees That Received Compensation or Other Benefits
(If any former officer, director, trustee, or key employee received compensation or other benefits (described below) during the year, list that person below and enter the amount of compensation or other benefits in the appropriate column. See the instructions.)

(A) Name and address	(B) Loans and Advances	(C) Compensation (if not paid, enter -0-)	(D) Contributions to employee benefit plans & deferred compensation plans	(E) Expense account and other allowances
N/A				

Part VI Other Information (See the instructions.)		Yes	No
76 Did the organization make a change in its activities or methods of conducting activities? If "Yes," attach a detailed statement of each change	76		X
77 Were any changes made in the organizing or governing documents but not reported to the IRS? If "Yes," attach a conformed copy of the changes	77	X	
78a Did the organization have unrelated business gross income of \$1,000 or more during the year covered by this return?	78a		X
b If "Yes," has it filed a tax return on Form 990-T for this year?	78b		
79 Was there a liquidation, dissolution, termination, or substantial contraction during the year? If "Yes," attach a statement	79		X
80a Is the organization related (other than by association with a statewide or nationwide organization) through common membership, governing bodies, trustees, officers, etc., to any other exempt or nonexempt organization?	80a		X
b If "Yes," enter the name of the organization ▶ and check whether it is <input type="checkbox"/> exempt or <input type="checkbox"/> nonexempt	81a		
81a Enter direct and indirect political expenditures (See line 81 instructions)	81a		
b Did the organization file Form 1120-POL for this year?	81b		X

Part VI Other Information (continued)		Yes	No
82a	Did the organization receive donated services or the use of materials, equipment, or facilities at no charge or at substantially less than fair rental value?		X
	b If "Yes," you may indicate the value of these items here. Do not include this amount as revenue in Part I or as an expense in Part II (See instructions in Part III)		
	82b		
83a	Did the organization comply with the public inspection requirements for returns and exemption applications?	X	
	b Did the organization comply with the disclosure requirements relating to quid pro quo contributions?		
	N/A		
84a	Did the organization solicit any contributions or gifts that were not tax deductible?		X
	b If "Yes," did the organization include with every solicitation an express statement that such contributions or gifts were not tax deductible?		
	N/A		
85	501(c)(4), (5), or (6) organizations. a Were substantially all dues nondeductible by members?		
	b Did the organization make only in-house lobbying expenditures of \$2,000 or less? If "Yes" was answered to either 85a or 85b, do not complete 85c through 85h below unless the organization received a waiver for proxy tax owed for the prior year		
	N/A		
	c Dues, assessments, and similar amounts from members		
	85c		
	d Section 162(e) lobbying and political expenditures		
	85d		
	e Aggregate nondeductible amount of section 6033(e)(1)(A) dues notices		
	85e		
	f Taxable amount of lobbying and political expenditures (line 85d less 85e)		
	85f		
	g Does the organization elect to pay the section 6033(e) tax on the amount on line 85f?		
	N/A		
	h If section 6033(e)(1)(A) dues notices were sent, does the organization agree to add the amount on line 85f to its reasonable estimate of dues allocable to nondeductible lobbying and political expenditures for the following tax year?		
	N/A		
86	501(c)(7) orgs Enter a Initiation fees and capital contributions included on line 12		
	86a		
	b Gross receipts, included on line 12, for public use of club facilities		
	86b		
87	501(c)(12) orgs Enter a Gross income from members or shareholders		
	87a		
	b Gross income from other sources (Do not net amounts due or paid to other sources against amounts due or received from them.)		
	87b		
88a	At any time during the year, did the organization own a 50% or greater interest in a taxable corporation or partnership, or an entity disregarded as separate from the organization under Regulations sections 301.7701-2 and 301.7701-3? If "Yes," complete Part IX		X
	b At any time during the year, did the organization, directly or indirectly, own a controlled entity within the meaning of section 512(b)(13)? If "Yes," complete Part XI		X
89a	501(c)(3) organizations Enter Amount of tax imposed on the organization during the year under section 4911 ▶ 0 , section 4912 ▶ 0 ; section 4955 ▶ 0		
	b 501(c)(3) and 501(c)(4) orgs Did the organization engage in any section 4958 excess benefit transaction during the year or did it become aware of an excess benefit transaction from a prior year? If "Yes," attach a statement explaining each transaction		X
	89b		
	c Enter Amount of tax imposed on the organization managers or disqualified persons during the year under sections 4912, 4955, and 4958 ▶ 0		
	▶ 0		
	d Enter Amount of tax on line 89c, above, reimbursed by the organization ▶ 0		
	▶ 0		
	e All organizations At any time during the tax year, was the organization a party to a prohibited tax shelter transaction?		X
	89e		
	f All organizations. Did the organization acquire a direct or indirect interest in any applicable insurance contract?		X
	89f		
	g For supporting organizations and sponsoring organizations maintaining donor advised funds Did the supporting organization, or a fund maintained by a sponsoring organization, have excess business holdings at any time during the year?		X
	89g		
90a	List the states with which a copy of this return is filed ▶ NONE		
	b Number of employees employed in the pay period that includes March 12, 2006 (See instructions)	90b	0
91a	The books are in care of ▶ CONNIE CRABTREE PO BOX 21024 Located at ▶ KENNEDY SPACE CENTER, FL	Telephone no ▶ 321-853-1929 ZIP + 4 ▶ 32815-0024	
	b At any time during the calendar year, did the organization have an interest in or a signature or other authority over a financial account in a foreign country (such as a bank account, securities account, or other financial account)? If "Yes," enter the name of the foreign country ▶ See the instructions for exceptions and filing requirements for Form TD F 90-22.1, Report of Foreign Bank and Financial Accounts.	Yes	No
	91b		X

Part VI Other Information (continued)

c At any time during the calendar year, did the organization maintain an office outside of the United States? 91c Yes No

If "Yes," enter the name of the foreign country ▶

92 Section 4947(a)(1) nonexempt charitable trusts filing Form 990 in lieu of Form 1041- Check here and enter the amount of tax-exempt interest received or accrued during the tax year ▶ 92

Part VII Analysis of Income-Producing Activities (See the instructions.)

