

1714 Cape Coral Parkway
Cape Coral, Florida 33904
Telephone: 941-542-4733
Facsimile: 941-542-9203

April 17, 2001

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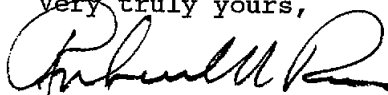
CORPORATE RECORDS BUREAU
DIVISION OF CORPORATIONS
DEPARTMENT OF STATE
P.O. Box 6327
Tallahassee, Florida 32301

Dear Clerk:

Re: THE TOWN OF FORT MYERS BEACH PUBLIC
WORKS SERVICES, INC.

Enclosed for filing are the original and one copy of the
Articles of Incorporation of the above-named corporation and a
check in the amount of \$70.00 to cover the fee.

Very truly yours,



RICHARD V.S. ROOSA

RVSR/m
Enc.

FILED
01 APR -9 PM 4:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

W01-9036

ARTICLES OF INCORPORATION OF
THE TOWN OF FORT MYERS BEACH
PUBLIC WORKS SERVICES, INC.
a Not-for-Profit Corporation

FILED
01 APR -9 PM 4:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned acknowledge and file these Articles of Incorporation in the Office of the Secretary of State of Florida for the purpose of forming a Not-for-Profit corporation under, and in accordance with, the laws of the state of Florida, and in consideration of section 501(c)(2) of the Internal Revenue Code of 1986, as amended, and the Revenue Rulings formulated thereunder.

ARTICLE I
NAME OF CORPORATION

The name of the Corporation shall be THE TOWN OF FORT MYERS BEACH
PUBLIC WORKS SERVICES, INC. (Corporation).

ARTICLE II
ADDRESS

The Corporation's initial street address is: 2523 Estero Boulevard, Fort Myers Beach, Florida
and its mailing address shall be the same.

ARTICLE III
PURPOSE(S)

The Corporation is organized for the purpose of engaging in the activities that are public in nature. Specifically, the Corporation is organized for the purpose of acquiring, owning, operating, maintaining and expanding the water system within the Town of Fort Myers Beach. The Corporation is also organized for the purpose of constructing, acquiring, owning, operating, maintaining, expanding or interconnecting with, such other water facilities as the Board of Directors deems necessary for, and in furtherance of, (1) Preserving the water resources within the Town of Fort Myers Beach a municipality of the State of Florida (Town); and (2) minimizing the cost of water service to the residents of the Town.

The purposes of the Corporation shall be conducted in a manner consistent with Section 501 (c)

(2) of the Internal Revenue Code of 1986 or any other corresponding provision of any future United States revenue law.

The Corporation is authorized to accept, hold, administer, invest, and disburse funds consistent with the purposes set forth above. All of the assets and earnings of the Corporation shall be used consistent with the purposes set forth above, including the payment of expenses incidental thereto. No part of the Corporation's income shall inure to the benefit of any private individual; however, the Corporation may pay reasonable compensation for services rendered to it, and may make payments and distributions in accordance with the Corporation's purposes set forth above. A substantial part of the Corporation's activities, and activities of any organization to which the Corporation may contribute, may not be for carrying on propaganda, or otherwise attempting to, influence legislation, or participate or intervene in any political campaign on behalf of any candidate for public office, or any other activity that would disqualify the Corporation from tax exemption under Section 501 of the Internal Revenue Code of 1986, as amended, or such other successor provision or law.

ARTICLE IV REGISTERED AGENT

The initial registered agent of the Corporation shall be Marsha Segal-George, whose office is located at 2523 Estero Boulevard, Fort Myers Beach, Florida.

ARTICLE V DIRECTORS

The Board of Directors shall consist of the incumbent members of the governing board of the Town of Fort Myers Beach Public Works Agency, the manner of their admission shall be as regulated in the bylaws.

The Board of Directors may not approve an agreement for the sale of substantially all of the

Corporation's assets, not adopt a plan of merger, consolidation, or dissolution, except as contemplated by Article XI.

