

Robert Rackleff
Requestor's Name
760 Cherry Ave
Address
Tall., FL 32303 222-9789
City/State/Zip Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. National Pipeline Reform Coalition, Inc.
(Corporation Name) (Document #)

2. _____
(Corporation Name) (Document #)

3. _____
(Corporation Name) (Document #)

4. _____
(Corporation Name) (Document #)

☐ Walk in ☐ Pick up time _____
☐ Mail out ☐ Will wait ☐ Photocopy

☐ Certified Copy
☐ Certificate of Status

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

AMENDMENTS	
<input 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

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

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

Mailout
3/9

Examiner's Initials

ARTICLES OF INCORPORATION
OF
NATIONAL PIPELINE REFORM COALITION, INC.

98 MAR -6 PM 4:40
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

ARTICLE ONE

NAME

The name of the Corporation is: National Pipeline Reform Coalition, Inc.

ARTICLE TWO

PRINCIPAL OFFICE AND REGISTERED AGENT

The street address of its principal and registered office in the state of Florida is 816 Cherry Street, in the City of Tallahassee, County of Leon. The mailing address for the Corporation is 816 Cherry Street, Tallahassee, Florida 32303. The name of its registered agent at such street address is Robert B. Rackleff.

ARTICLE THREE

PURPOSE

The nature of the activities to be conducted or promoted is to protect our nation's natural resources, property, and public safety from potential harms associated with hazardous liquid and natural gas pipelines; to monitor pipeline regulatory activities by all levels of government; to advocate and lobby for legislation that improves regulation of pipelines; to assist others in seeking remedies for unsafe pipeline conditions; to bring together diverse individuals and organizations as a network; to carry out litigation and related activities; and to engage in any lawful activity to achieve these purposes and for which corporations may be organized under the Florida Not For Profit Corporation Act.

ARTICLE FOUR

MEMBERSHIP

The qualifications for membership, the rights of members, and the eligibility for membership and for board of directors shall be established from time to time by the bylaws of the Corporation.

ARTICLE FIVE

INCORPORATOR

The name and mailing address of the incorporator is: Robert B. Rackleff, 816 Cherry Street, Tallahassee, Florida 32303.

ARTICLE SIX

EXISTENCE

The Corporation is to have perpetual existence.

ARTICLE SEVEN

MANAGEMENT

Subject to the provisions of the laws of the State of Florida, the following provisions are adopted for the management of the business and for the conduct of the affairs of the Corporation, and for defining, limiting, and regulating the powers of the Corporation, the directors, and the members:

- a. The books of the Corporation may be kept outside of the State of Florida at such place or places as may from time to time be designated by the Board of Directors.
- b. The business of the Corporation shall be managed by its Board of Directors; and the Board of Directors shall have power to exercise all the powers of the Corporation.
- c. An increase in the number of directors shall be deemed to create a vacancy or vacancies in the Board of Directors, to be filled in the manner provided in the bylaws. Any director or any officer elected or appointed by the members or by the Board of Directors may be removed at any time, in such manner as shall be provided in the bylaws.
- d. The Board of Directors shall have power to make and alter the bylaws, subject to such restrictions upon the exercise of such power as may be imposed by the members in any bylaws adopted by them from time to time.
- e. The Board of Directors shall have the power, in its discretion, from time to time, to determine whether and to what extent and at what times and places and under what conditions and regulations the books and accounts of the Corporation, or any of them, other than the stock ledger, shall be open to the inspection of members; and no member or stockholder shall have any right to inspect any account or book

or document of the Corporation, except as conferred by law or authorized by resolution of the directors or of the members.

- f. The Corporation reserves the right to amend, alter, change, add to, or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter prescribed by statute; and all rights herein conferred are granted subject to this reservation.

ARTICLE EIGHT


INDEMNIFICATION

- a. Except as provided below, the Corporation shall, to the greatest extent permitted from time to time by the law of Florida, indemnify any Director and any officer of the Corporation (including Directors and officers who serve at its request as Directors, officers, employees or other agent of another organization or who serve at its request in any capacity with respect to any employee benefit plan) against expenses, including attorney's fees, and against the amount of any judgement, money decree, fine, or penalty, or against the amount of any settlement deemed reasonable by a decision of the Corporation, necessarily paid or incurred by such person in connection with or arising out of any claim made against, or any civil or criminal action, suit or proceeding of whatever nature brought against such person by reason of being or having been such a Director or officer. Such indemnification shall apply even though at the time of such claim, action, suit or proceeding such a person is no longer a Director or officer of the Corporation.
- b. No indemnification shall be provided for any person with respect to any matter as to which such person shall have been adjudicated in any proceeding not to have acted in good faith and in the reasonable belief such person's action was in the best interests of the Corporation or, to the extent that such matter relates to service with respect to an employee benefit plan, in the best interests of the participants or the beneficiaries of such employee benefit plan. If such person has not been so adjudicated, such person shall be entitled to indemnification unless, and to the extent only that the qualification of this sentence is required by law to be maintained in the bylaws of the Corporation, the Corporation decides that such person did not act in good faith and in the reasonable belief that such person's action was in the best interests of the Corporation or, to the extent that such matter relates to service with respect to an employee benefit plan, in the best interests of the participants or beneficiaries of such employee benefit plan. Any determination by the Corporation that a Director did not so act in good faith or in the reasonable belief that such person's action was in the best interests of the Corporation or, where relevant, the participants or beneficiaries of an employee

benefit plan, shall require the agreement of seventy-five (75%) percent of the Directors then in office expressed in a vote specially called for the purpose of making such a determination. Expenses reasonably incurred in defending any claim, action, suit or proceeding described in the preceding paragraph may, if the Corporation so decides, be advanced by the Corporation prior to final disposition thereof upon receipt of an undertaking by the recipient to repay all such advances if it is ultimately determined, by adjudication or otherwise as provided herein, that such person is not entitled to indemnification.

- c. For purposes of this section, in reaching a decision as to whether an officer of Director is entitled to indemnification as proved herein, the Directors then in office may, at the expense of the Corporation, obtain an opinion in writing of independent legal counsel to the effect that such Director or officer appears to have acted in good faith and in the reasonable belief that his other action was in the best interests of the Corporation.
- d. Any rights of indemnification hereunder shall not be exclusive, shall be in addition to any other right which a Director or officer may have or obtain, and shall accrue to such person's estate.
- e. Any agent or employee of or for the Corporation may be indemnified in such manner as the Board of Directors decides.

I, THE UNDERSIGNED, the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the Florida Not For Profit Corporation Act, hereby declare and certify that this is my act and deed, and the facts herein stated are true to the best of my knowledge and belief, and accordingly have hereunto set my hand this 5th day of March, 1998.



ROBERT B. RACKLEFF
Incorporator

DESIGNATION AND ACCEPTANCE OF REGISTERED AGENT

ROBERT B. RACKLEFF, designated by NATIONAL PIPELINE REFORM COALITION, INC., as its Registered Agent, does hereby accept such appointment and does agree to serve as the Corporation's Registered Agent to accept service of process within this state. The undersigned is familiar with, and accepts, the obligations of that position.

DATED this 5th day of March, 1998.



ROBERT B. RACKLEFF

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA