



FLORIDA DEPARTMENT OF STATE
Division of Corporations

August 23, 2019

KARL R DEIGERT
11282 MATLACHA AVE
MATLACHA, FL 33993

SUBJECT: CLEAN WATER NOW, INC.
Ref. Number: N19000006263

We have received your document for CLEAN WATER NOW, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The articles of incorporation you sent in can not be worded articles of incorporation. The original articles of incorporation stay. You can word your new updated articles to say amendment and restated.

Please entitle your document Amended and Restated Articles of Incorporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Catherine M Wood
Regulatory Specialist II

Letter Number: 819A00017535

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**AMENDED and RESTATED Articles of Incorporation of
Clean Water Now, Inc.
a Florida Corporation Not for Profit**

Article I

Name

The name of this Corporation is **CLEAN WATER NOW, Inc**

Article II

Enabling Law

This Corporation is organized pursuant to the Corporation Not for Profit law of the State of Florida set forth in Part One of Chapter 617 of the Florida Statutes.

Article III

Purposes

(a) The specific and primary purposes of this Corporation shall be to bring awareness through civic advocacy and to educate the public at large on issues of environmental and water quality in the State of Florida; additionally, to maintain as a goal, the support for work of and/or oppose the work of, all local community organizations, state and federal entities that endeavor and act to improve or degrade the quality of Florida Ecosystems and Water respectively. Ensuring superior ecosystems and their associated surface and ground water quality in Florida is essential and a requisite to the lifestyle Florida Residents have enjoyed historically and all methods and means to protect our ecosystems and waters shall be undertaken by the Officers and the Board of Directors of this corporation to meet this mission upon the motion for such actions and approval by the majority of Officers and Board Members.

(b) The general purposes for which this Corporation is formed are:

1. To conduct meetings to inform the general public of any programs, legislation or proposed projects that affect Florida water quality both locally and/or Statewide.
2. To furnish a forum for the Public to express their views on any community matters and to present worthwhile projects for consideration and action by the incorporation.
3. To provide a unified voice on water quality and civic issues or problems and to present same to our County Commissioners, State and Federal Legislators in order to obtain action for improvements on Florida's water quality, civic issues and problems.
4. To promote educational and social events or programs for improving and maintaining good relationships with all local and State residents as they pertain to Florida water quality, civic issues and problems.
5. The corporation will assess issues presented by membership and engage in actions to endorse, support, or oppose issues that are deemed, by the Board of Directors, to further the mission of the Corporation and shall include, among other issues:
 - i. Activities that will improve or adversely affect public health, safety, welfare or the property of others;
 - ii. Activities that will improve or adversely affect the conservation of fish and wildlife, including endangered or threatened species, or their habitats;
 - iii. Activities that will improve or adversely affect navigation or the flow of water or cause harmful erosion or shoaling;
 - iv. Activities that will improve or adversely affect the fishing or recreational values or marine productivity in the vicinity of the activity due to fresh water releases, salinity changes, cyanobacteria discharges and eutrophication.
 - v. Whether the activities will be of a temporary or permanent nature;
 - vi. Whether the activity will adversely affect or will enhance significant historical and archaeological resources under the provisions of s. 267.061; and

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vii. Whether the current condition and relative value of functions being performed in areas will be affected by the proposed activity.

(b) Recommendations to any governmental body the Corporate positions and policies on issues in Article III.5. (i-vii),

(c) Educate and Engage the general public in order they make informed choices to support or oppose policies and/or positions advocated for by the Corporation.

(d) This Not for Profit Corporation is organized and operated exclusively for educational, civic advocacy, social and other non-profit purposes and 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 by Florida State law and the Internal Revenue Service governing and regulating the tax-exempt status of this corporation to pay reasonable compensation to officers, employees, or agents for services rendered and to make payments and distributions as motioned for and approved by the majority of this corporation's officers and board members in furtherance of the purposes set forth in Article III hereof. 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, 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.

(e) This Corporation shall have an exercise all rights and powers conferred upon corporations under the laws of the state of Florida; provided however, that this Corporation is not empowered to engage in any activity that in itself is not a furtherance of its purpose as set forth in sub-paragraphs (a) through (d) of this Article III.

Article IV

Term

This Corporation shall have a perpetual existence.

Article V

Original Incorporators

The names and residences of the original subscribers to these articles of incorporation are as follows:

Karl R. Deigert 11282 Matlacha Avenue Matlacha, Florida 33993	Sherry Straub 99 Andre Mar Dr Fort Myers Beach, Florida 33993
Matt Palmer 290 Mount Vernon Drive Venice, Florida 34293	Sierra West 9878 Green Road Trafalgar, Indiana 46181
Robert Zarranz 1525 SW 52 Terrace Cape Coral, Florida 33914	

Article VI

Executive Officers and Board of Directors

The authorized number, qualifications and manner of selection of Executive Officers and Board of Directors to the Corporation, the different titles and duties of same, if any, the property, voting and other rights and privileges of same, the liability for financial obligations and method of collection thereof, and the termination and transfer of same, shall be as set forth in the bylaws of this corporation.