Note: Enter gross amounts unless otherwise indicated

	Unrelated business income		Excluded by section 512, 513, or 514		(E) Related or exempt function income
	(A) Business code	(B) Amount	(C) Exclusion code	(D) Amount	
93 Program service revenue:					
a CONFERENCE SPONSORSHIPS			7	34,300	
b CONFERENCE REGISTRATION					73,966
c					
d					
e					
f Medicare/Medicaid payments					
g Fees and contracts from government agencies					
94 Membership dues and assessments					
95 Interest on savings and temporary cash investments					
96 Dividends and interest from securities					
97 Net rental income or (loss) from real estate:					
a debt-financed property					
b not debt-financed property					
98 Net rental income or (loss) from personal property					
99 Other investment income					
100 Gain or (loss) from sales of assets other than inventory					
101 Net income or (loss) from special events					
102 Gross profit or (loss) from sales of inventory					
103 Other revenue: a					
b					
c					
d					
e					
104 Subtotal (add columns (B), (D), and (E))		0		34,300	73,966
105 Total (add line 104, columns (B), (D), and (E))					108,266

Note: Line 105 plus line 1e, Part I, should equal the amount on line 12, Part I

Part VIII Relationship of Activities to the Accomplishment of Exempt Purposes (See the instructions.)

Line No.	Explain how each activity for which income is reported in column (E) of Part VII contributed importantly to the accomplishment of the organization's exempt purposes (other than by providing funds for such purposes).
93B	REGISTRATION FEE FOR CONFERENCE

Part IX Information Regarding Taxable Subsidiaries and Disregarded Entities (See the instructions.)

(A) Name, address, and EIN of corporation, partnership, or disregarded entity	(B) Percentage of ownership interest	(C) Nature of activities	(D) Total income	(E) End-of-year assets
N/A	%			
	%			
	%			
	%			

Part X Information Regarding Transfers Associated with

(a) Did the organization, during the year, receive any funds, directly or indirectly

(b) Did the organization, during the year, pay premiums, directly or indirectly

Note: If "Yes" to (b), file Form 8870 and Form 4720 (see instructions)

Part XI Information Regarding Transfers To and From Controlled Entities. Complete only if the organization is a controlling organization as defined in section 512(b)(13).

106 Did the reporting organization make any transfers to a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity.	Yes	No
		X

	(A) Name, address, of each controlled entity	(B) Employer ID Number	(C) Description of transfer	(D) Amount of transfer
a				
b				
c				
Totals				

107 Did the reporting organization receive any transfers from a controlled entity as defined in section 512(b)(13) of the Code? If "Yes," complete the schedule below for each controlled entity.	Yes	No
		X

	(A) Name, address, of each controlled entity	(B) Employer ID Number	(C) Description of transfer	(D) Amount of transfer
a				
b				
c				
Totals				

108 Did the organization have a binding written contract in effect on August 17, 2006, covering the interest, rents, royalties, and annuities described in question 107 above?	Yes	No

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete Declaration of preparer (other than officer) is based on all information of which preparer has any knowledge

Please Sign Here	Signature of officer	Date <u>11/15/07</u>
	STEVE WILLIAMS Type or print name and title	PRESIDENT

Paid Preparer's Use Only	Preparer's signature	Date 11/14/07	Check if self-employed <input type="checkbox"/>	Preparer's SSN or PTIN (See Gen Instr X) P00076144
	Firm's name (or yours if self-employed), address, and ZIP + 4 CARROLL AND COMPANY, CPAS 2640-A MITCHAM DRIVE TALLAHASSEE, FL 32308	EIN 59-3038528	Phone no 850-877-1099	

**SCHEDULE A,
(Form 990 or 990-EZ)**

Organization Exempt Under Section 501(c)(3)
(Except Private Foundation) and Section 501(e), 501(f), 501(k), 501(n),
or 4947(a)(1) Nonexempt Charitable Trust

OMB No 1545-0047

2006

Department of the Treasury
Internal Revenue Service

Supplementary Information-(See separate instructions.)
▶ **MUST be completed by the above organizations and attached to their Form 990 or 990-EZ**

Name of the organization

FLORIDA LABOR MANAGEMENT CONFERENCE INC

Employer identification number

59-3389166

Part I Compensation of the Five Highest Paid Employees Other Than Officers, Directors, and Trustees
(See page 2 of the instructions. List each one. If there are none, enter "None.")

(a) Name and address of each employee paid more than \$50,000	(b) Title and average hours per week devoted to position	(c) Comp	(d) Contrib to empl ben plans & deferred comp	(e) Expense account & other allowances
NONE				
Total number of other employees paid over \$50,000 ▶		0		

Part II-A Compensation of the Five Highest Paid Independent Contractors for Professional Services
(See page 2 of the instructions. List each one (whether individuals or firms). If there are none, enter "None.")

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of others receiving over \$50,000 for professional services ▶		0

Part II-B Compensation of the Five Highest Paid Independent Contractors for Other Services
(List each contractor who performed services other than professional services, whether individuals or firms. If there are none, enter "None." See page 2 of the instructions.)

