

N 96000004442



PRIMECHART
LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 064847 5801A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : August 26, 1996

ORDER TIME : 9:43 AM

ORDER NO. : 064847

CUSTOMER NO: 5801A

CUSTOMER: Mary Vlasak-Snell, Esq
PAVESE GARNER HAVERFIELD
DALTON HARRISON & JENSEN

1833 Hendry Street
Fort Myers, FL 33901-3095

900001931819
-08/26/96--01016--014
****122.50 ****122.50

DOMESTIC FILING

NAME: FLORIDA WATER COUNCIL, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
____ CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
____ PLAIN STAMPED COPY
____ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

RECEIVED
96 AUG 26 PM 11:52
DIVISION OF CORPORATION

8/26/96

FILED
CLERK
JAN 20 05

**ARTICLES OF INCORPORATION
OF
FLORIDA WATER COUNCIL, INC.
A Corporation Not For Profit**

I, the undersigned, acting as incorporator of Florida Water Council, Inc., a non-profit corporation under Chapter 617 of the Florida Statutes do hereby adopt the following Articles of Incorporation for such corporation.

ARTICLE I
CORPORATE NAME

The name of this corporation (hereinafter called Corporation) is Florida Water Council, Inc.

ARTICLE II
TERM OF EXISTENCE

The existence of the Corporation will commence upon the filing of these Articles with the Department of State of the State of Florida and shall continue thereafter in perpetuity.

ARTICLE III
PRINCIPAL OFFICE

The principal office of the Corporation shall be 4524 Gun Club Road, Suite 203, West Palm Beach, Florida, 33415, and the mailing address of the Corporation shall be the same.

ARTICLE IV
PURPOSE AND POWERS

The specific and primary purposes for which this corporation is organized is to advocate the adoption and implementation of effective water resource policy at state, regional and local levels. In particular, the goal of the corporation shall be:

1. To establish a public-private collaboration that will unite water use interests for the purpose of defining and pursuing common objectives.

2. To support water resource protection, effective water management and the stewardship of natural systems.

3. To promote reasonable water use, conservation, and the sustainable development of adequate water supplies to meet the needs of all users and economic sectors.

4. To inform and educate officials, policy-makers and regulators in the need to prevent or minimize ecological harm and economic disruption resulting from water shortages through diligent planning and development of water supply.

5. To actively support the adoption of legislation and regulations that protect water resources and meet the water management needs of society.

In furtherance of such purpose, but without limitation to the powers and authorities of the Corporation, the Corporation shall have and exercise all powers conferred upon not for profit corporations under the laws of the State of Florida generally and specifically as provided in Section 617.0302 of the Florida Not for Profit Corporation Act provided, however, that this corporation has no power to engage in any activity that in itself is not in furtherance of its purposes as set forth herein.

ARTICLE V MEMBERSHIP

The corporation shall have a membership distinct from the Board of Directors. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting and other rights and privileges of members, and their liability for dues and assessments and the method of collecting dues and assessments shall be as regulated in the bylaws.

ARTICLE VI
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1833 Hendry Street, City of Fort Myers, County of Lee, State of Florida. The name of its initial registered agent at that address is James F. Garner.

ARTICLE VII
DIRECTORS

The affairs of the Corporation will be managed by a Board of Directors consisting of three (3) members, initially. The number of members constituting the Board of Directors may, from time to time, be increased or decreased by the members, as may be provided in the Bylaws, but will never be less than three (3).

(a) TERMS OF OFFICE. Directors will generally serve a term of one (1) year each and shall be elected at the annual meeting of the membership. However, the members of the Board of Directors will serve until their successors are elected and qualify and may be re-elected for additional terms. In the case of a vacancy upon the Board of Directors, whether occasioned by the resignation or removal of a member or the creation of a new directorship, the vacancy will be filled by the person elected by the remaining Board of Directors and the newly appointed member will serve until the next election of Directors.

(b) ELECTION BY MEMBERS. Members of the Board of Directors will be elected by the membership, except as heretofore provided. Every director elected will be either a member of the corporation, or, in the case of an entity member, an officer, general partner or trustee of that member, as the case may be. All elections will be by plurality of votes, and the member of the Board of Directors receiving the largest number of votes shall be the Chairman of the Board of Directors.

(c) The names and addresses of the persons who shall serve as Directors until the first election are:

<u>Name</u>	<u>Address</u>
James F. Garner	1833 Hendry Street Fort Myers, Florida 33901
Esther Childs	112 Airview Avenue Lehigh, Florida 33936
Mary Vlasak Snell	3321 McGregor Blvd. Fort Myers, Florida 33901

(d) Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all the members of the board individually or collectively consent in writing to the action. Written consent or consents shall be filed with the minutes of the proceedings of the board and any 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 that relates to action taken in this manner 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 of this corporation authorize the directors to act in this manner. This statement shall be prima facie evidence of the director's authority.

ARTICLE VIII

BASIS UNDER WHICH CORPORATION IS ORGANIZED

The corporation is a not for profit corporation as defined by the Not for Profit Corporation Act in Section 617.01401 of the Florida Statutes. As such, it is not organized for the pecuniary gain or profit of, and its net earnings nor any part thereof is distributable to its members, directors, officers or other private persons except as specifically permitted under the provisions of the Florida Not for Profit Corporation Act.

ARTICLE IX
BYLAWS

Bylaws will be adopted at the first meeting of the Board of Directors. The bylaws may be amended, repealed, in whole or in part, by the Directors in the manner provided in the bylaws. Any amendments to the bylaws shall be binding on all members of this corporation.

ARTICLE X
AMENDMENT TO ARTICLES

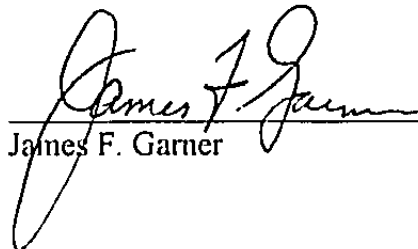
Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of the voting members for their vote. Amendments may be adopted by a vote of at least a majority of a quorum of the voting members of the corporation.

ARTICLE XI
NAME AND ADDRESS OF INCORPORATOR

The name and address of the incorporator is:

James F. Garner
1833 Hendry Street
Fort Myers, Florida 33901

I, the undersigned, being the incorporator of this corporation, for the purpose of forming this not for profit corporation under the Laws of Florida, have executed these Articles of Incorporation this 23rd day of August, 1996.



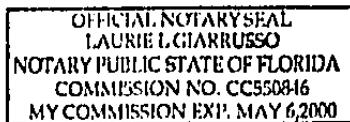
James F. Garner

STATE OF FLORIDA
COUNTY OF LEE

Before me, a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared JAMES F. GARNER, to me known to be the person described as incorporator in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to these Articles of Incorporation.

Witness my hand and official seal in the county and state named above this 23rd day of August, 1996.

(Notary Seal)



Laurie L. Giarrusso
Signature of Notary Public

Laurie L. Giarrusso
(Print, type or stamp commissioned name of
Notary Public)

Commission No: _____

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance, with said Act:

First--That FLORIDA WATER COUNCIL, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at the City of Fort Myers, County of Lee, State of Florida, has named JAMES F. GARNER, located at 1833 Hendry Street, City of Fort Myers, County of Lee, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENTS:

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

BY: 

James F. Garner, Resident Agent