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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Shivers OCT 16 2009

COVER LETTER

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

SUBJECT: Florida Waters Environmental Advocacy 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: Ralph H. Schofield, Jr.
Name (Printed or typed)

4240 Bismarck Palm Drive
Address

Tampa, FL 33610
City, State & Zip

727-460-9781
Daytime Telephone number

ralph.schofield@gmail.com
E-mail address: (to be used for future annual report notification)

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TALLAHASSEE, FLORIDA

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

ARTICLES OF INCORPORATION OF FLORIDA WATERS ENVIRONMENTAL ADVOCACY INC.

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a Not-for-Profit Corporation under Chapter 617 of the Florida Statutes.

ARTICLE I – NAME

The name of the corporation is FLORIDA WATERS ENVIRONMENTAL ADVOCACY INC. (hereinafter "Corporation").

ARTICLE II – PRINCIPAL OFFICE

The principal office of this Corporation is 4240 Bismarck Palm Drive, Tampa, Florida 33610, and the mailing address is the same.

ARTICLE III – PURPOSE OF CORPORATION

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

In particular, the Corporation is organized (a) to provide public interest legal representation on environmental and public accountability issues to members of the public, community organizations, environmental groups, governments, and agencies; and (b) to assist governments in policy development and with legal advice on environmental issues.

ARTICLE IV – ELECTION OF DIRECTORS

The Corporation is a non-membership organization, and the Board of Directors may appoint successors to any open directorships. Any details for this process will be included in the Corporation's bylaws.

ARTICLE V – DIRECTORS & OFFICERS

The Initial Directors shall be:

Ralph H. Schofield, Jr. (Executive Director), 4240 Bismarck Palm Dr., Tampa, Florida 33610
Robin Craig, FSU College of Law, 425 West Jefferson Street, Tallahassee, Florida 32306
Noah Hall, 1402 Culver Road, Ann Arbor, Michigan 48103
Elizabeth Schofield, 14213 Les Palms Circle, #202, Tampa, Florida 33613

Any Officers shall be elected by a majority vote of the Directors of this Corporation.

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ARTICLE VI – REGISTERED OFFICE AND REGISTERED AGENT

The initial address of registered office of this Corporation is 4240 Bismarck Palm Drive, Tampa, Florida 33610. The name and address of the Registered Agent of this Corporation is **Ralph H. Schofield, Jr.**, 4240 Bismarck Palm Drive, Tampa, Florida 33610.

ARTICLE VII – INCORPORATOR

The name and street address of the Incorporator of this Corporation is **Ralph H. Schofield, Jr.**, 4240 Bismarck Palm Drive, Tampa, Florida 33610.

ARTICLE VIII – PROHIBITIONS

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 Article III hereof. No substantial part of the activities of the Corporation shall be 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, or the corresponding section of any future federal tax code, or (b) by a Corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IX – TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE X – CAPITAL STOCK

This Corporation shall have no capital stock. The Corporation is organized on a directorship basis.

ARTICLE XI – LIABILITIES FOR DEBTS

No members, officers, or directors of the Corporation shall be liable for the debts of the Corporation.

ARTICLE XII – AMENDMENT

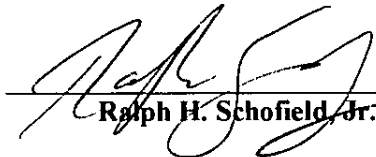
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors.

ARTICLE XIII – DISSOLUTION

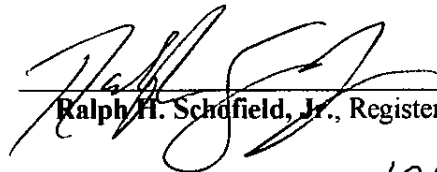
Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

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IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 12th day of October, 2009.


Ralph H. Schofield, Jr., Incorporator

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.


Ralph H. Schofield, Jr., Registered Agent

10/12/09
Date

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TALLAHASSEE, FLORIDA