(a) Name and address of each independent contractor paid more than \$50,000	(b) Type of service	(c) Compensation
NONE		
Total number of other contractors receiving over \$50,000 for other services ▶		0

For Paperwork Reduction Act Notice, see the Instructions for Form 990 and Form 990-EZ.

Schedule A (Form 990 or 990-EZ) 2006

Part III Statements About Activities (See page 2 of the instructions.)

Yes No

<p>1 During the year, has the organization attempted to influence national, state, or local legislation, including any attempt to influence public opinion on a legislative matter or referendum? If "Yes," enter the total expenses paid or incurred in connection with the lobbying activities ► \$ _____ (Must equal amounts on line 38, Part VI-A, or line i of Part VI-B.)</p> <p>Organizations that made an election under section 501(h) by filing Form 5768 must complete Part VI-A. Other organizations checking "Yes" must complete Part VI-B AND attach a statement giving a detailed description of the lobbying activities</p>	1		X
<p>2 During the year, has the organization, either directly or indirectly, engaged in any of the following acts with any substantial contributors, trustees, directors, officers, creators, key employees, or members of their families, or with any taxable organization with which any such person is affiliated as an officer, director, trustee, majority owner, or principal beneficiary? (If the answer to any question is "Yes," attach a detailed statement explaining the transactions)</p>			
<p>a Sale, exchange, or leasing of property?</p>	2a		X
<p>b Lending of money or other extension of credit?</p>	2b		X
<p>c Furnishing of goods, services, or facilities?</p>	2c		X
<p>d Payment of compensation (or payment or reimbursement of expenses if more than \$1,000)?</p>	2d		X
<p>e Transfer of any part of its income or assets?</p>	2e		X
<p>3a Did the organization make grants for scholarships, fellowships, student loans, etc ? (If "Yes," attach an explanation of how the organization determines that recipients qualify to receive payments)</p>	3a		X
<p>b Did the organization have a section 403(b) annuity plan for its employees?</p>	3b		X
<p>c Did the organization receive or hold an easement for conservation purposes, including easements to preserve open space, the environment, historic land areas or historic structures? If "Yes," attach a detailed statement</p>	3c		X
<p>d Did the organization provide credit counseling, debt management, credit repair, or debt negotiation services?</p>	3d		X
<p>4a Did the organization maintain any donor advised funds? If "Yes," complete lines 4b through 4g. If "No," complete lines 4f and 4g</p>	4a		X
<p>b Did the organization make any taxable distributions under section 4966?</p>	4b		
<p>c Did the organization make a distribution to a donor, donor advisor, or related person?</p>	4c		
<p>d Enter the total number of donor advised funds owned at the end of the tax year ► _____</p>			
<p>e Enter the aggregate value of assets held in all donor advised funds owned at the end of the tax year ► _____</p>			
<p>f Enter the total number of separate funds or accounts owned at the end of the tax year (excluding donor advised funds included on line 4d) where donors have the right to provide advice on the distribution or investment of amounts in such funds or accounts ► _____</p>		0	
<p>g Enter the aggregate value of assets held in all funds or accounts included on line 4f at the end of the tax year ► _____</p>			0

Part IV Reason for Non-Private Foundation Status (See pages 4 through 7 of the instructions.)

I certify that the organization is not a private foundation because it is (Please check only **ONE** applicable box.)

- 5 A church, convention of churches, or association of churches Section 170(b)(1)(A)(i)
- 6 A school. Section 170(b)(1)(A)(ii) (Also complete Part V.)
- 7 A hospital or a cooperative hospital service organization Section 170(b)(1)(A)(iii).
- 8 A federal, state, or local government or governmental unit. Section 170(b)(1)(A)(v).
- 9 A medical research organization operated in conjunction with a hospital Section 170(b)(1)(A)(iii). Enter the hospital's name, city, and state ►
- 10 An organization operated for the benefit of a college or university owned or operated by a governmental unit Section 170(b)(1)(A)(iv) (Also complete the **Support Schedule** in Part IV-A.)
- 11a An organization that normally receives a substantial part of its support from a governmental unit or from the general public. Section 170(b)(1)(A)(vi) (Also complete the **Support Schedule** in Part IV-A.)
- 11b A community trust Section 170(b)(1)(A)(vi) (Also complete the **Support Schedule** in Part IV-A.)
- 12 An organization that normally receives (1) more than 33 1/3% of its support from contributions, membership fees, and gross receipts from activities related to its charitable, etc., functions-subject to certain exceptions, and (2) no more than 33 1/3% of its support from gross investment income and unrelated business taxable income (less section 511 tax) from businesses acquired by the organization after June 30, 1975 See section 509(a)(2) (Also complete the **Support Schedule** in Part IV-A.)
- 13 An organization that is not controlled by any disqualified persons (other than foundation managers) and otherwise meets the requirements of section 509(a)(3) Check the box that describes the type of supporting organization
 - Type I
 - Type II
 - Type III-Functionally Intergrated
 - Type III-Other

Provide the following information about the supported organizations. (See page 7 of the instructions.)

(a) Name(s) of supported organization(s)	(b) Employer identification number (EIN)	(c) Type of organization (described in lines 5 through 12 above or IRC section)	(d) Is the supported organization listed in the supporting organization's governing documents?		(e) Amount of support
			Yes	No	
Total					►

- 14 An organization organized and operated to test for public safety. Section 509(a)(4) (See page 7 of the instructions.)

Part IV-A Support Schedule (Complete only if you checked a box on line 10, 11, or 12) Use cash method of accounting.

