

**NO7000002879**

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**FILED**  
2007 MAR 19 PM 12:25  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**KEITH HOPKINS**  
**9156 Estero River Run**  
**Estero, FL 33928**  
**Phone: 239-233-0712**

March 15, 2007

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

RE: Brooks Fishing Club, Inc.  
Not for Profit Corporation

Gentlemen:

Enclosed is an original and (1) copy of the Articles of Incorporation and a check for \$87.50 covering the Filing Fee, Certified Copy and Certificate.

Please return the Certified Copy and Certificate to the undersigned.

Thank you.

Very truly yours,

Keith Hopkins

CC: Vote Estero

ARTICLES OF INCORPORATION  
OF  
VOTE ESTERO, INC.  
(A Florida Not For Profit Corporation)

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TALLAHASSEE, FLORIDA

ARTICLE I NAME:

The name of the corporation shall be:

Vote Estero, Inc

ARTICLE II DURATION

The duration of the Corporation shall be perpetual

ARTICLE III PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

11451 Pembroke Run, Estero, FL 33928

ARTICLE IV PURPOSE

The purpose for which the corporation is organized is:

To assure and provide the registered voters of the community of Estero in Lee County, Florida, their constitutional right of referendum. This referendum, is to determine the political status of the Estero community, to be incorporated, or unincorporated.

ARTICLE V MEMBERS

The qualification for members and the manner of their admission shall be specified in the bylaws of the Corporation.

ARTICLE VI BOARD OF DIRECTORS

The Board of directors of the corporation shall be elected or appointed in accordance with the methods and qualifications specified in the bylaws of the Corporation. In no event, shall the number of directors be fewer than three. The names and addresses of the persons who are the initial seven (7) directors of the Corporation are:

Director/President:

John Ruehl, 11451 Pembroke Run, Estero, FL 33928

Director/Vice President:

Keith Hopkins, 9156 Estero River Run, Estero, FL 33928

Director/ Treasurer:

Jeanett Igoe, 9690 Raven Court, Estero, FL 33928

Director/Secretary:

Jane McNew, 8509 Sedona Circle, Estero, FL 33928

Director:

Charles Daury, P.O. Box 97, Estero, FL 33928

Director:

Dan Russo, 11442 Stratham Loop, Estero, FL 33928

Director:

Jim Kurtz,

20471 Wildcat Run, Estero, FL 33928

#### ARTICLE VII MEETINGS

1. After incorporation, the appropriate members of the Corporation shall hold an organizational meeting in accordance with chapter 617, Florida Statutes, as amended.
2. The board of directors of the Corporation may participate in a regular or special meeting by, or conduct the meeting through, the use of any means of communication that allows all directors participating to simultaneously hear one another. A director participating in such meeting is deemed present at the meeting. In the alternative, the board of directors may take actions through signed email communications provided all board members agree.

#### ARTICLE VIII POWERS

The powers of the Corporation shall be provided in the bylaws of the Corporation in accordance with Chapter 617, Florida Statutes with the following limitations within the meaning of Section 501 (c) (4) of the Internal Revenue Code, as may be amended:

- A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, directors, officers or other private interests. However, the Corporation shall be authored and empowered to pay reasonable compensation for services rendered and make payments and distributions in furtherance of the purposes set forth in Article IV.
- B. 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 distributing of statements, any political campaign on behalf of, or in opposition to, any candidate for public office.

- C. Notwithstanding any other provision of these Articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation set forth in Article IV..

#### ARTICLE IX INCORPORATORS

The name and address of the Incorporator is:

Keith Hopkins, 9156 Estero River Circle, Estero FL, 33928

#### ARTICLE X INDEMNIFICATION

The Corporation shall indemnify a Director or Officer of the Corporation, who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the Director or Officer was a party, because the Director or Officer is or was a Director or Officer of the Corporation, against reasonable attorney fees and expenses incurred by the Director or Officer in connection with the proceedings. The Corporation may indemnify an individual made a party to a proceeding because the individual is or was Director, Officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner determined by the Board of Directors, that indemnification of the Director, Officer, employee or agent, as the case may be, is permissible in the circumstances because the Director, Officer, employee or agent has met the standards of conduct set forth by the Board of Directors. The indemnification and advancement of attorney fees and expenses for Directors, Officers, employees, and agents of the Corporation shall apply when such persons are serving at the Corporation's request while Director, Officer, employee, or Agent. The Corporation may purchase and maintain insurance on behalf of an individual arising from the individual's status as a Director, Officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law.

#### ARTICLE XI DISSOLUTION

Upon the dissolution and upon payment or adequate discharge of all liabilities and obligations, the assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, as amended, or shall be distributed to the Federal government, or to a State or local government, for a public purpose.

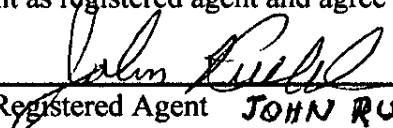
#### ARTICLE XII REGISTERED AGENT AND OFFICE

The Registered Agent and Registered Office of the Corporation is:

John Ruehl, 11451 Pembroke Run, Estero, FL 33928 Registered Agent, and the street address of the Registered Office of the Corporation is 11451 Pembroke Run, Estero, FL 33928.

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Having been named as registered agent to accept service of process for the above stated Corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
Signature/Registered Agent **JOHN RUEHL**

3/15/07  
Date

IN WITNESS WHEREOF, the undersigned, being the sole incorporator of the Corporation, has signed these Articles of Incorporation on the 15 day of 2007, 2007.

  
Keith Hopkins

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