

**COPY**

FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

March 10, 1995

CORPORATION INFORMATION SERVICES INC.
1201 HAYS ST.
TALLAHASSEE, FL 32301

The Articles of Incorporation for CALOOSAHATCHEE RIVER CITIZENS ASSOCIATION, INC. were filed on March 9, 1995 and assigned document number N95000001122. Please refer to this number whenever corresponding with this office regarding the above corporation. The certification you requested is enclosed.

PLEASE NOTE: COMPLIANCE WITH THE FOLLOWING PROCEDURES IS ESSENTIAL TO MAINTAINING YOUR CORPORATE STATUS. FAILURE TO DO SO MAY RESULT IN DISSOLUTION OF YOUR CORPORATION.

A CORPORATION ANNUAL REPORT MUST BE FILED WITH THIS OFFICE BETWEEN JANUARY 1 AND MAY 1 OF EACH YEAR BEGINNING WITH THE CALENDAR YEAR FOLLOWING THE YEAR OF THE FILING DATE NOTED ABOVE AND EACH YEAR THEREAFTER. FAILURE TO FILE THE ANNUAL REPORT ON TIME MAY RESULT IN ADMINISTRATIVE DISSOLUTION OF YOUR CORPORATION.

A FEDERAL EMPLOYER IDENTIFICATION (FEI) NUMBER MUST BE SHOWN ON THE ANNUAL REPORT FORM PRIOR TO ITS FILING WITH THIS OFFICE. CONTACT THE INTERNAL REVENUE SERVICE TO RECEIVE THE FEI NUMBER IN TIME TO FILE THE ANNUAL REPORT AT 1-800-829-3676 AND REQUEST FORM SS-4.

SHOULD YOUR CORPORATE MAILING ADDRESS CHANGE, YOU MUST NOTIFY THIS OFFICE IN WRITING, TO INSURE IMPORTANT MAILINGS SUCH AS THE ANNUAL REPORT NOTICES REACH YOU.

Should you have any questions regarding corporations, please contact this office at the address given below.

Tim Murphy, Corporate Specialist
New Filings Section

Letter Number: 895A00010756

State of Florida



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of CALOOSAHATCHEE RIVER CITIZENS ASSOCIATION, INC., a Florida corporation, filed on March 9, 1995, as shown by the records of this office.

The document number of this corporation is N95000001122.

Given under my hand and the
Great Seal of the State of Florida,
at Tallahassee, the Capital, this the
Tenth day of March, 1995



CR25022 (1-95)

Sandra B. Northam
Secretary of State

**ARTICLES OF INCORPORATION
OF
CALOOSAHATCHEE RIVER CITIZENS ASSOCIATION, INC.**

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. *Name.* The name of the corporation shall be Caloosahatchee River Citizens Association, Inc.
2. *Purposes.* The purposes for which this corporation is organized are as follows:
 - (a) To protect the integrity of the Caloosahatchee River and its watershed, through education and promotion of its responsible use and enjoyment by all of the people.
 - (b) To solicit and receive funds, gifts, endowments, donations, devises and bequests
 - (c) To exercise all the powers enumerated in Section 617.0302-671.0303, Florida Statutes, as they now exist or are subsequently amended or superseded, and to do and perform such acts and to have such powers as shall be desirable and necessary in furtherance of any of the powers hereinabove enumerated which are not in derogation of the laws of the State of Florida. This corporation is organized exclusively for public purposes as a not-for-profit corporation, and its activities shall be conducted for such purposes in such a manner that no part of its net earnings shall inure to the benefit of any member, director, officer or individual. In addition, the corporation shall be authorized to exercise all of the powers permitted non-profit corporations under Chapter 617, Florida Statutes.
 - (d) The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
 - (e) Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law
3. *Membership.* The corporation may have one or more classes of members. The By-Laws shall contain provisions designating the class or classes of members and stating the qualifications and rights of members of each class.

4. *Term.* The existence of the corporation shall commence upon the filing of these Articles of Incorporation with the Florida Department of State. The corporation shall have perpetual existence.

5. *Incorporators.* The name and addresses of each of the incorporators are as follows:

James D. English, Jr.	4755 Summerlin Road Ft. Myers, Florida 33919
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Virgil J. Haggart, Jr.	12491 Coconut Creek Court Ft. Myers, Florida 33908
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6. *Officers.* The officers of the corporation shall consist of a President, Vice-President, Secretary and Treasurer, and such other officers may be provided for in the By-Laws of the corporation. The powers, duties, terms of office and manner of election of the officers shall be as set forth in the By-Laws of the corporation.