Note: You may use the worksheet in the instructions for converting from the accrual to the cash method of accounting

Calendar year (or fiscal year beginning in)	(a) 2005	(b) 2004	(c) 2003	(d) 2002	(e) Total
15 Gifts, grants, and contributions received (Do not include unusual grants See line 28)	34,800	35,400	30,000	44,000	144,200
16 Membership fees received					0
17 Gross receipts from admissions, merchandise sold or services performed, or furnishing of facilities in any activity that is related to the organization's charitable, etc., purpose	80,292	84,528	48,057	59,169	272,046
18 Gross income from interest, dividends, amounts received from payments on securities loans (section 512(a)(5)), rents, royalties, and unrelated business taxable income (less section 511 taxes) from businesses acquired by the organization after June 30, 1975					0
19 Net income from unrelated business activities not included in line 18					0
20 Tax revenues levied for the organization's benefit and either paid to it or expended on its behalf					0
21 The value of services or facilities furnished to the organization by a governmental unit without charge Do not include the value of services or facilities generally furnished to the public without charge					0
22 Other income Attach a schedule Do not include gain or (loss) from sale of capital assets					0
23 Total of lines 15 through 22	115,092	119,928	78,057	103,169	416,246
24 Line 23 minus line 17	34,800	35,400	30,000	44,000	144,200
25 Enter 1% of line 23	1,151	1,199	781	1,032	
26 Organizations described on lines 10 or 11: a Enter 2% of amount in column (e), line 24					26a 0
b Prepare a list for your records to show the name of and amount contributed by each person (other than a governmental unit or publicly supported organization) whose total gifts for 2002 through 2005 exceeded the amount shown in line 26a Do not file this list with your return. Enter the total of all these excess amounts					26b
c Total support for section 509(a)(1) test Enter line 24, column (e)					26c
d Add Amounts from column (e) for lines: 18 _____ 19 _____					26d
22 _____ 26b _____					26e
e Public support (line 26c minus line 26d total)					26f %
f Public support percentage (line 26e (numerator) divided by line 26c (denominator))					
27 Organizations described on line 12: a For amounts included in lines 15, 16, and 17 that were received from a "disqualified person," prepare a list for your records to show the name of, and total amounts received in each year from, each "disqualified person." Do not file this list with your return. Enter the sum of such amounts for each year:	0 (2005)	0 (2004)	0 (2003)	0 (2002)	0
b For any amount included in line 17 that was received from each person (other than "disqualified persons"), prepare a list for your records to show the name of, and amount received for each year, that was more than the larger of (1) the amount on line 25 for the year or (2) \$5,000. (Include in the list organizations described in lines 5 through 11b, as well as individuals.) Do not file this list with your return. After computing the difference between the amount received and the larger amount described in (1) or (2), enter the sum of these differences (the excess amounts) for each year:	0 (2005)	0 (2004)	0 (2003)	0 (2002)	0
c Add Amounts from column (e) for lines: 15 144,200 16 _____					27c 416,246
17 272,046 20 _____ 21 _____					27d
d Add Line 27a total _____ and line 27b total _____					27e 416,246
e Public support (line 27c total minus line 27d total)					27f 416,246
f Total support for section 509(a)(2) test Enter amount from line 23, column (e)					27g 100.0000%
g Public support percentage (line 27e (numerator) divided by line 27f (denominator))					27h %
h Investment income percentage (line 18, column (e) (numerator) divided by line 27f (denominator))					

28 Unusual Grants: For an organization described in line 10, 11, or 12 that received any unusual grants during 2002 through 2005, prepare a list for your records to show, for each year, the name of the contributor, the date and amount of the grant, and a brief description of the nature of the grant Do not file this list with your return. Do not include these grants in line 15

Part V Private School Questionnaire (See page 9 of the instructions.)
(To be completed ONLY by schools that checked the box on line 6 in Part IV)

		N/A	Yes	No
29	Does the organization have a racially nondiscriminatory policy toward students by statement in its charter, bylaws, other governing instrument, or in a resolution of its governing body?			
30	Does the organization include a statement of its racially nondiscriminatory policy toward students in all its brochures, catalogues, and other written communications with the public dealing with student admissions, programs, and scholarships?			
31	Has the organization publicized its racially nondiscriminatory policy through newspaper or broadcast media during the period of solicitation for students, or during the registration period if it has no solicitation program, in a way that makes the policy known to all parts of the general community it serves? If "Yes," please describe, if "No," please explain (If you need more space, attach a separate statement)			
32	Does the organization maintain the following			
a	Records indicating the racial composition of the student body, faculty, and administrative staff?			
b	Records documenting that scholarships and other financial assistance are awarded on a racially nondiscriminatory basis?			
c	Copies of all catalogues, brochures, announcements, and other written communications to the public dealing with student admissions, programs, and scholarships?			
d	Copies of all material used by the organization or on its behalf to solicit contributions? If you answered "No" to any of the above, please explain (If you need more space, attach a separate statement)			
33	Does the organization discriminate by race in any way with respect to:			
a	Students' rights or privileges?			
b	Admissions policies?			
c	Employment of faculty or administrative staff?			
d	Scholarships or other financial assistance?			
e	Educational policies?			
f	Use of facilities?			
g	Athletic programs?			
h	Other extracurricular activities? If you answered "Yes" to any of the above, please explain. (If you need more space, attach a separate statement)			
34a	Does the organization receive any financial aid or assistance from a governmental agency?			
b	Has the organization's right to such aid ever been revoked or suspended? If you answered "Yes" to either 34a or b, please explain using an attached statement.			
35	Does the organization certify that it has complied with the applicable requirements of sections 4 01 through 4.05 of Rev Proc 75-50, 1975-2 C B 587, covering racial nondiscrimination? If "No," attach an explanation			

Part VI-A Lobbying Expenditures by Electing Public Charities (See page 10 of the instructions.)

