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FLORIDA PROFIT/NON PROFIT CORPORATION

Citizens for Lower Electric Rates, Inc.

Certificate of Status	0
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**ARTICLES OF INCORPORATION
OF
CITIZENS FOR LOWER ELECTRIC RATES, INC.**

The undersigned hereby associate themselves to form a corporation not for profit under Chapter 617 of the Florida Statutes, and, for these purposes, do hereby adopt the following Articles of Incorporation.

ARTICLE I - NAME

The name of the corporation shall be CITIZENS FOR LOWER ELECTRIC RATES, INC.

ARTICLE II - PURPOSES

The purposes for which the corporation is organized are: to advance the welfare of the State of Florida and its citizens by advocating against and providing analyses to the general public concerning State of Florida Constitutional Amendments, legislation, legislative proposals, ballot initiatives, governmental policies and regulatory or administrative actions that the corporation determines will injure the economy of the State of Florida and its citizens; advocating for and providing analyses to the general public concerning State of Florida Constitutional Amendments, legislation, legislative proposals and ballot initiatives that the corporation determines are in the best economic interests of the State of Florida and its citizens; and, in general, to do any and all acts and things, and to exercise any and all powers which now or hereafter are lawful for the corporation to do or exercise under and pursuant to the laws of the State of Florida for the purpose of accomplishing any of the purposes of the corporation.

The purposes for which the corporation is organized shall be limited to those which it determines are in the best economic interests of the State of Florida and its citizens; including, but not limited to, directly advocating before Florida policy-makers and decision-makers in

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support of governmental policies and regulatory or administrative actions that advance the goal of lower electric rates for electric utility customers in Florida whose rates are set by the Florida Public Service Commission, and opposing proposed governmental policies and regulatory or administrative actions that have the potential to increase electric rates. The corporation plans to provide information and analyses to the general public of the State of Florida to inform members of the public of existing or proposed laws, governmental policies and regulatory or administrative actions that affect the electric rates of the citizens of the State of Florida. In no event shall the corporation engage in any activity which would be contrary to the purposes and activities permitted to be engaged in by any organization the activities of which are exempt from federal income tax under Section 501(c)(4) of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder (the "Code").

The corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office, nor shall the corporation engage in activities subversive to the United States of America.

The corporation shall not be operated for the primary purpose of carrying on an unrelated trade or business as defined in Section 513 of the Code.

No compensation shall be paid to any member, officer, director, trustee, creator or organizer of the corporation or substantial contributor to it except as a reasonable allowance for services actually rendered to or for the corporation.

The corporation shall not conduct its business or affairs in such a manner as to discriminate against any person on the basis of race, color, religion, sex, or age. It is the specific intention of the incorporator that the purposes and application of the corporation be as broad as permitted by Section 617.0301 of the Florida Not For Profit Corporation Act, but only to the

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extent that the corporation qualifies as a tax-exempt organization within the meaning of Section 501(c)(4) of the Code.

The corporation is organized to serve public interests. Accordingly, it shall not be operated for the benefit of private interests.

ARTICLE III - POWERS

The corporation shall have all the powers granted to not for profit corporations under the laws of the State of Florida which are necessary or convenient to effect any and all purposes for which the corporation is organized. In no event, however, shall the corporation have or exercise any power which would cause it not to qualify as a tax-exempt organization under Section 501(c)(4) of the Code; nor shall the corporation engage directly or indirectly in any activity which would cause the loss of such qualification. No part of the assets or the net earnings, current or accumulated, of the corporation shall inure to the benefit of any private individual or organization.

ARTICLE IV - MEMBERS

The corporation shall have no members. Its affairs shall be governed by its Board of Directors.

ARTICLE V - TERM OF EXISTENCE

The corporation shall have perpetual existence.

ARTICLE VI - OFFICERS AND DIRECTORS

The affairs of the corporation shall be managed by a Board of Directors and managed on a day-to-day basis by officers elected by a majority vote of the Board of Directors. The officers of the corporation shall consist of a President, Secretary and Treasurer. Such other officers and assistant officers and agents (including, but not limited to, Assistant Secretaries and Assistant Treasurers) as may be deemed necessary may be elected or appointed by the Board of Directors

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from time to time. The length of terms to be served, qualifications, manner of election and removal of officers shall be set forth in the Bylaws of this corporation.

