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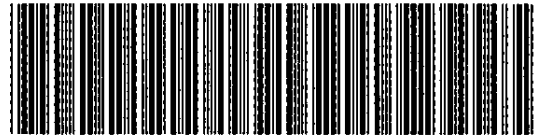
(Business Entity Name)

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DIVISION OF CORPORATIONS  
2013 DEC -2 PM 1:40

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## COVER LETTER

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

SUBJECT: **Rights of Water, 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: **Jane M. Goddard**

Name (Printed or typed)

**407 W. 18th St.**

Address

**Sanford, FL 32771**

City, State & Zip

**(321) 432-1314**

Daytime Telephone number

**jmgoddard1314@yahoo.com**

E-mail address: (to be used for future annual report notification)

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

**ARTICLES OF INCORPORATION  
OF  
RIGHTS OF WATER, INC.**

In Compliance with Chapter 617.0202, F.S. (Not for Profit)  
and in accordance with Section 501(c)(3) of the Internal Revenue Code

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**ARTICLE I – NAME**

The Name of the corporation shall be:

**Rights of Water, Inc.**

**ARTICLE II – PRINCIPAL OFFICE**

The principal street and mailing address is:

**Rights of Water, Inc.  
c/o Jane M. Goddard  
407 W. 18th St.  
Sanford, Florida 32771**

The directors may, from time to time, move the principal office to any other address in the State of Florida.

**ARTICLE III – PURPOSE**

The purposes for which the corporation is organized are:

**Part A**

1. To provide an organization whose purpose is exclusively for charitable, religious, educational, and scientific purposes, including but not limited to advocacy for and the assertion of the inherent rights, preservation, restoration and protection of Florida waters, their related rivers, tributaries, estuaries, lakes, springs and aquifer, ecosystems, flora and fauna (whether endangered or not, whether aquatic or not), woods, forests, marshes, swamps, springsheds, and other environmental concerns and relationships associated with said Florida waters and other territorial and oceanic areas, including but not limited to the recognition and enhancement of the interconnected ecosystems involved in said areas, whether situated on federal, state, municipal, or private land holdings (henceforth: Florida waters); and further including for such purpose, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, as

from time to time amended. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other 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, or the corresponding section of any section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code; and

2. To advocate for, promote, develop and help establish ethical responsibilities and legal and regulatory structures needed for the protection and enhancement of Florida waters; and
3. To attempt through education and legal advocacy to transform legal, economic, and governance systems from their current role of legitimizing human behaviors that contribute to the devastation, abuse, and misuse of Florida waters to the role of living with and alongside of Florida waters in respectful relationships; and
4. To facilitate a re-envisioning of legal, governance, economic, and utilitarian philosophies, systems, structures, and values that currently provide lawful justification for the economic exploitation of Florida water "resources" and continue to perpetuate an imbalance between humans and Florida waters by positing that the well-being of the human community is always primary, and that such legal, economic, and governance systems are not equally applicable to the qualitative rights of Florida waters; and
5. To encourage the realization that the duties and obligations of legal, governance, economic, and utilitarian philosophies, systems, structures, and values are also to preserve the well-being of Florida waters in their integral functioning with inherent rights derived from existence itself; and
6. To promote through philosophical, educational, and practical methods the establishment of legal rights for Florida waters, while recognizing the integral participation of humans in Florida waters and the qualitative and intrinsic rights of all inhabitants to fulfill their role in the ever-creative Earth community; and
7. To promote and establish, by educational programming and publications, research and practical experiences that can be shared, as well as providing means to raise awareness of the interconnected issues, concepts, values, artistry, aesthetics, science, indigenous contributions, and philosophies imbedded in the history, culture, and very existence of Florida waters; and
8. To use available legal, statutory and regulatory procedures, venues, and jurisdictions on state, federal, and international levels necessary or

preferable to implement such advocacy for the rights of Florida waters, including roles as plaintiff, defendant, guardian, conservator, and the like; and