(To be completed **ONLY** by an eligible organization that filed Form 5768) **N/A**

Check **a** if the organization belongs to an affiliated group. Check **b** if you checked "a" and "limited control" provisions apply.

Limits on Lobbying Expenditures

(The term "expenditures" means amounts paid or incurred)

	(a) Affiliated group totals	(b) To be completed for all electing organizations
36 Total lobbying expenditures to influence public opinion (grassroots lobbying)	36	
37 Total lobbying expenditures to influence a legislative body (direct lobbying)	37	
38 Total lobbying expenditures (add lines 36 and 37)	38	
39 Other exempt purpose expenditures	39	
40 Total exempt purpose expenditures (add lines 38 and 39)	40	
41 Lobbying nontaxable amount. Enter the amount from the following table-		
If the amount on line 40 is-		
Not over \$500,000		
Over \$500,000 but not over \$1,000,000		
Over \$1,000,000 but not over \$1,500,000		
Over \$1,500,000 but not over \$17,000,000		
Over \$17,000,000		
The lobbying nontaxable amount is-		
20% of the amount on line 40		
\$100,000 plus 15% of the excess over \$500,000		
\$175,000 plus 10% of the excess over \$1,000,000	41	
\$225,000 plus 5% of the excess over \$1,500,000		
\$1,000,000		
42 Grassroots nontaxable amount (enter 25% of line 41)	42	
43 Subtract line 42 from line 36. Enter -0- if line 42 is more than line 36	43	
44 Subtract line 41 from line 38. Enter -0- if line 41 is more than line 38	44	

Caution: If there is an amount on either line 43 or line 44, you must file Form 4720.

4-Year Averaging Period Under Section 501(h)

(Some organizations that made a section 501(h) election do not have to complete all of the five columns below. See the instructions for lines 45 through 50 on page 13 of the instructions)

Calendar year (or fiscal year beginning in) ▶	Lobbying Expenditures During 4-Year Averaging Period				
	(a) 2006	(b) 2005	(c) 2004	(d) 2003	(e) Total
45 Lobbying nontaxable amount					
46 Lobbying ceiling amount (150% of line 45(e))					
47 Total lobbying expenditures					
48 Grassroots nontaxable amount					
49 Grassroots ceiling amount (150% of line 48(e))					
50 Grassroots lobbying expenditures					

Part VI-B Lobbying Activity by Nonelecting Public Charities

(For reporting only by organizations that did not complete Part VI-A) (See page 13 of the instructions.) **N/A**

During the year, did the organization attempt to influence national, state or local legislation, including any attempt to influence public opinion on a legislative matter or referendum, through the use of:

- a Volunteers
- b Paid staff or management (Include compensation in expenses reported on lines c through h.)
- c Media advertisements
- d Mailings to members, legislators, or the public
- e Publications, or published or broadcast statements
- f Grants to other organizations for lobbying purposes
- g Direct contact with legislators, their staffs, government officials, or a legislative body
- h Rallies, demonstrations, seminars, conventions, speeches, lectures, or any other means
- i Total lobbying expenditures (Add lines c through h.)

Yes	No	Amount

If "Yes" to any of the above, also attach a statement giving a detailed description of the lobbying activities

Part VII Information Regarding Transfers To and Transactions and Relationships With Noncharitable Exempt Organizations (See page 13 of the instructions.)

51 Did the reporting organization directly or indirectly engage in any of the following with any other organization described in section 501(c) of the Code (other than section 501(c)(3) organizations) or in section 527, relating to political organizations?

a Transfers from the reporting organization to a noncharitable exempt organization of.

(i) Cash

(ii) Other assets

b Other transactions

(i) Sales or exchanges of assets with a noncharitable exempt organization

(ii) Purchases of assets from a noncharitable exempt organization

(iii) Rental of facilities, equipment, or other assets

(iv) Reimbursement arrangements

(v) Loans or loan guarantees

(vi) Performance of services or membership or fundraising solicitations

c Sharing of facilities, equipment, mailing lists, other assets, or paid employees

d If the answer to any of the above is "Yes," complete the following schedule. Column (b) should always show the fair market value of the goods, other assets, or services given by the reporting organization. If the organization received less than fair market value in any transaction or sharing arrangement, show in column (d) the value of the goods, other assets, or services received.

	Yes	No
51a(i)		X
a(ii)		X
b(i)		X
b(ii)		X
b(iii)		X
b(iv)		X
b(v)		X
b(vi)		X
c		X

(a) Line no	(b) Amount involved	(c) Name of noncharitable exempt organization	(d) Description of transfers, transactions, and sharing arrangements
N/A			

52a Is the organization directly or indirectly affiliated with, or related to, one or more tax-exempt organizations described in section 501(c) of the Code (other than section 501(c)(3)) or in section 527? Yes No

b If "Yes," complete the following schedule

(a) Name of organization	(b) Type of organization	(c) Description of relationship
N/A		

Federal Statements**Statement 1 - Form 990, Part II, Line 43 - Other Functional Expenses**

<u>Description</u>	<u>Total Expenses</u>	<u>Program Service</u>	<u>Mgt & General</u>	<u>Fund- Raising</u>
EXPENSES	\$	\$	\$	\$
FEES	132		132	
MEMORIALS	150		150	
STORAGE RENT	1,399	1,399		
TOTAL	<u>\$ 1,681</u>	<u>\$ 1,399</u>	<u>\$ 282</u>	<u>\$ 0</u>

Statement 2 - Form 990, Part III - Organization's Primary Exempt Purpose

AN ANNUAL CONFERENCE WHICH STRESSES COMMUNICATION,
LEADERSHIP, EDUCATION & PROMOTES A SPIRIT OF PROGRESS
THROUGH PARTNERSHIP WITHIN THE LABOR COMMUNITY. THE
CONFERENCE IS A FOUR DAY EVENT AND GREATER THAN 300
INDIVIDUALS ATTEND.

