

Division of Corporations

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FLORIDA NON-PROFIT CORPORATION
FLORIDA ENERGY EDUCATION FOUNDATION, INC.

Certificate of Status	0
Certified Copy	1
Page Count	04 <u>5</u>
Estimated Charge	\$78.75

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**ARTICLES OF INCORPORATION
OF
FLORIDA ENERGY EDUCATION FOUNDATION, INC.
(A Corporation Not for Profit)**

In order to form a corporation under and in accordance with the provisions of Chapter 617, Florida Statutes, I, hereby make, adopt and subscribe the following Articles of Incorporation:

**I.
NAME OF CORPORATION**

The name of this corporation shall be:

Florida Energy Education Foundation, Inc.

The principal address and the mailing address of the corporation shall be:

c/o Alan L. Smith
385 North Point Road
#502
Osprey, Florida 34229

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**II.
PURPOSES**

The purposes for which the corporation is organized are exclusively 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.

The general nature, objects and purposes of the corporation shall be to operate without profit and to accept and receive property of whatever kind, and wherever situate, received by it by gift, grant, purchase, devise, bequest, or in any lawful manner and to administer and distribute such property exclusively for scientific, educational, environmental, cultural and other charitable purposes, including:

A. To distribute property in accordance with the terms of gifts, bequests, or devises made to the corporation which are not inconsistent with its purposes;

B. To modify any restriction or condition on the administration and distribution of funds for any specified purpose consistent herewith if in the sole judgment of the board

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of directors, without the necessity of the approval of any trustee, custodian or agent, such restriction or condition becomes, in effect, unnecessary, incapable of fulfillment, or inconsistent with the designated purposes of the corporation.

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, 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 herein. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and 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. Notwithstanding any other provisions of these Articles, 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 of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

The specific purpose of the corporation is to prepare high school students to understand the critical aspects of energy and its relationship to the environment, energy security, alternative fuels, transmission and distribution, as well as more esoteric issues such as deregulation, nuclear energy, and the construction of new power plants, windmills, and solar energy systems. The corporation will educate young adults so that they will be informed as to these issues as they make choices, espouse causes, exercise their right to vote, and exercise their purchasing power.

III. MEMBERSHIP

The qualification for members and the manner of their admission shall be as stated in the Bylaws. Members of the corporation shall have no voting or other rights except as may be provided in the bylaws for the corporation or by law.

IV. BOARD OF DIRECTORS

The affairs of the corporation shall be managed by a board of directors consisting of not less than three (3) persons, as determined pursuant to provisions of the Bylaws. The method of election of directors shall be as stated in the bylaws.

V. CORPORATE EXISTENCE

The existence of this corporation shall be perpetual, unless dissolved according to law.

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**VI.
BYLAWS**

The first board of directors of the corporation shall adopt Bylaws consistent with these Articles of Incorporation. Thereafter, the Bylaws may be altered, amended or rescinded by the directors in the manner provided by such Bylaws.

**VII.
REGISTERED OFFICE**

The street address of the initial registered office of the corporation is 200 South Orange Avenue, Sarasota, Florida 34236, and the name of the initial registered agent of this corporation at that address is Susan Barrett Hecker.

**VIII.
INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation are as follows:

Alan L. Smith
385 North Point Road
#502
Osprey, Florida 34229

**IX.
COMMITTEES**

The corporation may establish such committees as may be necessary to efficiently carry out the general purposes and activities of the corporation.

**X.
DISTRIBUTION UPON DISSOLUTION**

Upon the dissolution of the corporation, the board of directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes for which this corporation was organized to such organization or organizations organized and operated exclusively for charitable, educational, 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 of 1986, as amended, (or the corresponding provision of any future United States Internal Revenue Law) or an organization or organizations, contributions to which are deductible under Section 170(c)(1) or (2) of the Internal Revenue Law.


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**XI.
AMENDMENT**

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner now or hereafter prescribed by law.

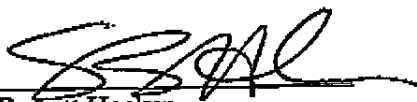
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 22nd day of May 2001.



Alan L. Smith
Incorporator

ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

The undersigned, hereby consents to the appointment as Registered Agent of Florida Energy Education Foundation, Inc., to accept service of process upon said corporation in this state. The undersigned is familiar with, and accepts, the obligations of this position.



Susan Barrett Hecker
Registered Agent

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