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Amended/Restated  
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ALBRITTON



Florida Conservation Alliance Institute  
1700 N. Monroe St. #11-286  
Tallahassee, FL 32303  
[contact@fcvoters.org](mailto:contact@fcvoters.org)

Re: Document Number N02000005139

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

To Whom It May Concern:

The enclosed Amended and Restated Articles of Incorporation for the Florida Conservation Alliance Institute and fee are submitted for filing.

Please return all correspondence concerning this matter to Alik Moncrief, Executive Director, Florida Conservation Voters Education Fund, 1700 N. Monroe St. #11-286, Tallahassee, FL 32303.

The email address to be used for future annual report notification is:  
[contact@fcvoters.org](mailto:contact@fcvoters.org).

Enclosed is a check in the amount of \$43.75, which includes the filing fee and fee for a Certified Copy.

If you need any additional information concerning this matter, please call me at (850) 629-4656.

Thank you,

Alik Moncrief

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**AMENDED AND RESTATED**  
**ARTICLES OF INCORPORATION**  
**OF**

**FLORIDA CONSERVATION ALLIANCE INSTITUTE, INC.**

RECEIVED  
DIVISION OF CORPORATE  
2015 JUL 29 PM 12:35

Pursuant to Article XII of the corporation's original Articles of Incorporation, filed July 8, 2002, and Florida law, the Articles of Incorporation of the Corporation are hereby amended in toto, except as to original incorporators, as follows.

**ARTICLE I**

**Name and Principal Place of Business**

The corporation formerly named "Florida Conservation Alliance Institute, Inc." shall now be named "Florida Conservation Voters Education Fund, Inc." The principal place of business is 1700 North Monroe Street, Suite 11-286, Tallahassee, Florida 32303.

**ARTICLE II**

**Duration**

The period of the duration of this corporation shall be perpetual unless dissolved in accordance with Florida law.

**ARTICLE III**

**Purpose**

The purpose for which this corporation is created and maintained shall be exclusively for charitable, scientific, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code. The corporation is organized specifically for the purpose of promoting protection of the environment and conservation of natural resources and to engage in any lawful purposes not for pecuniary profit. Subject to the foregoing, the corporation shall have and enjoy all the powers conferred upon a not for profit corporation organized under the laws of the state of Florida.

Except to the extent permitted by the Internal Revenue Code, the Corporation shall not carry on propaganda or otherwise attempt to influence legislation. The Corporation shall not participate in or intervene in (including by publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, officers, or other private persons; provided, however, the corporation shall be authorized and empowered to pay reasonable compensation for services rendered by directors, officers, and other private citizens and to make payments and distributions in furtherance of the purposes set forth herein and to pay or reimburse the reasonable expenses of fundraising or incurred in carrying out the objectives of the corporation.

#### **ARTICLE IV**

##### **Members**

The form and classifications of membership of the corporation shall be established by the Board of Directors as provided in the by-laws and may consist of separate categories of membership, each with different rights and responsibilities.

#### **ARTICLE V**

##### **Registered Office and Agent**

The street address and city of the registered office of the corporation is: 306 North Monroe Street, Tallahassee, Florida 32301.

The name of the registered agent at such address is Alik Moncrief.

#### **ARTICLE VI**

##### **Board of Directors**

The number of persons constituting the Board of Directors of the corporation shall not be less than three (3). The number of Directors shall be established in the by-laws. The by-laws shall provide the process for the selection of Directors. There shall be no limit on the number of terms a Board member may serve unless provided otherwise in the by-laws. The term of office of Board members shall be stated in the by-laws. The Board of Directors may authorize reimbursement of expenses incurred by Board members in conjunction with the corporation's business or other approved activities directly related to the corporation's purposes. Nothing herein shall be construed to preclude any Director from serving the corporation in any other capacity and receiving additional compensation therefore. The by-laws may provide for an Executive Committee of the Board. The Board of Directors may establish other committees as from time to time may be determined necessary and appoint the membership on such committees.

#### **ARTICLE VII**

##### **Officers**

The corporation shall have such Officers as may be provided for in the by-laws. The manner of selection of Officers shall also be provided for in the by-laws. The corporation shall have at least the following Officers – Chair/President, Secretary, and Treasurer. An individual may hold more than one office in the corporation. Duties of Officers shall be described in the by-laws.

#### **ARTICLE VIII**

##### **Indemnification of Officers and Directors**

Officers and Directors shall be indemnified by the corporation against all expenses and liabilities, including attorney's fees, (including any incurred in appellate proceedings), reasonably incurred in connection with any proceeding or settlement thereof in which they may become involved by reason of holding such office as provided in the by-laws. The corporation may purchase and maintain insurance on behalf of all Officers and Directors against any such liability

asserted against them or incurred by them in their capacity as Officers and Directors or arising out of their status as such.

**ARTICLE IX**  
**Non-Stock Basis**

This corporation is organized on a non-stock basis.

**ARTICLE X**  
**Dissolution**

In the event of dissolution of this corporation, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501 (c) of the Internal Revenue Code of 1954, as amended, or corresponding sections of any prior or future United States Internal Revenue law or to the federal, state, or local government to be used for exclusively public purposes.

**ARTICLE XI**  
**Amendments**

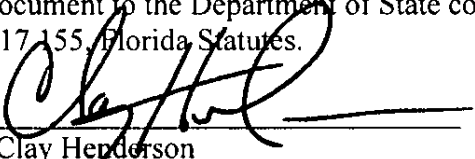
These Articles of Incorporation may be amended by majority vote of the Directors as provided in Section 617.1002(1)(b), Florida Statutes, at a meeting called for such purpose. The By-laws of the corporation may be made, amended or rescinded by a majority vote of the Directors present and voting at any regular meeting of the Directors or at a special meeting called for that purpose.

**ARTICLE XII**  
**Incorporator**

The name and address of the original incorporator of this Corporation is as follows:

Clay Henderson  
200 South Orange Avenue, Suite 2600  
Orlando, FL 32801

IN WITNESS WHEREOF, and pursuant to a majority vote of approval of these Amended and Restated Articles of Incorporation by the Board of Directors, I submit this document and affirm that the facts stated herein are true. There are no members entitled to vote on the amendments. The Amended and Restated Articles of Incorporation of Florida Conservation Alliance Institute, were adopted by the board of directors on June 17, 2015. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Section 817.155, Florida Statutes.

  
\_\_\_\_\_  
Clay Henderson  
Chair

**VERIFICATION**

STATE OF FLORIDA  
COUNTY OF ~~LEON~~ *Orange*

The foregoing instrument was acknowledged before me this *16<sup>th</sup>* day of June, 2015, by Clay Henderson, who is personally known to me or has produced satisfactory evidence of identification.



(SEAL)

*Kelly A. Wilson*  
Notary Public

**ACCEPTANCE BY REGISTERED AGENT**

I, Alik Moncrief, the Registered Agent named in the foregoing Amended and Restated Articles of Incorporation, by the execution of this acceptance, do hereby agree to accept service of process for the above stated corporation at the place designated in this certificate, affirm that I am familiar with and accept the appointment as registered agent and agree to act in this capacity, and agree to maintain normal business hours at the following address: 306 North Monroe Street, Tallahassee, Florida 32301.

*Alik Moncrief*  
Alik Moncrief  
Registered Agent