9. To initiate and promote educational research projects that study the relatedness between biological, other scientific, and cultural diversity, as well as the spiritual, economic, legal, and social consequences of economic and governance systems that affect Florida waters and their rights; and
10. To foster a shift in consciousness that recognizes the interdependence of the various components of the natural world, the critical stakes at this pivotal time in the history of Florida waters, the moral and ethical imperatives for humans to act responsibly for the sake of future generations of all species, and the understanding of the role and purpose of humans within the wider community by placing the study and application of law, economics, and governance within an ecological context; and
11. To create and promote new legal and economic paradigms that offer protection to Florida waters for future generations of all species that is based on respect for the laws of nature, ecosystems, and viable sustainability for all inhabitants of the state of Florida; and
12. To create and promote cultural, artistic, liturgical, recreational, ceremonial and other such forms of expression to be included within this corporation or within a sub-organization, which concept, name, words, and language will be copyrighted along with the name of this corporation; and
13. To engage in research, teaching, publication (such as textbooks, magazines, journals, brochures), and dialogue concerning the rights, protection, and care for Florida waters; and concerning legal, political (as in body politic and the commonweal, but not electoral), ecological, economic, and technological concepts (substantive and modalities), and by developing models (such as Model Legal Codes) of rights of and for nature as well as of and for Florida waters that include individual, local, regional, national, and international governance features as they intersect globally; and
14. To purchase, mortgage, convey, rent, lease, or otherwise deal with such real and personal property as may be necessary for the purposes herein stated; and
15. To accept, hold, invest, reinvest, and administer any gifts, grants, bequests, devises, benefits of trust and property of any name, nature or description, to the amount permitted by law, and to use, disburse, or

donate the income or principal thereof for the charitable, educational, and other such purposes herein described; and

16. Alone or in cooperation with other persons or organizations, to engage in any other activity which may lawfully be conducted by a corporation organized under of Florida Statutes, Chapter 617, and described in Section (501) (c) (3) of the Internal Revenue Code.

## **Part B**

Other lawful provisions for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the power of the corporation, or of its directors, officers are as follows:

### **I. Tax-Exempt Provisions**

1. No part of the income, profits, or assets of the Corporation shall inure to the benefit of, or be distributable to its directors, trustees, officers, or other private persons or individuals, 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 of these Articles of Incorporation. No part of the income, profits, or assets of the Corporation shall be appropriated for other than the purposes for which the Corporation has been formed.
2. Except as permitted by law, no substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation except to the extent that the Corporation makes expenditures for purposes of influencing legislation in conformity with the requirements of Section 501(h) of the Internal Revenue Code; and the Corporation shall not participate in, or intervene in (including the publishing of statements), any political campaign on behalf of or in opposition to any candidate for public office.
3. In any taxable year in which the Corporation is a private foundation as described in IRC section 509(a), the organization shall distribute its income for said period at such time and manner as not to subject it to tax under IRC section 4942, and the organization shall not: (a) engage in any act of self-dealing as defined in IRC section 4941(d); (b) retain any excess business holding as defined in IRC section 4943(c); (c) make any investments in such a manner as to subject the organization to tax under section 4945(d) or corresponding provisions of any subsequent federal tax laws.
4. Except as may be otherwise required or permitted by law, the Corporation may at any time authorize articles of dissolution to be filed with the Florida

Department of State by the affirmative vote of a majority of the directors of the Corporation then in office; provided, however, that in the event of any liquidation, dissolution, termination, or winding up of the Corporation (whether voluntary, involuntary, or by operation of law), the property or assets of the Corporation remaining after providing for the payment of its debts and obligations shall be conveyed, transferred, distributed, and set over outright to one or more charitable, religious, educational, or scientific institutions or organizations, created and organized for non-profit purposes similar to those of the Corporation, contributions to which non-profit institutions or organizations are deductible under Section 170(c) of the Code and which qualify as exempt from income tax under Section 501(c)(3) of such Code as such sections may, from time to time, be amended or added to or under any successor sections thereto, as a majority of the total number of the directors of the Corporation then in office may by vote to designate and in such proportions and in such manner as may be determined in such vote; provided, further, that the Corporation's property may be applied to charitable, religious, scientific, or educational purposes in accordance with the doctrine of *cy pres* in all respects as a court having jurisdiction may direct.

