

N97000005691



UCC FILING & SEARCH SERVICES, INC.
526 East Park Avenue
Tallahassee, FL 32301
(850) 681-6528

HOLD

FOR PICKUP BY
UCC SERVICES

OFFICE USE ONLY (Document #)

654253

100002476001--8

-04/02/98--01001--013

*****87.50 *****87.50

CORPORATION NAME(S) AND DOCUMENT NUMBER(S) (if known):

Viva Conservation Foundation

Restated
Articles

☐ Walk In

☐ Pick Up Time

☒ Certified Copy

☐ Mail Out

☐ Certificate of Status

☐ Will Wait

☐ Certificate of Good Standing

☐ Photocopy

☐ ARTICLES ONLY

☐ ALL CHARTER DOCS

RUSH

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

98 APR - 2 PM 12:47

FILED

NEW FILINGS	
<input checked="" type="checkbox"/> Profit	CS
<input type="checkbox"/> NonProfit	
<input type="checkbox"/> Limited Liability	
<input type="checkbox"/> Domestication	
<input type="checkbox"/> Other	

OTHER FILINGS	
<input type="checkbox"/> Annual Report	
<input type="checkbox"/> Fictitious Name	
<input type="checkbox"/> Name Reservation	

AMENDMENTS	
<input checked="" type="checkbox"/> Amendment	
<input type="checkbox"/> Resignation of R.A. Officer/Director	
<input type="checkbox"/> Change of Registered Agent	
<input type="checkbox"/> Dissolution/Withdrawal	
<input type="checkbox"/> Merger	

Updater	
Update	
REGISTRATION/QUALIFICATION	
<input type="checkbox"/> Foreign	
<input type="checkbox"/> Limited Partnership	
<input type="checkbox"/> Reinstatement/rev	
<input type="checkbox"/> Trademark	
<input type="checkbox"/> Other	

☐ Certificate of FICTITIOUS NAME

☐ FICTITIOUS NAME SEARCH

☐ CORP SEARCH

Ordered By: _____

Date: _____

ARTICLES OF RESTATEMENT

OF

VIVA CONSERVATION FOUNDATION, INC

FILED
98 APR -2 PM 12:47
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, President and Chairman of the Board of Viva Conservation Foundation, Inc. a Florida Not For Profit Corporation, formed under the provisions of Chapter 617 of the Florida Statutes, do hereby certify the following to be the Amended and Restated Articles of Incorporation of Viva Conservation Foundation, Inc. pursuant to the provisions of FS 617.1007 as follows:

ARTICLE I

The name of the corporation shall be:

VIVA CONSERVATION FOUNDATION, INC.

The address of the principal office of the corporation shall be:

**1431 POINCIANA AVENUE
FORT MYERS
FLORIDA, 33901**

The mailing address of the corporation shall be:

**P.O. BOX 2031
FORT MYERS
FLORIDA, 33902**

ARTICLE II

The purposes for which the Corporation is organized, together with and in addition to the authority and powers conferred by the laws of the State of Florida for Not For Profit Corporations, are exclusively charitable and educational within the meaning of section 501©(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law. Provided, however, that the corporation shall not have or exercise any power or authority, nor shall it directly or indirectly engage in any activity that would prevent the corporation from qualifying and continuing to qualify as an organization described in Section 501©(3) of the internal Revenue Code: and shall further be:

1. To promote the conservation and reforestation of forests and woodlands by initiating and helping to sustain the use of gas and other fuels as alternative fuel sources to wood.

2. To make, produce and distribute educational videos voiced over in the languages used in the country and by the indigenous peoples. The videos will be used to present and teach simple technologies and medical practices for personal and community development to indigenous and poor rural populations. It shall further be the purpose to provide and make

available the supplies, materials, personnel and support necessary and desirable to implement the construction and use of the technologies and medical practices presented in the videos.

