

# N96000001256

## CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870  
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302  
 TOLL FREE No. 1-800-342-8062  
 FAX (904) 222-1222

NAME \_\_\_\_\_  
 FIRM \_\_\_\_\_  
 ADDRESS \_\_\_\_\_  
 \_\_\_\_\_  
 \_\_\_\_\_

PHONE ( ) \_\_\_\_\_

Service: Top Priority \_\_\_\_\_ Regular \_\_\_\_\_  
 One Day Service Two Day Service

To us via \_\_\_\_\_ Return via \_\_\_\_\_

Matter No.: \_\_\_\_\_ Express Mail No. \_\_\_\_\_

State Fee \$ \_\_\_\_\_ Our \$ \_\_\_\_\_

RE: The NONLETHAL INSTITUTE  
INC.

No. 1523-111

96 MAR -6 PM 3:36

SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

- ☐ Capital Express™
- ☒ Art. of Inc. File
- ☐ Corp. Record Search
- ☐ Ltd. Partnership File
- ☐ Foreign Corp. File
- ☒ ( ) Cert. Copy(s)
- ☐ Art. of Amend. File
- ☐ Dissolution/Withdrawal
- ☐ C U S-
- ☐ Fictitious Name File
- ☐ Name Reservation
- ☐ Annual Report/Reinstatement
- ☐ Reg. Agent Service
- ☐ Document Filing
- ☐ Corporate Kit
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ Document Retrieval
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
- ☐ File No.'s, Copies
- ☐ Courier Service
- ☐ Shipping/Handling
- ☐ Phone ( )
- ☐ Top Priority
- ☐ Express Mail Prop.
- ☐ FAX ( ) pgs.

800001-734218  
 -03/06/96--01068--009  
 \*\*\*\*122.50 \*\*\*\*122.50

SUBTOTALS \_\_\_\_\_

REQUEST TAKEN CONFIRMED APPROVED  
 DATE \_\_\_\_\_  
 TIME 12:00 CK No. \_\_\_\_\_  
 BY \_\_\_\_\_

WALK-IN 3/6 12:00  
 Will Pick Up

FEE.....	\$
DISBURSED.....	\$
SURCHARGE.....	\$
TAX on corporate supplies.....	\$
SUBTOTAL.....	\$
PREPAID.....	\$
BALANCE DUE.....	\$

Please remit invoice number with payment  
 TERMS: NET 10 DAYS FROM INVOICE DATE  
 1 1/2% per month on Past Due Amounts  
 Past 30 Days, 18% per Annum.

THANK YOU  
 from  
 Your Capital Connection



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

March 6, 1996

CAPITAL CONNECTION, INC.  
P O BOX 10349  
TALLAHASSEE, FL 32302

SUBJECT: THE NONLETHAL INSTITUTE, INC.  
Ref. Number: W96000004977

We have received your document for THE NONLETHAL INSTITUTE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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 (904) 487-6915.

Pamela Hall  
Document Specialist

Letter Number: 196A00009961

RECEIVED  
96 MAR -6 PM 2:47  
DIVISION OF CORPORATIONS

CORRECTED

**ARTICLES OF INCORPORATION OF  
-of-  
THE NONLETHAL INSTITUTE, INC.  
A FLORIDA NONPROFIT CORPORATION**

**FILED**

96 MAR -6 PM 3:36

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation for such corporation:

**ARTICLE I**

**CORPORATE NAME, PRINCIPAL OFFICE AND MAILING ADDRESS:**

The name of the corporation is:

**THE NONLETHAL INSTITUTE, INC.**

The principal office of this corporation is: 5235 Ramsey Way, Suite 17, Fort Myers, Florida 33907.

The mailing address of this corporation is: 5235 Ramsey Way, Suite 17, Fort Myers, Florida 33907.

**ARTICLE II**

**CORPORATE NATURE**

This is a nonprofit corporation, organized solely for educational and scientific purposes pursuant to the Florida Corporations Not for Profit Law, set forth in Section 617 of the Florida Statutes.