5. Notwithstanding anything else herein provided, the Corporation is organized and shall be operated exclusively for educational, religious, scientific, and charitable purposes, as said terms have been and shall be defined pursuant to Sections 170(e) and 501(c)(3) of the Internal Revenue Code. All powers of this Corporation shall be exercised only in such manner as will assure the operation of this Corporation exclusively for said educational, religious, charitable, or scientific, purposes, as so defined, it being the intention that this Corporation shall be exempt from federal income tax and that contributions to it shall be deductible pursuant to said sections of said Code, and all purposes and powers herein shall be interpreted and exercised consistently with this intention.
6. This Corporation is organized and operated exclusively for exempt purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code and shall not be a private foundation under section 509(a) of the Internal Revenue Code. Notwithstanding any other provision of these articles, this Corporation shall not carry on any activities not permitted
  - (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or
  - (b) by a corporation, contributions to which are deductible under Sections 170 (c)(2), 2055(a)(2), 2106(a)(2)(A)(ii), 2522(a)(2), or 2522(b)(2) of the Internal Revenue Code.

7. This Corporation is organized and operated in compliance with the requirements of section 508 of the Internal Revenue Code.
8. No activity, service, or program, of this Corporation shall discriminate against any person or other organization on the basis of race, age, gender, sexual orientation, national origin, or political creed.

## **II. Other Lawful Provisions**

1. The Corporation shall also have the following powers in furtherance of its corporate purposes:
  - (a) The Corporation shall have perpetual succession in its corporate name;
  - (b) The Corporation may sue and be sued;
  - (c) The Corporation may have a corporate seal that it may alter at its pleasure;
  - (d) The Corporation may elect or appoint directors, officers, employees and other agents, fix their compensation, and define their duties and obligations;
  - (e) The Corporation may purchase, receive or take by grant, gift, devise, bequest or otherwise, lease, or otherwise acquire, own, hold, improve, employ, use, and otherwise deal in and with, real or personal property, or any other interest therein, wherever situated, in an unlimited amount;
  - (f) The Corporation may solicit and receive contributions from any and all sources and receive and hold, in trust or otherwise, funds or other property received by gift or bequest;
  - (g) The Corporation may sell, convey, lease, exchange, transfer or otherwise dispose of, mortgage, pledge, encumber, or create a security interest in all, or any of its property, or any interest therein, wherever situated;
  - (h) The Corporation may purchase, take receive, subscribe for, or otherwise acquire, own, hold, vote employ, sell, lend, lease, exchange, transfer, or otherwise dispose of, mortgage, pledge, use and otherwise deal in and with, bonds and other obligations, shares, or other securities or interests issued by others, whether engaged in similar or different business, governmental, or other activities;