**ARTICLES OF INCORPORATION OF
THE FLORIDA LABOR-MANAGEMENT CONFERENCE, INC.
A FLORIDA NOT-FOR-PROFIT CORPORATION**

ARTICLE I. NAME

The name of the corporation is:

THE FLORIDA LABOR-MANAGEMENT CONFERENCE, INC.

ARTICLE II - ADDRESS OF CORPORATION

The initial street address of the principal office of the corporation shall be 271 Taylor Avenue, Cape Canaveral, Florida 32920, and the mailing address shall be The Florida Labor-Management Conference, P.O. Box 21024, Kennedy Space Center, FL 32815-0024.

ARTICLE III. AUTHORITY

The corporation is organized pursuant to the provisions of the Florida Not for Profit Corporation Act.

ARTICLE IV. PURPOSES

The corporation is organized exclusively for religious, charitable, educational, literary, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States internal revenue law), including the making of distributions to organizations exempt at the time under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States internal revenue law).

ARTICLE V. DURATION

The corporation shall have perpetual existence.

ARTICLE VI. DIRECTORS

Section 1. Number. The Board of Directors shall consist of not fewer than five (5) members, and of not more than a maximum number determined by the Bylaws of the corporation as amended from time to time. The initial Directors shall be:

Roger Kendrick
171 Taylor Avenue
Cape Canaveral, FL 32920

Michael W. Tindall
7315 North Atlantic Avenue
Cape Canaveral, FL 32920

Marilyn Lenard
135 South Monroe St.
Tallahassee, FL 32301

H.W. Ward
Walt Disney World
P.O. Box 10000
Lake Buena Vista, FL
32830-1000

John R. Lee
3452 Lake Lynda Dr. - Suite 160
Orlando, FL 32817-1472

Section 2. Powers. The Board of Directors shall govern the corporation, and shall have all the rights and powers of a Board of Directors under the laws of the State of Florida and of the United States, as well as such other rights and authority as are herein granted. Such rights and powers shall include, but not be limited to, the power to adopt and amend the Bylaws and other corporate governing documents (except these Articles of Incorporation), by a majority vote, in any way not inconsistent with the Articles of Incorporation, the laws of the State of Florida, or the laws of the United States.

Section 3. Term. The term of each member of the Board of Directors shall be as established in the Bylaws.

Section 4. Election. Directors shall be elected by the remaining Directors by a majority vote upon the expiration of a Director's term or vacancy for any reason (including positions created by an increase in the number of Directors). If the Board of Directors is unable to select a successor Director(s), such successor(s) shall be appointed by the appropriate court of the county in which the principal Florida office (or if none the Florida registered office) of the corporation is then located.

ARTICLE VII. RESTRICTIONS

- Section 1. No Private Inurement.** No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its directors, trustees, 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 III hereof. The corporation shall not have capital stock or shareholders.
- Section 2. No Substantial Lobbying.** No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation.
- Section 3. No Political Campaigning.** 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.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The street address and mailing address of the initial registered office of this corporation is 400 Executive Center Drive, Suite 207, West Palm Beach, Florida 33401, and the name of the initial registered agent of this corporation is M. Jill Hanson, Esquire.

ARTICLE IX. NO MEMBERS

- Section 1. No Members.** The corporation shall not have members.

ARTICLE X. POWERS

- Section 2. General.** The corporation shall have all the rights and powers customary and proper for tax exempt nonprofit corporations under Section 501(c)3 of the Internal Revenue Code.
- Section 3. Restrictions.** Notwithstanding any other provisions of these Articles of Incorporation, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or by a corporation to which

contributions are deductible under Sections 170(b)(1)(A) and 170(c)(2) of the Internal Revenue Code (or the corresponding provisions of any future United States internal revenue law).

Section 4. Charitable Trusteeship Etc. The corporation shall be empowered to hold or administer property for the purposes stated in Article III, including the power to act as trustee.

ARTICLE XI. DISSOLUTION

Section 1. Dissolution. The Board of Directors may cease corporate activities and dissolve and liquidate the corporation, by a two-thirds vote.

Section 2. Liquidation. Upon the dissolution of the corporation, the Board of Directors shall pay or make provision for the payment of all of the liabilities of the corporation, and shall thereafter dispose of all of the assets of the corporation exclusively for the purposes stated in Article III hereof in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, literary, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States internal revenue law), as the Board of Directors shall determine.

Section 3. Contingent Provision. If any such assets are not so disposed of, the appropriate court of the county in which the principal Florida office (or if none the Florida registered office) of the corporation is then located shall dispose of such assets exclusively for the purposes stated in Article III herein, and exclusively to such organization or organizations which are organized and operated exclusively for such purposes and at the time qualify as an exempt organization or organizations under such Section 501(c)(3), as said court shall determine.

