

1201 HANS STREET
W. MIAMI, FL 33132
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ACCOUNT NO. : 072100000032
REFERENCE : 903940 80887A
AUTHORIZATION :
COST LIMIT : e PREPAID

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 APR -2 PM 4:24

ORDER DATE : April 2, 1996
ORDER TIME : 9:34 AM
ORDER NO. : 903940
CUSTOMER NO: 80887A

CUSTOMER: Frederick C. Kramer, Esq
FREDERICK C. KRAMER, ESQ

200001706882
4408206--01104--004
****122.50 ****122.50

Suite 201
950 North Collier Boulevard
Marco Island, FL 33937

DOMESTIC FILING

NAME: MARCO ISLAND FAIR WATER
DEFENSE FUND COMMITTEE, INC.

EFFECTIVE DATE:

ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING.

CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: CLINT FUHRMAN

EXAMINER'S INITIALS:

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4-5

W96-7301
RECEIVED
96 APR -2 PM 12:16
DIVISION OF CORPORATION



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

Please give original
submission date as file date.

RESUBMIT

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APR 05 PM 1:06
DIVISION OF CORPORATIONS
April 4, 1996

CSG NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: MARCO ISLAND FAIR WATER DEFENSE FUND COMMITTEE,
INC.

Ref. Number: W96000007301

We have received your document for MARCO ISLAND FAIR WATER DEFENSE FUND COMMITTEE, 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 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation. A statement making reference to the bylaws is acceptable.

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) 487-6924.

Sharon Tala
Document Specialist Supervisor

Letter Number: 896A00015454

The undersigned, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, Florida Statutes Chapter 67, does hereby adopt the following Articles of Incorporation.

**ARTICLES OF INCORPORATION
of
MARCO ISLAND FAIR WATER DEFENSE FUND COMMITTEE, INC.**

ARTICLE I

CORPORATE NAME

The name of the corporation shall be Marco Island Fair Water Defense Fund Committee, Inc.

ARTICLE II

DURATION

The term of existence of the corporation is perpetual. In the event of the dissolution of the corporation, all of its assets shall be distributed on a pro rata basis to persons contributing to the corporation.

ARTICLE III

PURPOSES

The corporation is organized, and shall be operated exclusively for, the following purposes:

- A. To assure that the Marco Island community is provided with quality water and sewer service at a fair and reasonable rate.
- B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations.
- C. To do such other things as are incidental to the purposes of the corporation or necessary or desirable in order to accomplish them.

ARTICLE IV

LIMITATION OF ACTIVITIES

No part of the assets or income of the corporation shall inure to the benefit of or be distributable to its members, directors or officers, but 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 herein.

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ARTICLE V

NONSTOCK BASIS

The corporation will not have or issue shares of stock. Membership of the corporation may be evidenced by a certificate of membership which shall contain the statement, printed prominently upon the fact of the certificate, that the corporation is a nonprofit organization and that the member has no vested right, interest or privilege in the assets, property, functions or activities of the corporation.

ARTICLE VI

MEMBERSHIP

The qualification for members and the manner of their admission shall be regulated by the bylaws of the corporation.

ARTICLE VII

MANAGEMENT OF CORPORATE AFFAIRS

The powers of the corporation shall be exercised, its properties controlled, and its affairs conducted by a board of directors, consisting of not less than three and no more than twenty persons. The initial number of directors of the corporation shall be four, provided, however, that such number may be changed by the bylaws of the corporation.

The names and addresses of such initial members of the board of directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Donald Baarman	c/o Marriott Hotel 400 South Collier Blvd. Marco Island, FL 33937
Fay Biles	1588 Heights Court Marco Island, FL 33937
Frederick C. Kramer	950 North Collier Blvd, Suite 201 Marco Island, FL 33937
Kjell Pettersen	350 Rockhill Court Marco Island, FL 33937

The term of the initial members of the board of directors shall commence immediately and shall run until the third annual meeting of the membership.

The board of directors shall elect the following officers: president, vice president, secretary and treasurer, and such other officers as the bylaws may authorize. 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:

President: Kjell Petterson
Vice President: Donald Baarman
Secretary: Fay Biles
Treasurer: Fay Biles

The term of the initial officers shall commence immediately and shall run until the first board of directors' meeting following the third annual meeting of the membership. Election or appointment of the directors shall be as provided for in the bylaws.

ARTICLE VIII

INCORPORATORS

The name and address of the incorporators of this corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Donald Baarman	c/o Marriott Hotel 400 South Collier Blvd. Marco Island, FL 33937
Fay Biles	1588 Heights Court Marco Island, FL 33937
Frederick C. Kramer	950 North Collier Blvd, Suite 201 Marco Island, FL 33937
Kjell Petterson	350 Rockhill Court Marco Island, FL 33937

ARTICLE IX

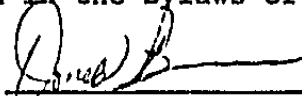
REGISTERED AGENT AND OFFICE

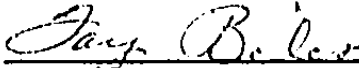
The address of the corporation's office shall be 950 North Collier Boulevard, Suite 201, Marco Island, Florida 33937, and the name of its registered agent shall be Frederick C. Kramer.


ARTICLE XII


AMENDMENT OF ARTICLES

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and subsequently approved by vote of two-thirds of the members of the corporation in the manner set forth in the bylaws of the corporation.


Donald Baarman


Fay Biles

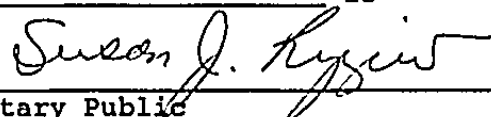

Frederick C. KRAMER


Kjell Pettersen

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DIVISION OF CORPORATIONS
96 APR -2 PM 4:24

STATE OF FLORIDA
COUNTY OF COLLIER

The foregoing instrument was acknowledged before me this 1 day of April, 1996, by DONALD BAARMAN, FAY BILES, FREDERICK C. KRAMER, and KJELL PETERSEN, who are personally known to me or who have produced _____ as identification.


Susan J. Ryzew

Notary Public
State of Florida
OFFICIAL NOTARY SEAL
SUSAN J. RYZEW
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. 00365451
MY COMM. EXT. FEB. 23, 1998

My commission expires:

I hereby accept designation as Registered Agent of the corporation.


Frederick C. Kramer