7. *Directors.* The affairs of the corporation shall be managed by its Board of Directors. There shall be not less than three Directors. The number of Directors, and their powers, duties and terms of office shall be as set forth in the By-Laws of the corporation. The Directors shall be elected by the Members of the corporation.

8. *By-Laws.* The Board of Directors shall adopt the initial By-Laws, and shall have the power to alter, amend or repeal the By-Laws, or adopt new by-laws.

9. *Amendments.* Amendments to these Articles of Incorporation may be proposed by any Director of the corporation, and shall be adopted by the affirmative vote of not less than two-thirds of the members of the Board of Directors.

10. *Principal Office and Mailing Address.* The initial principal office of the corporation shall be 12491 Coconut Creek Court, Ft. Myers, Florida 33908, and its initial mailing address shall be P.O. Box 165, Ft. Myers, Florida 33901.

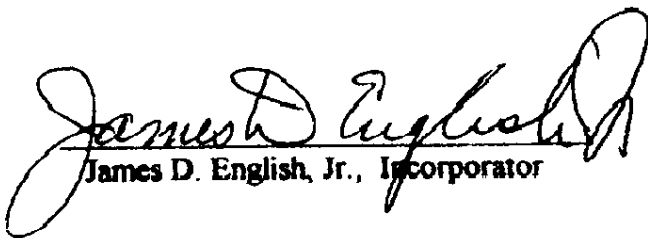
11. *Registered Office and Registered Agent.* The initial Registered Office within the State of Florida and the initial Registered Agent of the corporation at that address shall be: Virgil J. Haggart, Jr., 12491 Coconut Creek Court, Ft. Myers, FL 33908. By his signature below, said Registered Agent accepts the obligations provided in Section 607.0505 of the Florida Statutes.

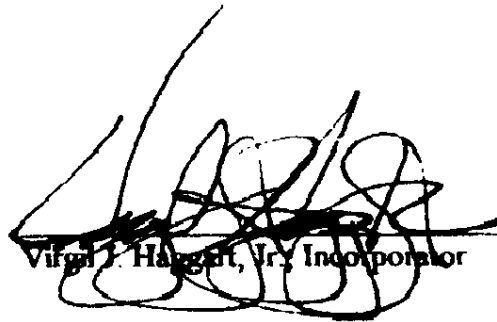
12. *Limitations.* No part of the net earning of the corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to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

12. *Dissolution.* Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of its assets to one or more organizations then an exempt organization within the meaning of 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the circuit court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

The undersigned, being the Incorporators hereinbefore named, for the purposes of forming a nonprofit corporation under Chapter 617 of the Florida Statutes, hereby make, subscribe, acknowledge and file these Articles of Incorporation, hereby declaring and certifying that the facts herein stated are true.

Dated March 2, 1995.

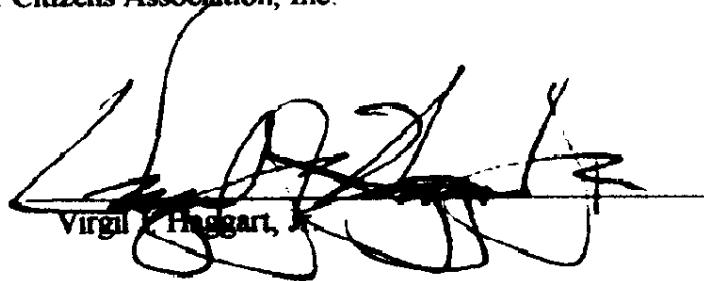

James D. English, Jr., Incorporator


Virgil J. Haggart, Jr., Incorporator

Acceptance of Initial Registered Agent:

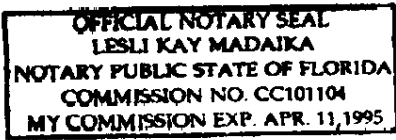
I hereby certify that I am familiar with and accept the duties and responsibilities of Registered Agent for Caloosahatchee River Citizens Association, Inc.

Dated March 2, 1995.


Virgil J. Haggart, Jr.

STATE OF FLORIDA)
) ss.
COUNTY OF LEE)

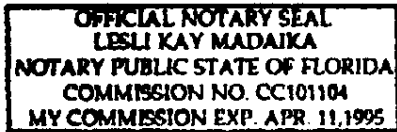
The foregoing instrument was acknowledged before me this 2nd day of March, 1995 by JAMES D. ENGLISH, JR., personally known to me or who has produced N/A as identification.



Lesli Kay Madaika
Notary Public

STATE OF FLORIDA)
) ss.
COUNTY OF LEE)

The foregoing instrument was acknowledged before me this 2nd day of March, 1995 by VIRGIL J. HAGGART, JR., personally known to me or who has produced FLA DRIVE LICENSE as identification.



Lesli Kay Madaika
Notary Public