**ARTICLE III**

**DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE IV**

**GENERAL AND SPECIFIC PURPOSES**

The specific and primary purposes for which this corporation is formed are:

A. For the advancement of educational and scientific purposes, and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.

B. Purpose: The purpose of The Nonlethal Institute is the development of nonlethal force as a methodology and a practical reality for deterrence, conflict management, peace-making and peacekeeping across the

operational continuum by advocating and facilitating the use of life-conserving, environmentally friendly, and fiscally responsible nonlethal alternatives.

(1) Mission: The mission of The Nonlethal Institute is to educate, facilitate, and further at every level of society the understanding and utilization of nonlethal force as a concept and practice.

(2) Methodology: The Nonlethal Institute will accomplish this mission of promoting broad understanding, acceptance and utilization of nonlethal force options through a series of educational and scientific efforts to make nonlethal force the preferred choice of governments, militaries, law enforcement, and citizens acting in defense of life and property and to promote the rule of law.

(3) Rationale: As we enter the 21st Century, developments in technology offer new and more humane nonlethal options for controlling violence while limiting loss of life and related destruction. The realization of the potential of nonlethal force options requires sweeping changes in the way humanity considers and pursues its legitimate security needs. It is the goal of changing the way humanity defends itself and its principles that The Nonlethal Institute is dedicated.

(4) Activities: The Nonlethal Institute will concentrate its efforts on making the promise of nonlethal force a reality through focused educational and scientific activities around the world including: publications and media; scientific forums and seminars; educational activities, studies and conferences; the development and maintenance of technology identification programs and data bases; political and technical analysis and impact assessment; expert evaluations and impact assessments; policy and implementational facilitation and guidance; operational concepts development.

(5) Program Focus: the Nonlethal Institute's advocacy, evaluation, and assessment program will provide strategic planning and implementation support to decision makers, and policy and utilization guidance to governments, industry, lawmakers, operational commanders and users, and to the general public through informed debate.

C. To operate exclusively in any other manner for such scientific and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue code as amended, including private foundations and private

operating foundations.

## ARTICLE V MANAGEMENT OF CORPORATE AFFAIRS

A. Board of Directors: The powers of this corporation shall be exercised, its properties controlled and its affairs conducted by a Board of Directors, consisting of not less than two (2) persons. The number of Directors of the corporation shall be two (2) provided, however, that such number may be changed by a By-Law duly adopted by the members.

The directors named herein as the First Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be held.

Directors elected at the first annual meeting and at all times thereafter, shall serve for a term of one (1) year, until the annual meeting of members following the election of Directors and until the qualification of the successors in office. Annual meetings shall be held at 5235 Ramsey Way, Suite 17, Fort Myers, Florida, on March 1st of each year, or at such other place or places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by one board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law which relates to actions taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the Bylaws of this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Directors are as follows:

CHRISTOPHER MORRIS  
498 Elliott Road, Centerville, MA 02632

JANET MORRIS  
498 Elliott Road, Centerville, MA 02632  
Herbert L. Ort  
498 Elliott Road, Centerville, MA 02632

**B. Corporate Officers:**

The Board of Directors shall elect the following officers: President, Secretary, and Treasurer, and such other officers as the By-Laws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

	Name	Address
President:	Christopher Morris	498 Elliott Road Centerville, MA 02632
Treasurer:	Janet Morris	498 Elliott Road Centerville, MA 02632
Secretary:	Janet Morris	498 Elliott Road Centerville, MA 02632
Assistant Secretary:	Herbert L. Ort	5235 Ramsey Way, Suite 17 Fort Myers, FL 33907

**ARTICLE VI  
EARNINGS AND ACTIVITIES OF CORPORATION**

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, 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 IV hereof.