Article VII

Management of Corporate Affairs

(a) Board of Directors - the power of this Corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors consisting of not less than five, and not more than fifteen Directors and shall always be an uneven number except when a vacancy occurs pending filling of the vacancy pursuant to the bylaws. The number of directors here in provided for may be changed by a by-law amendment adopted by the corporate officers entitled to vote. Executive Directors shall be elected annually by a majority vote of the Board of Directors. The names and addresses of the initial Trustees, constituting the first Board of Directors who are to act in that capacity until the selection of their successors are as follows:

Karl R. Deigert - 11282 Matlacha Avenue Matlacha, Florida 33993	Sherry Straub - 99 Andre Mar Dr Fort Myers Beach, Florida 33931
Wanda Klopf 830 12 th Avenue South Naples, Florida 34102	Dawn Piner 3895 Trenton Lane North Port, Florida 34288
Michelle Fuller 45 White Marsh Lane Rotonda West, FL 33947	

(b) Elective Officers: The officers of this Corporation shall be a president, vice president, secretary and treasurer. Other officers and offices may be established or appointed by the Board of Directors of this Corporation that any regular annual meeting. The qualifications, the time and manner of electing or appointing, the duties of, the terms of office, and the manner of removing officers, shall be as set forth in the bylaws. The officers who shall serve until the first election of Executive Officers under the Articles of incorporation are as follows:

President- Sherry Straub - 99 Andre Mar Dr Fort Myers Beach, Florida 33931	Vice President - Wanda Klopf 830 12 th Avenue South Naples, Florida 34102
Secretary- Dawn Piner - 3895 Trenton Lane North Port, Florida 34288	Treasurer- Karl Deigert - 11282 Matlacha Ave Matlacha, Florida 33993

(c) Standing Committees. This corporation shall have at least two (2) standing committees:

1. The Board of Directors shall elect annually, from its board members, an Executive Committee of four (4) persons;
2. The Board of Directors shall appoint annually from its members a nominating committee of no fewer than three (3) persons or more than five (5). Other committees may be specified in the by-laws and or maybe appointed from time to time by the board of directors.

Article VIII

Location of Registered Office;
Identification a Registered Agent

- A) The address of this corporation's initial registered office in the state of Florida is as follows:
11282 Matlacha Avenue, Matlacha, Florida 33993
- B) The name of this corporation's initial registered agent at the above address is as follows:
UNITED STATES CORPORATION AGENTS, INC. 13302 WINDING OAKS BLVD., SUITE A
TAMPA, FL 3361

Article IX

Income from Public Events

If this Corporation holds any events in which members of the general public are invited to participate for a fee, the net proceeds, if any, attributable to such participation by non-members will be paid over to an organization which is exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code on an annual basis.

Article X

Bylaws

By-laws will be hereinafter adopted at the first meeting of the Board of Directors. Such by-laws may be amended or repealed, in whole or in part by the Directors in the manner provided therein. Any amendments to the by-laws shall be binding on all Officers and the Board of Directors of this Corporation.

Article XI

Amendment of Articles

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of two-thirds of a quorum of Executive Officers and Board Members of the corporation.

Article XII

Dissolution

This Corporation shall be dissolved, and its affairs wound up by a two-thirds vote of the corporation's voting Executive Officers and Board Members, or when the objects for which the Corporation is organized has been fully accomplished. Upon the 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 a 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.

Article XIII
Unincorporated Name

The undersigned, constituting the subscribers of this corporation, CLEAN WATER NOW, Inc., for the purpose of forming this corporation not for profit under the laws of State of Florida, have executed these Articles of Incorporation on the 27th day of July, 2019.

Sealed and delivered in the presence of:

KARL R. DEIGERT 11282 MAC LACHA Ave MAC LACHA, FL 33493	Karl R. Deigert	WANDA KLOPF 830 12th Ave South Naples, FL 34102	Wanda Klopff
DAWN PINER 3895 Trenton Lane North Port FL 34288	Dawn M. Piner	Sherry STRAUB 99 ANDRE MAR FL. MYER, FL 33931	Sherry Straub
_____		_____	

Notary: State of Florida, County of LEE
Be it known that on the 01 day of AUGUST 2019, before me, a notary public in and for the state of Florida duly commissioned and sworn, dwelling in MAC LACHA Florida, County of LEE, personally came and appeared,

ID- KARL DEIGERT D263.516.61.099-0	ID- WANDA KLOPF K410.917.58.501-0
ID- DAWN PINER FDL# P560-173-75-804-0	ID- SHERRY STRAUB FDL# S361-792-66-604-0
ID- _____	ID- _____

to me, either known personally or identified, to be the same persons described in and who executed the within articles of incorporation and they acknowledge the instrument to be their act and deed, In Testimony Whereof, I have hereunto with subscribed my name and affixed my seal of office the day and year last above written.

Janette R. Fraissinet
Notary Name



Article XIII
Unincorporated Name

The undersigned, constituting the subscribers of this corporation, CLEAN WATER NOW, Inc., for the purpose of forming this corporation not for profit under the laws of State of Florida, have executed these Articles of Incorporation on the 27th day of July, 2019.

Sealed and delivered in the presence of:

Michelle Fuller 45 White Marsh Ln. Rotonda West, FL 33947	<i>Michelle Fuller</i>

Notary: State of Florida, County of Sarasota
Be it known that on the 13 day of August 2019, before me, a notary public in and for the state of Florida, duly commissioned and sworn, dwelling in North Port, Florida, County of Sarasota, personally came and appeared,

ID- Michelle Fuller F465 550655310	ID-
ID-	ID-
ID-	ID-

to me, either known personally or identified, to be the same persons described in and who executed the within articles of incorporation and they acknowledge the instrument to be their act and deed, In Testimony Whereof, I have hereunto with subscribed my name and affixed my seal of office the day and year last above written.

J. Williams
Notary Name

Notary Stamp



AUGUST 01, 2019

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

August 01, 2019

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

- The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 08/01/2019 _____

Signature Karl R. Deigert

(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Karl R. Deigert

(Typed or printed name of person signing)

Treasurer - Clean Water Now, Inc.

(Title of person signing)