- (i) The Corporation may make contracts, give guarantees in furtherance of its corporate purposes and incur liabilities, borrow money at such rates of interest as the Corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage, pledge or encumbrance of, or security interest in, all or any of its property or any interest therein, wherever situated;
- (j) The Corporation may lend money, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested;
- (k) The Corporation may do business, carry on its operations, and have offices and exercise the powers granted by Florida Statutes, Chapter 617, in any jurisdiction within or without the United States, although the Corporation shall not be operated for the primary purpose of carrying on for profit a trade or business unrelated to its tax exempt purposes;
- (l) The Corporation may pay pensions, establish and carry out pensions, savings, thrift, and other retirement and benefit plans, trust and provisions for any or all of its directors, officers and employees;
- (m) The Corporation may take donations in such amounts as the Board of Directors shall determine, irrespective of corporate benefit, for the public welfare or for community fund, hospital, charitable, religious, educational, scientific, benevolent, civic, or similar purposes, and in time of war or other national emergency in aid thereof; provided that, as long as the Corporation is entitled to exemption from federal income tax under Section 501(c)(3) of the Internal Revenue Code, it shall make no contribution for other than religious, charitable, scientific, benevolent, or educational purposes or for the prevention of cruelty to children or animals;
- (n) The Corporation shall, to the extent legally permissible and only to the extent that the status of the Corporation as an organization, exempt under Section 501(c)(3) of the Internal Revenue Code is not affected thereby, indemnify each of its directors, officers, employees, and other agents (including persons who serve at its request as directors, officers, employees, or other agents of another organization in which it has an interest) against all liabilities and expenses, including amounts paid in satisfaction of judgment, in compromise or as fines and penalties, and counsel fees, reasonably incurred by her or him in connection with the defense or disposition of any action, suit or other proceeding whether civil or

criminal, in which s/he may be involved or with which s/he may be threatened, while in office or thereafter, by reason of her or his being or having been such a director, officer, employee, or agent except with respect to any matter as to which s/he shall have been adjudicated in any proceeding not to have acted in good faith in the reasonable belief that her or his action was in the best interests of the Corporation; provided, however, that as to any matter disposed of by a compromise payment by such director, officer, employee, or agent, pursuant to a consent decree, or otherwise, no indemnification either for said payment or for any other expenses shall be provided unless such compromise shall be approved as in the best interests of the Corporation, after notice that it involves such indemnification: (1) by a disinterested majority of directors then in office, (2) by a majority of the disinterested directors then in office, provided that there has been obtained an opinion in writing of independent legal counsel to the effect that such director, officer, employee, or agent appears to have acted in good faith in the reasonable belief that her or his action was in the best interests of the Corporation; or (3) by a court of competent jurisdiction.

Expenses, including counsel fees, reasonably incurred by any such director, officer, employee or agent in connection with the defense or disposition of any such action, suit or other proceeding, may be paid from time to time by the Corporation in advance of the final disposition thereof upon receipt of an undertaking by such individual to repay the amounts so paid to the Corporation if s/he shall be adjudicated to be not entitled to indemnification under Florida Statutes, Chapter 617. The right of indemnification hereby provided shall not be exclusive of or affect any other rights to which any director, officer, employee or agent may be entitled. Nothing contained herein shall affect any rights to indemnification to which corporate personal may be entitled by contract or otherwise under law. As used in this paragraph, the terms "director", "officer", "employee", and "agent" include their respective heirs, executors and administrators, and an "interested director" is one against whom in such capacity the proceeding in question or another proceeding on the same or similar grounds is then pending;

- (o) The Corporation may be an incorporator of other corporations of any type or kind;
- (p) The Corporation may be a partner in any enterprise that it would have power to conduct by itself;
- (q) The Board of Directors may make, amend, or repeal the bylaws in whole or in part;

- (r) Meetings of the Board of Directors may be held anywhere in the United States;
- (s) No person shall be disqualified from holding office by means of any interest. In the absence of fraud, any director or officer of this Corporation individually, or any individual having any interest in any concern which any such director, officers, or individuals have any interest in, may be a party to, or may have a pecuniary or other interest in, any contract, transaction, or other act of this Corporation; and
  - (i) such contract, transaction, or act shall not be in any way invalidated or otherwise affected by that fact; and
  - (ii) no such director, officer, or individual shall be liable to account to this Corporation for any profit or benefit realized through any such contract, transaction, or act; and any such director of this Corporation may be counted in determining the existence of a quorum at any meeting of the Board of Directors or of any committee thereof which shall authorize any such contract, transaction, or act, and may vote to authorize the same; the term "interest" including personal interest and interest as a director, officer, stockholder, shareholder, trustee, or beneficiary of any concern; the term "concern" meaning any corporation, association, trust, partnership, firm, person or other entity other than this Corporation;
- (t) The Corporation shall have and may exercise all powers necessary or convenient to effect any or all of the purposes for which the Corporation is formed; provided that no such power shall be exercised in a manner inconsistent with Florida Statutes, Chapter 617, or any other chapter of the Florida Statutes; and provided, further, that the Corporation shall not engage in any activity or exercise any power which would deprive it of any exemption from federal income tax which the Corporation may receive under Section 501(c)(3) of the Internal Revenue Code;
- (u) All references herein: (1) to the Internal Revenue Code shall be deemed to refer to the Internal Revenue Code of 1986, as now in force or hereafter amended; (2) to the Florida Statutes, or any chapter thereof, shall be deemed to refer to said Statutes or chapter as now in force or hereafter amended; and (3) the particular sections of the Internal Revenue Code or the Florida Statutes shall be deemed to refer to similar or successor provisions hereafter adopted.