3. To teach and assist in the construction and maintenance of water collection and retention systems for rural communities; and to promote the conservation, cleanup and use of natural drainage systems and rivers; and to teach and assist in the construction of systems for the purification and treatment of potable and waste water using plants and other passive and non chemical means.

4. To promote simple concepts and technologies that will enhance and foster the preservation and development of the cultural and historical heritage of the indigenous and rural subsistence level peoples of Mesoamerica.

5. To solicit funds and funding, gifts and grants and aid to implement the purposes of the foundation and endow its continued activities, and to provide the capital and initial funding for business development by indigenous peoples that flow from foundation activities.

6. Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization that is exempt from Federal income tax under Section 501©(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

7. No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to, its members, 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 its charitable and educational purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501©(3) of the Internal Revenue Code (or any like or successor or corresponding provision of any future federal tax law.

8. The corporation shall not, as a substantial part of its activities, carry on propaganda, or otherwise attempt, to influence legislation; nor shall the corporation participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

ARTICLE III

Dissolution of the Corporation: Upon the dissolution of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed for one or more exempt purposes within the meaning of Section 501©(3) of the Internal Revenue Code of 1986 or any like, successor or corresponding provision of any future United States federal tax code, or shall be distributed to the Federal Government of the United States, or to a State or Local government, for public purposes. 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 the Court shall determine which are organized and operated exclusively for such charitable purposes.

ARTICLE IV

The manner in which the directors are to be elected or appointed shall be as stated in the by-laws.

ARTICLE VI

The name and address of the incorporator of these Articles is James H. McConnell, at 1195 Main Street, Fort Myers Beach, Florida 33931.

ARTICLE VII

This corporation is to exist perpetually.

ARTICLE VIII

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have three directors, initially. The number of Directors shall not be less than three but may be increased from time to time so that there is always an uneven number, but shall never be more than fifteen. The names and street addresses of the initial members of the Board of Directors are:

James H. McConnell
Director

1195 Main Street
Fort Myers Beach, Florida 33931

Susan Anthony
Director

1431 Poinciana Ave.
Ft. Myers, Florida 33901

Maren Francis
Director

112 South Wilcox
Castle Rock, Colorado 80104

ARTICLE VIV

The street address of the initial registered office of the corporation shall be
1431 Poinciana Ave.
Fort Myers, Florida 32301

And the name of the initial registered agent of the corporation at that address is
Susan Anthony

ARTICLE X

The sole class of members of this corporation shall be its Directors. The members of this corporation shall have no right, title or interest whatsoever on its income or assets, nor shall

any portion of such income or assets be distributed to any member on dissolution of this corporation. The members of this corporation shall not be personally liable for the debts, liabilities, or obligations of the corporation, and shall not be subject to any assessments.

IN WITNESS WHEREOF, the undersigned, being the Incorporator for the purpose of forming a Corporation pursuant to the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, as amended, has signed these Articles of incorporation on this 4th day of October 1997.

By: /S/ _____
James H. McConnell, Its Incorporator

**ACCEPTANCE OF REGISTERED AGENT
DESIGNATED IN ARTICLE VIV OF THESE ARTICLES OF INCORPORATION**

Susan Anthony, a person qualified to act as Resident agent in the State of Florida, and having her residence and business address identical with the registered office of the corporation named above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation and being familiar with the obligations and duties of the position of Registered Agent under Section 607.0505 Florida Statutes, hereby accepts the obligations of the position.

Accepted this 4th day of October, 1997

/S/ _____
Susan Anthony

I FURTHER CERTIFY: That this Restatement contains amendments to the Articles requiring Member approval and that all Members, being the entire Board, unanimously approved all amendments contained herein and to this Restatement which vote of approval is sufficient for approval. All amendments and the form of Articles of Restatement were adopted on the 23rd day of March 1998.

This Certification is made by James H. McConnell, the President and Chairman of the Board of Viva Conservation Foundation, Inc., a Florida Not for Profit Corporation this 27th day of March 1998.


James H. McConnell, President & Chairman of the Board

(Corporate seal)