ARTICLE XII. CONTINGENT RESTRICTIONS

Section 1. Contingent Restrictions. In the event that the corporation is determined by the Internal Revenue Service to be a private foundation within the meaning of Section 509 of the Internal Revenue Code (or the corresponding provision of any future United States internal revenue law), and only during the period which such determination applies, notwithstanding any other provision of these Articles of Incorporation, this Article X shall apply and the corporation shall; (1) not engage in any act of "self-dealing" (as defined in Section 4941(d) of the Internal Revenue Code) that would subject the corporation to tax under Section 4941 of the Internal Revenue Code; (2) distribute its income for each taxable year for the purposes specified in Article III herein at such time in such manner and in such amounts as are necessary to avoid subjecting the corporation to tax under Section 4942 of the Internal Revenue Code; (3) not retain any "excess business holdings" (as defined in Section 4943(c) of the Internal Revenue Code) that would subject the corporation to tax under Section 4943 of the Internal Revenue Code; (4) not make any investments that would jeopardize the carrying out of any of the exempt purposes of the corporation (within the meaning of Section 4944 of the Internal Revenue Code) that would subject the corporation to tax under Section 4944 of the Internal Revenue Code; and (5) not make any "taxable expenditures" (as defined in Section 4945(d) of the Internal Revenue Code) that would subject the corporation to tax under Section 4945 of the Internal Revenue Code.

Section 2. Definition. Each reference in this Article X to a section of the Internal Revenue code shall be deemed to include the corresponding provisions of any future United States internal revenue laws.

ARTICLE XIII. MISCELLANEOUS

Section 1. Amendment. These Articles may be amended by a two-thirds majority vote of the directors then in office.

Section 2. Date. These Articles of Incorporation were authorized and adopted by the Board of Directors as of the 9th day of May, 1996.

Section 3. Director Vote. A two-thirds majority vote of the Board of Directors then in office is required in order to Amend these Articles of Incorporation. The Corporation does not have members under its Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned officers of the Corporation of executed these Articles of Incorporation pursuant to Section 617.0202 of the Florida Not for Profit Corporation Law on the 13th day of NOVEMBER, 2006

FLORIDA Labor-Management CONFERENCE, INC.

By: John V. Pardo
....., President

Address:

Attest: [Signature]
....., Secretary

Address:

[Corporate Seal]

THIS DOCUMENT PREPARED BY:
Mary Jill Hanson, Esquire
HANSON, PERRY & JENSEN, P.A.
400 Executive Center Drive, Suite 207
West Palm Beach, Florida 33401

MJH/adt
Revised. August 17, 2006
F:\CLIENT\F L M CVARTICLES OF INC\2006 Restatement\Art of Inc Restated.wpd

Bylaws of the
Florida Labor-Management Conference, Inc.
[Conformed Document]

As issued May 15, 1996 and
Amended December 18, 1997 and
Restated February 22, 2006

ARTICLE I
IDENTIFICATION

- (1) NAME: The name of the corporation is The Florida Labor-Management Conference, Inc. ("Corporation").
- (2) PRINCIPAL OFFICE: The street address of the principal office of the Corporation is 271 Taylor Avenue, Cape Canaveral, Florida 32920, and the post office address is The Florida Labor Management Conference, P.O. Box 21024, Kennedy Space Center, FL 32815-0024. The corporation may have such other offices either within or without the State Florida as the Board of Directors may designate or as the business of the corporation may from time to time require.

ARTICLE II
THE BOARD OF DIRECTORS

- (1) POWERS: The Board of Directors shall have the entire management of the Corporation and is vested with all the power possessed by the Corporation itself.
- (2) MEETINGS: The Board of Directors shall hold an annual meeting in the month of February of each year at a location to be determined by the FLMC Secretary. Other meetings of the Board of Directors may be called by the President, the Chairman of the Board of Directors of the corporation, or by any director.

- (3) NOTICE: Meetings of the Board of Directors shall be called no less than three days advance notice to each director, specifying the place, day and hour of such meeting. Meetings may be held by conference telephone call or by like means.
- (4) WAIVER: Any director may waive notice of any meeting of the Board of Directors by written waiver of notice signed by such director before, at, or after such meeting. Attendance of a director at a meeting shall constitute waiver of notice of such meeting.
- (5) QUORUM: A quorum shall consist of a majority of the directors.
- (6) VOTING: A quorum being present, all questions and elections shall be determined by a majority vote of the directors in attendance at any meeting, except as may otherwise be provided by law. Should any person serve as a member of the Board of Directors by virtue of duplicative appointment, selection, election, or otherwise, he shall nevertheless be entitled to one vote only and no member of the Board of Directors shall be entitled to more than one vote. Upon expiration of the term of any member of the Board of Directors, remaining directors by majority vote shall appoint, or may reappoint, a director for a term sufficient to fill the vacancy created by the expiration of the term of one of the directors.
- (7) CHAIRMAN OF THE BOARD: The Board of Directors shall elect, no less frequently than annually, among themselves, one member to serve as Chairman of the Board. It shall be the duty of the Chairman of the Board to preside at all meetings of the Board of Directors and the Chairman of the Board shall be the authorized member of the Board of Directors to execute resolution of the Board and other official documents requiring the Board's signature.

- (8) **SELECTION OF DIRECTORS:** The Directors of the Corporation shall be selected by majority vote of the other Directors of the Corporation. The election of the members of the Board of Directors shall be taken without cumulative voting. There shall be nine members of the Board of Directors who will be selected for nomination in the following manner:
- (a) Four directors will be nominated ~~selected~~ by the labor organizations participating in The Florida Labor-Management Conference.
 - (b) Four directors will be nominated by the employer and management representatives participating in The Florida Labor-Management Conference.
 - (c) One director will be nominated by the neutral representatives participating in The Florida Labor-Management Conference.