2. No officer or member of the Board of Directors shall be personally liable to the Corporation for monetary damages for any breach of fiduciary duty as an officer or Board member notwithstanding any provision of law imposing such liability, except (to the extent provided by applicable law) for liability (i) for breach of the officer's or Board member's duty of loyalty to the Corporation, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law or (iii) for any transaction from which the officer or Board member derived an improper personal benefit. If Chapter 617 of the Florida Statutes (or any successor chapter or statute) is amended to authorize corporate action further eliminating or limiting the personal liability of officers or Board members of the Corporation, then the liability of the officers and Board members of the Corporation shall be eliminated or limited to the fullest extent permitted by the law, as so amended. Any repeal or moderation of this provision shall not adversely affect any right or protection of an officer or Board member of the Corporation existing at the time of such repeal or modification.
3. If any term or provision of these Articles of Incorporation, or the application thereof to any person or circumstances, shall to any extent be held invalid or unenforceable, the remainder of these Articles of Incorporation, or the application of such term or provision to persons or circumstances other than those as to which it is held invalid or unenforceable, shall not be affected thereby, and each term and provision of these Articles of Incorporation shall be held valid and enforced to the fullest extent permitted by law.

#### **ARTICLE IV – MANNER OF ELECTION**

The manner in which the directors are elected or appointed:

The initial directors shall be appointed by the Incorporator and are listed below in Article V.

Additional candidates for the Board of Directors of the Corporation shall be presented by the Nominating Committee at the Annual Meeting of the Corporation or at any special meeting called thereof. The Nominating Committee shall be a standing committee of the Board. They shall solicit names from organizations, government, and individuals, and shall prepare a recommended slate of nominees for circulation to the Directors then in office at least five (5) business days prior to the Annual Meeting.

Candidates shall be elected to the Board of Directors by a majority vote of the Directors then in office.

**ARTICLE V – INITIAL DIRECTORS AND OFFICERS**

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Jane M. Goddard  
407 W. 18th St.  
Sanford, FL 32771  
Director, President, Chair of the Board

Patricia Siemen  
1819 E. Central Blvd.  
Orlando, FL 32803  
Director, Secretary/Treasurer

Lucinda Faulkner Merritt  
209 S.W. Powers Glen  
Fort White, FL 32038  
Director, Vice President

James M. Durocher  
310 McKinley Ave.  
Cocoa Beach, FL 32931  
Director

**ARTICLE VI – INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the registered agent are:

Jane M. Goddard  
Rights of Water, Inc.  
407 W. 18th St.  
Sanford, FL 32771

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Jane M. Goddard  
Jane M. Goddard, Registered Agent

11/22/13  
Date

**ARTICLE VII – INCORPORATOR**

The name and address of the Incorporator are:

Jane M. Goddard  
407 W. 18th St.  
Sanford, FL 32771

In witness whereof, the undersigned incorporator has set her hand and seal and acknowledges the execution of these Articles of Incorporation.

Jane M. Goddard  
Jane M. Goddard, Incorporator

11/22/13  
Date