ARTICLE VI INCORPORATORS

The name and address of the incorporators to these Articles is:

Daniel Hughes	2523 Estero Boulevard, Fort Myers Beach, Florida.
Ray Murphy	2523 Estero Boulevard, Fort Myers Beach, Florida.
Garr Reynolds	2523 Estero Boulevard, Fort Myers Beach, Florida.
Terry Cain	2523 Estero Boulevard, Fort Myers Beach, Florida.
Howard Rynearson	2523 Estero Boulevard, Fort Myers Beach, Florida.

ARTICLE VII MEMBERSHIP

The Corporation shall have no membership; however, the Town of Fort Myers Beach of Fort Myers Beach Public Works Agency shall have a beneficial interest in the Corporation as stated in Article XI.

ARTICLE VIII DURATION

The Corporation shall have perpetual existence.

ARTICLE IX BY-LAWS AND AMENDMENTS

The by-laws of the Corporation shall be adopted, and may be amended by, the Board of Directors. These Articles of Incorporation may be amended by a majority vote of the Board of Directors

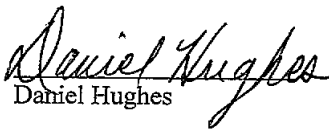
ARTICLE X
LIABILITY

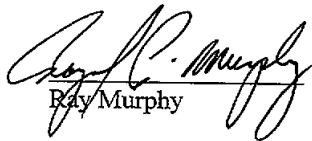
Neither the incorporator, directors, nor officers shall be liable for any debts of the Corporation or any claims, torts, or responsibilities of any kind claimed against the Corporation.

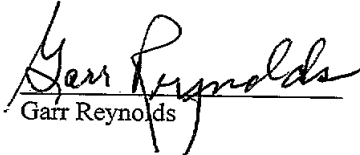
ARTICLE XI
DISSOLUTION OF CORPORATION

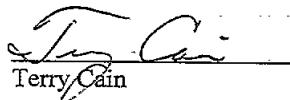
During such time as any indebtedness issued by the Corporation remains outstanding, the Town of Fort Myers Beach Public Works Agency may purchase the Corporation's assets for an amount equal to the Corporation's then outstanding indebtedness, together with interest. Further, upon the retirement or assumption of all of the Corporation's indebtedness, the Town of Fort Myers Beach Public Works Agency shall acquire legal title to the Corporation's property for which such indebtedness was incurred. Upon the occurrence of these events, the Corporation shall be dissolved.

Executed by the undersigned at Fort Myers Beach, Florida on April 16, 2001.


Daniel Hughes


Ray Murphy


Garr Reynolds


Terry Cain


Howard Rynearson

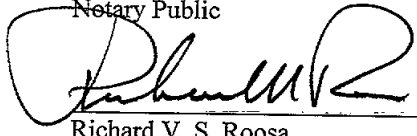
STATE OF FLORIDA
COUNTY OF LEE

I HEREBY CERTIFY that before me the undersigned authority, duly authorized to take acknowledgments and administer oaths, personally appeared Daniel Hughes, Ray Murphy, Garr Reynolds, Terry Cain and Howard Rynearson, who are personally known to me and known to me to be the persons who made and subscribed the foregoing Articles of Incorporation, and certified and acknowledged that the same

was executed for the use and purposes therein expressed.

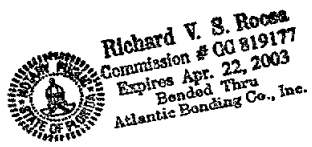
WITNESS my hand and official seal this on April 16, 2001.

Notary Public



Richard V. S. Roosa

My commission expires: 4/22/03



In pursuant of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

First: That THE TOWN OF FORT MYERS BEACH PUBLIC WORKS SERVICES, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at City of Fort Myers, County of Lee, State of Florida, has named Marsha Segal-George, whose office is located at 2523 Estero Boulevard, Fort Myers Beach, County of Lee, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENTS:

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By Marsha Segal-George
Resident Agent

FILED
01 APR -9 PM 4:34
SECRETARY OF STATE
TALLAHASSEE, FLORIDA