

NUCKOLLS, JOHNSON & BELCHER, P. A.

ATTORNEYS AND COUNSELORS AT LAW

THE TIDEWATER BUILDING

HUGH PAUL NUCKOLLS

KARL L. JOHNSON

W. GUS BELCHER, II

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April 10, 2001

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*******70.00 *****70.00**

Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Incorporation of Collaborative Lawyers
of Southwest Florida, Inc.

Gentlemen:

Enclosed please find the original and two copies of the Articles of Incorporation for Collaborative Lawyers of Southwest Florida, Inc. for filing. Also enclosed is my check in the amount of \$70.00 to cover the \$35.00 filing fee and \$35.00 Registered Agent Fee. I do not desire a certified copy of the Articles.

After the Articles have been filed, please return to me a copy stamped with the date of filing on same.

If you should have any questions, please do not hesitate to contact me.

Very truly yours,



KARL L. JOHNSON

KLJ/cl

Enclosures: as stated

K01.1b:Coll.L2

FILED
01 APR 12 AM 8:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

G. BULLOCK APR 17 2001

(10)

**ARTICLES OF INCORPORATION
OF**

COLLABORATIVE LAWYERS OF SOUTHWEST FLORIDA, INC.

FILED
01 APR 12 AM 8:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a non-profit corporation under the Florida Not for Profit Corporation Act, Florida Statutes Chapter 617, makes and adopts the following Articles of Incorporation:

ARTICLE I

NAME

The name of the corporation is Collaborative Lawyers of Southwest Florida, Inc.

ARTICLE II

ADDRESS

The address of the principal office and the mailing address of the corporation is 3949 Evans Avenue, Suite 206, Fort Myers, Florida 33901.

ARTICLE III

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 3949 Evans Avenue, Suite 206, Fort Myers, Florida 33901. The name of its initial registered agent at that address is Stephen D. Thompson.

ARTICLE IV

DURATION

The duration (term) of the corporation is perpetual.

ARTICLE V

PURPOSES

The corporation is organized, and shall be operated exclusively for, the following purposes:

A. The promotion and operation of collaborative lawyering to enable divorcing parties and parties involved in other family law disputes to resolve their differences in a non-adversarial setting.

B. To promote collaborative lawyering in an environment grounded in good faith, cooperation, integrity, honesty and professional ethics to facilitate the resolution of the parties' differences without litigation.

C. To promote the positive problem-solving focus of mediation with the built-in attorney advocacy and counsel of traditional representation so the parties and their lawyers commit to work honestly and respectfully toward a negotiated settlement as the sole agenda.

ARTICLE VI

NOT FOR PROFIT

The corporation is a non-profit corporation under the laws of the State of Florida. The corporation is not formed for pecuniary profit. No part of the income or assets of the corporation is distributable to or for the benefit of its members, trustees or officers, except to the extent permissible under the law.

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, trustees or officers, but the corporation shall be authorized and empowered to pay reasonable compensation for services rendered to and make payments and distributions in furtherance of the purposes set forth in Article V (Purposes) hereof.

ARTICLE VII

MEMBERS

The corporation shall have voting members who shall be elected (and may be removed) by the voting members and shall have all the rights and privileges of members of the corporation. The By-Laws may provide for non-voting members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the By-Laws, but who shall not have the right to vote. The name and address of each initial voting member is as follows:

Names	Addresses
Vera Bergermann, Esquire	2231 First Street Fort Myers, FL 33901
Rita C. Chansen, Esquire	Suite 206 3949 Evans Avenue Fort Myers, FL 33901
Anne Dalton, Esquire	P. O. Box 1574 Fort Myers, FL 33902
Carolyn Delizia, Esquire	P. O. Box 280 Fort Myers, FL 33902
Kinley I. Engvalsen, Esquire	1920 Victoria Avenue Fort Myers, FL 33901

Names	Addresses
Harold S. Eskin, Esquire	1420 SE 47th Street Cape Coral, FL 33904
Sheldon E. Finman, Esquire	P. O. Box 1380 Fort Myers, FL 33902-1380
Josephine Gagliardi, Esquire	Suite 109 6361 Presidential Court Fort Myers, FL 33919-3584
Stephen L. Helgemo, Esquire	P. O. Box 280 Fort Myers, FL 33902
Karl L. Johnson, Esquire	P. O. Drawer 2199 Fort Myers, FL 33902-2199
Jo Ellen Kane, Esquire	P. O. Box 686 Fort Myers, FL 33902-0686
George O. Kluttz, Esquire	Suite 410 2000 Main Street Fort Myers, FL 33901
Lee A. Schreiber, Esquire	Suite 206 3949 Evans Avenue Fort Myers, FL 33901
L. David Sims, Esquire	Suite 101 12670 New Brittany Boulevard Fort Myers, FL 33906
Tricia Ann Spivey, Esquire	P. O. Box 280 Fort Myers, FL 33902
Marjorie Starnes, Esquire	Suite 207 2077 First Street Fort Myers, FL 33902-1505
Philip Steinberg, Esquire	Suite 101 3515 Del Prado Boulevard Cape Coral, FL 33904
Stephen D. Thompson, Esquire	Suite 206 3515 Del Prado Boulevard Fort Myers, FL 33901

ARTICLE VIII

INITIAL BOARD OF DIRECTORS

There shall be a board of directors consisting of at least three (3) individuals. The initial directors are elected by the incorporator. After that, each director shall be elected by a majority vote of the board of directors in the manner and at the times set forth in the By-Laws. Any director may be removed by the affirmative vote of at least two-thirds of the board of directors.

ARTICLE IX

OFFICERS

The officers of the corporation may consist of a president, one or more vice presidents, a secretary, a treasurer, and any other officers and assistant officers as may be provided for in the By-Laws or by the resolution of the board of directors. Each officer shall be elected by a majority vote of the board of directors (and may be removed by a majority vote of the board of directors) at such time and in such manner as may be prescribed by the By-Laws.

ARTICLE X

POWERS

Solely for the purposes of the corporation, the corporation shall have the following powers:

A. To exercise all rights and powers conferred by the laws of the State of Florida on nonprofit corporations,

including, but not limited to, those set forth in Florida Statutes Chapter 617 and the following powers: to acquire by bequest, devise, gift, grant, donation, contribution, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of the property and the income, principal and proceeds of the property.

B. To engage in and transact any other lawful activity, solely in furtherance of the above purposes, for which nonprofit corporations may be incorporated under the Florida Not for Profit Corporation Act, and any successor or amendment to the Act.

C. To do any other things as are incidental to the powers of the corporation or necessary or desirable in order to accomplish the purposes of the corporation.

ARTICLE XI

INCORPORATOR

The name and street address of the incorporator is as follows:

Name	Address
Karl L. Johnson	P. O. Drawer 2199 Fort Myers, FL 33902-2199

ARTICLE XII

BY-LAWS

The By-Laws of the corporation are to be made and adopted by the board of directors, and may be altered, amended or rescinded by the board of directors.

ARTICLE XIII

AMENDMENT

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment to them.

ARTICLE XIV

INDEMNIFICATION AND CIVIL LIABILITY IMMUNITY

The corporation shall indemnify each director and officer, including former directors and officers, to the fullest extent allowed by law, including but not limited to Florida Statutes Chapter 617. It is intended that the corporation be an organization the officers and directors of which are immune from civil liability to the extent provided under Florida Statutes Chapter 617 and other similar laws.

ARTICLE XV

COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with the Laws of the State of Florida, the date when corporate existence shall commence is the date of subscription and acknowledgement of these Articles of Incorporation.

I, the undersigned incorporator, has signed these
Articles of Incorporation on April 10, 2001.

Karl L. Johnson
KARL L. JOHNSON

STATE OF FLORIDA)
)
COUNTY OF LEE)

BEFORE ME, the undersigned authority, authorized to
administer oaths and take acknowledgements, this day personally
appeared Karl L. Johnson who is personally known to me, and who
did take an oath, and who has acknowledged before me that he has
read and executed the foregoing Articles of Incorporation for the
purposes therein expressed.

WITNESS my hand and official seal this 10th day of
April, 2001.

My commission expires:

Cheryl Leeman
NOTARY PUBLIC
Name: Cheryl Leeman



**CERTIFICATE OF DESIGNATION AND
ACCEPTANCE BY REGISTERED AGENT**

Pursuant to the provisions of Section 617.0501, Fla. Stat., the undersigned corporation organized under the not for profit corporation laws of the State of Florida submits the following statement in designating the registered office and registered agent of the corporation in the State of Florida.

1. Name of the corporation:

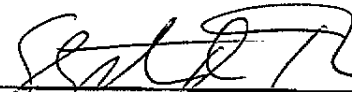
COLLABORATIVE LAWYERS OF SOUTHWEST FLORIDA, INC.

2. Name and address of the registered agent and office:

STEPHEN D. THOMPSON
3949 Evans Avenue, Suite 206
Fort Myers, Florida 33901

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, hereby 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.

Dated: April 7, 2001.


STEPHEN D. THOMPSON

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

01 APR 12 AM 8:50

FILED