B. 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 any candidate for public office.

C. 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 of 1954 (or the corresponding provision of any future United States Internal Revenue Law); or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

D. 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.

## **ARTICLE VII DISTRIBUTION OF ASSETS**

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation, in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954) (or the corresponding provision of any future United States Internal Revenue Law,) as the Board of Directors shall determine. Any such assets not so disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

## **ARTICLE VIII INITIAL INCORPORATOR**

The names and residence address of the Initial Incorporator of this corporation is as follows:

Herbert L. Ort  
5235 Ramsey Way, Suite 17  
Fort Myers Florida

## **ARTICLE IX AMENDMENT OF BY-LAWS**

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the Board of Directors of the corporation, By-Laws of this corporation may be made, altered, rescinded, amended to, or new By-Laws may be adopted, either by a resolution of the Board of Directors or by following the procedure set forth therefor in the By-Laws.

**ARTICLE X  
DEDICATION OF ASSETS**

The property of this corporation, irrevocably dedicated to educational, and scientific purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director or officer thereof, or to the benefit of any private individual.

**ARTICLE XI  
REGISTERED AGENT AND OFFICE**

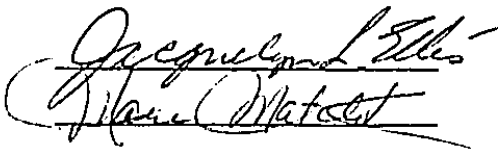
The address of the corporation's registered office shall be 5235 Ramsey Way, Suite 17, Fort Myers, Florida 33907 and the name of its registered agent at said address shall be HERBERT L. ORT

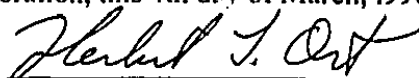
**ARTICLE XII  
AMENDMENT OF ARTICLES**

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to its Board of Directors for their vote in the manner set forth in the By-Laws of this corporation.

THE UNDERSIGNED, being the Initial Incorporator of this corporation, for the purpose of forming this nonprofit corporation, under the laws of the State of Florida, has executed these Articles of Incorporation, this 4th day of March, 1996.

Witnesses:

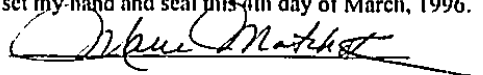
  
Jacqueline L. Ellis  
Helen Matlock

  
Herbert L. Ort  
Initial Incorporator

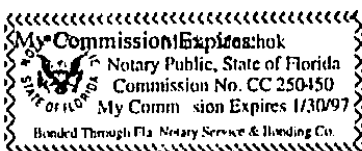
STATE OF FLORIDA  
COUNTY OF LEE

BEFORE ME, the undersigned authority personally appeared HERBERT L. ORT who ☒ is personally known to me; or ☐ who provided a Florida drivers license as identification; or ☐ who produced \_\_\_\_\_ as identification, and who did take an oath; to me known to be the person who executed the foregoing Articles of Incorporation as the Initial Incorporator, and he acknowledged to and before me that he executed such instrument.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 4th day of March, 1996.

  
Notary Public

(SEAL)





FILED

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR  
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED.

30 MAR - 6 PM 3:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

In compliance with Chapter 617, Florida Statutes, the following is  
submitted:

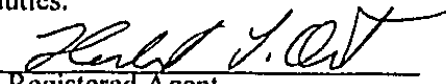
FIRST: That **THE NONLETHAL INSTITUTE, INC.**, desiring to  
organize or qualify under the laws of the State of Florida with its principal place of  
business at 5235 Ramsey Way, Suite 17, Fort Myers, State of Florida, has named  
HERBERT L. ORT, located at 5235 Ramsey Way, Suite 17, Fort Myers, Florida, as  
its agent to accept service of process within Florida.

  
Corporate Officer

Assistant Secretary  
Title

March 4, 1996  
Date

Having been named to accept service of process for the above stated  
corporation, at the place designated in this certificate, I hereby agree to act in this  
capacity, and I further agree to comply with the provisions of all statutes relative to  
the proper and complete performance of my duties.

  
Registered Agent

March 4, 1996  
Date