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TALLAHASSEE, FLORIDA

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LAW OFFICES
SCHUBERT  BELLWOAR

TWO PENN CENTER - SUITE 1400
1500 JOHN F. KENNEDY BOULEVARD
PHILADELPHIA, PA 19102-1890
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Timothy B. Fenningham
Direct Dial No.: (215) 587-0143
e-mail: tfenningham@sbcq.com

December 18, 2007

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

Re: Green Living Council, Inc.

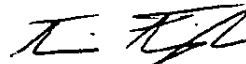
Dear Sir/Madam:

This office is counsel for Carl Jervis. Enclosed for filing please find the following:

1. Original and one copy of Articles of Incorporation for Green Living Council, *Inc.*
2. Florida Form Cover Letter.
3. Our Firm's check payable to the Department of State in the amount of \$70.00 to cover the cost of filing the Articles of Incorporation.

It would be appreciated if you would acknowledge receipt of the enclosures by time-stamping the additional copy of the Articles of Incorporation and returning to the undersigned in the self-addressed, stamped envelope provided.

Very truly yours,



Timothy B. Fenningham

TBF/tbf
Enclosure

cc: Richard T. Mulcahey, Jr., Esquire
Carl Jervis

COVER LETTER

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

SUBJECT: Green Living Council, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Timothy B. Fenningham, Esquire
Name (Printed or typed)

1500 John F. Kennedy Boulevard Suite 1400
Address

Philadelphia, PA 19102
City, State & Zip

Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
In Compliance with Chapter 617, F.S., (Not for Profit)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be:

Green Living Council, *Inc.*

ARTICLE II PRINCIPAL OFFICE

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

2940 Buttonwood Key Court
St. James City, FL 33956

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

See Attached

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

As stated in the Bylaws.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

To be named at a later date.

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Carl Jarvis
2940 Buttonwood Key Court
St. James City, FL 33956

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Carl Jarvis
2940 Buttonwood Key Court
St. James City, FL 33956

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

Date

12/14/07

Signature/Incorporator

Date

12/14/07

**ATTACHMENT TO ARTICLES OF INCORPORATION
OF FLORIDA NOT FOR PROFIT CORPORATION
GREEN LIVING COUNCIL OF SOUTHWEST FLORIDA, INC.**

ARTICLE III. PURPOSE The corporation is incorporated for the following purpose or purposes:

Said corporation is organized exclusively for charitable and educational purposes.

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 in the preceding paragraph. 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 or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, (the "Code"), as amended, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code, as amended.

Upon the dissolution of the corporation, none of its assets shall inure to the benefit of any member or individual person. After paying or making provision for the payment of all of the liabilities of the corporation, all of the assets of the corporation shall be distributed to such organization or organizations organized and operated exclusively for religious, charitable or educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as amended, as the Board of Directors shall determine.

Additional purposes for which this corporation is organized are:

- a. To develop and adopt green and living standards for the State of Florida;
- b. To develop and implement a certification program for energy efficient and sustainable green building and living standards;
- c. To educate the general public, businesses, institutional and governmental bodies of the long term benefits of sustainable green living and building standards;
- d. To promote and educate the public about green living practices;
- e. To improve the energy efficiency, energy conservation potential, indoor air quality, water conservation potential and sustainability of buildings;



f. To encourage housing affordability by increasing building sustainability;

g. To stimulate statewide acquaintance and fellowship among members and others interested in green living practices;

h. To provide opportunities for members and other interested parties to increase their knowledge of green living practices.