ARTICLE VII - FIRST BOARD OF DIRECTORS

The number of persons constituting the first Board of Directors shall be three (3); provided, however, that the number of directors may expand as provided for in the corporation's Bylaws, but shall never be less than three (3). The names and addresses of the persons who are to serve as directors until their successors are duly elected and qualified in accordance with the Bylaws of the corporation are as follows:

<u>Name</u>	<u>Address</u>
Michael Hightower	2662 Beauclerc Road Jacksonville, Florida 32257
John Thomas Herndon	552 Woodfern Court Tallahassee, Florida 32312
Nancy H. Watkins	610 South Boulevard Tampa, Florida 33606

The length of terms to be served, qualifications, number of Directors and the manner of their election and removal shall be set forth in the Bylaws of this corporation.

ARTICLE VIII – INITIAL OFFICERS

The names of the initial officers who are to serve until their successors are duly elected and qualified in accordance with the Bylaws of the corporation are as follows:

<u>Name</u>	<u>Office</u>
Michael Hightower	President
John Thomas Herndon	Secretary
Nancy H. Watkins	Treasurer

ARTICLE IX - BYLAWS

The Bylaws of the corporation shall be initially approved by a majority vote of the Board

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of Directors, and thereafter may be altered or rescinded by a majority vote of the Board of Directors at a duly called meeting of the Board of Directors in accordance with the Bylaws.

ARTICLE X - AMENDMENTS TO THE ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended in the manner provided by law.

ARTICLE XI - DISSOLUTION

Upon the liquidation or dissolution of the corporation, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the corporation, shall be distributed to, and only to, any one or more organizations qualified as exempt under Section 501(c)(3) or 501(c)(4) of the Code as determined by the Board of Directors. Any such assets not so disposed of shall be distributed by the Circuit Court of the County in which the principal office of the corporation is located, exclusively for the purposes described herein, to such organization or organizations as said Court shall determine. No part of the assets or the net earnings, current or accumulated, of the corporation shall inure to the benefit of a private individual.

ARTICLE XII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation shall be:

GrayRobinson, P.A.
301 E. Pine Street, Suite 1400
Orlando, Florida 32801

The name of the initial registered agent of the corporation shall be:

William A. Boyles, Esq.

ARTICLE XIII - CORPORATION'S PRINCIPAL OFFICE AND MAILING ADDRESS

The corporation's principal office and mailing address shall be:

GrayRobinson, P.A.
c/o William A. Boyles, Esq.
301 E. Pine Street, Suite 1400
Orlando, Florida 32801

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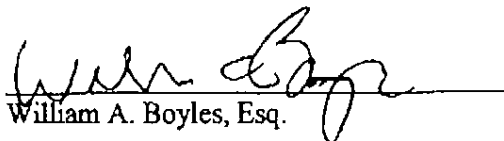
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ARTICLE XIV - INCORPORATOR

The following is the name and street address of the incorporator signing these Articles:

William A. Boyles, Esq.
GrayRobinson, P.A.
301 E. Pine Street, Suite 1400
Orlando, Florida 32801

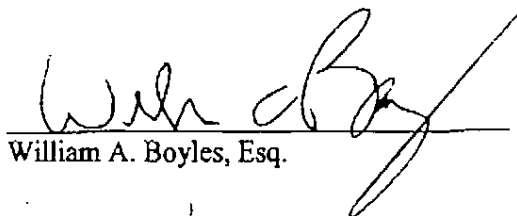
IN WITNESS WHEREOF, I submit these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Florida Department of State constitutes a third degree felony as provided for in Section 817.155 of the Florida Statutes. I have set my hand and seal this Sept 15, 2020.


William A. Boyles, Esq.

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Having been named as Registered Agent to accept service of process for CITIZENS FOR LOWER ELECTRIC RATES, INC. at the place designated in Article XII of these Articles of Incorporation, I am familiar with and accept the appointment as Registered Agent and agree to act in this capacity.

Dated: Sept 15, 2020.


William A. Boyles, Esq.