

NI40007170

(Requestor's Name)

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(Address)

(City/State/Zip/Phone #)

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(Business Entity Name)

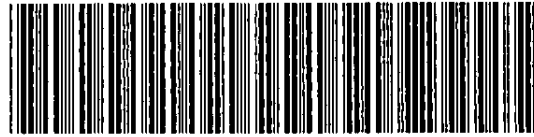
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RECEIVED  
14 AUG - 1 PM 2:31  
DIVISION OF CORPORATION

14 AUG - 1 PM 2:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ATTACHED  
FILED

August 1, 2014

Florida Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

RE: Florida Water Advocates, Inc.  
Document Number N10000000293

Dear Sir or Madam:

Enclosed are Articles of Dissolution for Florida Water Advocates, Inc., Florida  
Document Number N10000000293.

Please note that we are dissolving this corporation and will not be revoking the  
dissolution. Therefore, we do not object to a new corporation being filed which uses  
the same name.

A handwritten signature in black ink, appearing to read "L. M. Killinger", with a stylized flourish at the end.

Lee M. Killinger  
Director  
Florida Water Advocates, Inc.  
201 W. Park Avenue  
Suite 100  
Tallahassee, FL 32301

APPROVED  
AND  
FILED

**ARTICLES OF INCORPORATION**

14 AUG -1 PM 2:55

**OF**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FLORIDA WATER ADVOCATES, INC.**

The undersigned, acting as Incorporator of a Florida Corporation under the Florida Not for Profit Incorporation Act, hereby causes to be delivered the following Articles of Incorporation for said Corporation:

**ARTICLE I**

**NAME**

The name of the Corporation is Florida Water Advocates, Inc.

**ARTICLE II**

**ADDRESS**

The principal and mailing address of the Corporation is c/o Lee Killinger, 201 W. Park Avenue, Suite 100, Tallahassee, FL 32301.

**ARTICLE III**

**PURPOSE**

The Corporation is organized and shall be operated exclusively as a tax exempt organization within the meaning of Section 501(c)(4) of the Internal Revenue Code of 1986 or the corresponding provisions of any future federal internal revenue laws then in effect (the "Internal Revenue Code") and to such end, and within such restriction, the Corporation is organized for the purpose of promoting information, education, advocacy, and support for the effective and cost-efficient water quality improvements in designated impaired water bodies throughout the State of Florida.

No part of the earnings or other assets of this Corporation shall inure to the benefit of any director, officer, contributor, or other private individual, having, directly or indirectly, any personal or private interest in the activities of this Corporation, except that this Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments in furtherance of the purposes set forth in this Article III.

The foregoing specific purposes shall not be held to limit or restrict in any manner the powers of this Corporation as conferred by the laws of the State of Florida and shall be understood to be in furtherance of, and in addition to, such general powers conferred on corporations not for profit under the provisions of Chapter 617 of the Florida Statutes, as the same may be amended from time to time, or the provisions of any similar law.

**ARTICLE IV**  
**BOARD OF DIRECTORS**

The Board of Directors shall be vested with all the power and authority to supervise, control, direct and manage the property, affairs and activities of this Corporation. The rights, powers and privileges of the directors shall be fixed by in the Bylaws.

The number of members of the board of directors shall be not less than three (3) and shall be fixed by, or in the manner prescribed in, the Bylaws, as amended from time to time at any time after the adoption of the initial Bylaws. Directors shall be elected or appointed in the manner and for the terms as provided in the Bylaws.

The following persons shall constitute the initial board of Directors of the Corporation:

<u>Name</u>	<u>Address</u>
Lee M. Killinger	201 W. PARK AVENUE, SUITE 100 Tallahassee, FL 32301
Stephen James	100 S. MONROE STREET Tallahassee, FL 32301
Sean Stafford	115-1 East Park Avenue Tallahassee, FL 32301
Irela Bague	15 Madeira Avenue, Suite G Coral Gables, FL 33134

**ARTICLE V**  
**DISSOLUTION**

This Corporation is not for profit and therefore, there shall never be distributed any gains, profits or dividends to any officer, director or member of the Corporation, and no part of the net earnings shall inure to any individual. It is a further expressed provision of these Articles that the assets and proceeds of every nature and description are, and shall forever be, irrevocably dedicated to the benevolent purposes stated in Article III hereof. In the event of liquidation or dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the Corporation, transfer or convey all assets of the

Corporation to any exempt organization(s) under Code Section 501(c)(4) or Section 501(c)(3) (or any successor legislation to either section) as the Board of Directors (or in their absence a court of competent jurisdiction) shall determine.

## **ARTICLE VI**

### **INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of the Corporation is 201 West Park Avenue, Suite 100, Tallahassee, Florida, 32301, and the name of the initial registered agent of the Corporation is Lee M. Killinger.

## **ARTICLE VII**

### **INDEMNIFICATION**

The Corporation shall indemnify its directors and its officers to the fullest extent permitted by the provisions of the Florida General Corporation Act and Florida Not for Profit Corporations Act, as the same may be amended and supplemented, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings. The indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, vote of disinterested directors or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office. The right to indemnification shall continue as to a person who has ceased to be a director or officer and shall inure to the benefit of the heirs, executors and administrators of such a person, and an adjudication of liability shall not affect the right to indemnification for those indemnified.

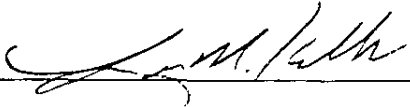
## **ARTICLE VIII**

### **INCORPORATOR**

The name and address of the person signing these Articles is as follows:

<b><u>Name</u></b>	<b><u>Address</u></b>
Lee M. Killinger	201 West Park Avenue, Suite 100 Tallahassee, FL 32301

**IN WITNESS WHEREOF**, the undersigned has executed these Articles of Incorporation this 1 day of August, 2014.



Lee M. Killinger

Incorporator

**ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT**

Having been named as registered agent and to accept service of process for the above-stated (professional service corporation) at the place designated in this certificate, I hereby accept the appointment as registered agent (on behalf of registered agent company) 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 as provided for in Chapter 617, Florida Statutes.

**Dated:** August 1, 2014

**Florida Water Advocates, Inc.**

By: 

Lee M. Killinger

**Initial Registered Agent**

**201 West Park Avenue, Suite 100**

**Tallahassee, FL 32301**