All directors must be elected by a majority vote of the seated members of the Board of Directors.

ARTICLE III THE OFFICERS

- (1) **OFFICERS:** The officers of the Corporation shall be elected by the Board of Directors and shall consist of a President-General Chairman, Vice-President-Program Chairman, Vice-President-Special Events Chairman, and a Secretary/Treasurer-Financial Officer. The Board of Directors may also elect additional vice-presidents, assistant secretaries and assistant treasurers.
- (2) **ELECTION:** At its regular annual meeting the Board of Directors shall elect a President-General Chairman, Vice-President-Program Chairman, Vice-President-Special Events Chairman, and a Secretary/Treasurer-Financial Officer,

and such other officers as shall be deemed appropriate. One person may hold more than one office.

- (3) **OTHER AGENTS:** The Board of Directors may elect such other officers and agents as it shall deem appropriate. Such officers and agents shall exercise such powers and perform such duties as shall be fixed by the Board of Directors.
- (4) **COMPENSATION:** The salaries and other compensation of all agents and employees of the Corporation shall be fixed by the Board of Directors.
- (5) **TERM OF OFFICE:** The term of office for an officer shall be the twelve-month period following election and until a successor is duly elected and qualified or until his earlier death. Any vacancy occurring in any office of the Corporation shall be filled by the Board of Directors.
- (6) **REMOVAL:** Any officer elected by the Board of Directors may be removed at any time with or without cause by two-thirds vote of the Board of Directors.
- (7) **DUTIES:** Each officer shall have the duties usual and customary to his office, including but not limited to the following:
 - (a) **PRESIDENT-GENERAL CHAIRMAN:** The President shall be the chief executive officer of the Corporation. He shall preside at all meetings and shall have the general supervision and management of the business of the Corporation. The President shall see that all orders and resolutions are carried into effect. The President shall have the authority to execute instruments and documents on behalf of the Corporation in the ordinary course of business, and on such instruments and documents the seal of the Corporation may be affixed and attested by the secretary of the Corporation. At least annually, the

President shall prepare and deliver a report to the Board of Directors of the Corporation regarding the conduct of business of the Corporation during the preceding year. The President shall serve as General Chairman of the Florida Labor-Management Conference. The President shall serve during the year following his term as President as the Immediate Past President.

- (b) **IMMEDIATE PAST PRESIDENT:** The Immediate Past President shall serve in an advisory capacity as a member of the Executive Committee of the Florida Labor-Management Conference. In such advisory capacity, the Immediate Past President shall work closely with the President in carrying out of his duty as General Chairman of the Florida Labor-Management Conference and shall be available to assist in the planning and conducting of any of the Corporation's sponsored activities.
- (c) **VICE-PRESIDENT:** The Vice-President shall perform those duties assigned to him by the Board of Directors and shall, in the absence or disability of the President perform the duties and exercise the powers of the President. The Vice-President is the President-Elect of the Corporation and shall thereby succeed to the office of the President following his term as Vice-President. The Vice-President shall appoint a steering committee, which will assist in preparation of such seminars as the Florida Labor- Management Conference shall hold.
- (d) **SECRETARY/TREASURER-FINANCIAL OFFICER:** The Secretary/Treasurer-Financial Officer shall attend all meetings of the Board of Directors, and shall record all votes and minutes of all meetings in a book to be kept for that purpose. The Secretary/ Treasurer- Financial Officer shall give notice of all meetings to the Board of Directors to the directors. The Secretary/Treasurer-Financial

Officer shall be custodian of the corporate seal of the Corporation and shall affix the corporate seal to any instrument requiring it, attesting the same by his signature. He shall have custody of the Corporation's funds and shall keep full and accurate accounts of receipts and disbursements in books belonging to the Corporation; and shall deposit all monies and all valuable effects in the name of the Corporation in such depositories as may be designated by the Board of Directors, except such petty cash funds as may be provided by the Board of Directors. He shall serve as the Financial Officer of the Florida Labor-Management Conference.

ARTICLE IV AMENDMENTS

These Bylaws may be amended or repealed and new bylaws be adopted by the Board of Directors at any meeting of the Board of Directors.

ARTICLE V NOTICES

Whenever the provisions of these bylaws or the laws of the State of Florida require notice to be given to any director, notice shall be given by personal delivery or by depositing the same in the United States mail, postal prepaid, addressed to such director at his address as it appears in the minute book of the Corporation. Any director may waive any notice required to be given by law, the articles of incorporation, or these bylaws.

ARTICLE VI FISCAL YEAR

The first fiscal year of the Corporation shall begin on the formation of the corporation and shall end on such day as may be selected by the officers; and each subsequent fiscal year shall conform to the fiscal year

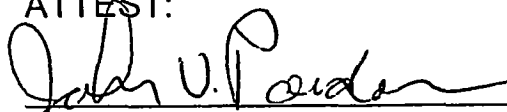
adopted for purposes of reporting under the Internal Revenue Code of 1954, as amended.

ARTICLE VII
CORPORATE SEAL

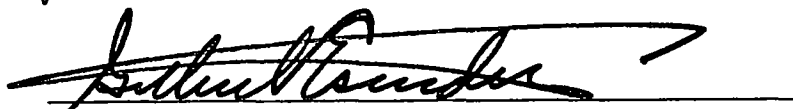
The corporate seal shall have inscribed thereon the name of the Corporation, or abbreviation thereof, and the words "Corporate Seal". The seal may be used by causing it or a facsimile thereof to be impressed or otherwise affixed.

DATED this the 13 day of November, 2006.

ATTEST:



President



Secretary

MJH/adt
Revised: August 17, 2006
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