

N 98000005069

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: SOUTHWEST FLORIDA COUNCIL FOR ENVIRONMENT EDUCATION, INC.
(Proposed corporate name - must include suffix)

500002631385--3
-09/02/98--01069--002
*****78.75 *****78.75

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: DAVID YATES
Name (Printed or typed)

DAVID YATES GAVE PO BOX 7328
Address

AUTHORIZATION BY PHONE TO
CORRECT R.A. ACCEPTANCE NAME FORT MYERS FL 33919
City, State & Zip

DATE 09-09-98
DOC. EXAM. R. PURINTON 941-275-6810 x 500
Daytime Telephone number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 SEP -2 PM 12:32

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

OF

SOUTHWEST FLORIDA COUNCIL FOR ENVIRONMENT EDUCATION, INC.
(A Corporation Not for Profit)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

98 SEP -2 PM 12:32

We, the undersigned, are desirous of forming a corporation under the provisions of Chapter 617 of the Florida Statutes, and agree to the following:

ARTICLE I

Name

The name of this corporation is The Southwest Florida Council for Environment Education, Inc.

ARTICLE II

Address

The initial location of this corporation shall be at:

Southwest Florida Council for Environment Education, Inc.
3450 Ortiz Avenue
Fort Myers, FL 33905

ARTICLE III

Purposes

Section 1. The corporation is organized primarily for educational purposes within the meaning of Section 170(c)(2), and 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provision of any future tax code ("the Code"), including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3).

Section 2. In particular, the Corporation will be dedicated to the promotion and expansion of an interdisciplinary and integrated system of environment education in public and private schools at all levels.

Section 3. To carry out this purpose, the Corporation may maintain a permanent office and employ the necessary and appropriate staff.

Section 4. Notwithstanding any other provisions herein, the corporation is authorized to carry out any activities and exercise all authority not prohibited by these Articles or applicable law.

ARTICLE IV
Membership

There shall be no members of the corporation initially but the directors may provide for membership classification and qualifications pursuant to the Bylaws of the corporation.

ARTICLE V
Term of Existence

This corporation is to exist perpetually.

ARTICLE VI
Subscribers

The names and residences of the subscribers to these Articles are:

Richard Anderson
12880 Vista Pine Circle
Fort Myers, FL 33913

Dave Yates
1334 Kingwood Court
Fort Myers, FL 33919

Bill Hammond
5456 Parker Drive
Fort Myers, FL 33919

Mike Roeder
2929 Bonita Street
Fort Myers, FL 33901

Wiley Parker
1233 Coconut Drive
Fort Myers, FL 33901

ARTICLE VII
Officers

The officers of the corporation and their duties shall be as provided in the Bylaws.

ARTICLE VIII
Board of Directors

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have nine directors initially. The number of directors may be changed from time to time, pursuant to the Bylaws, but shall never be less than three.

Section 2. Members of the Board of Directors shall be elected and hold office in accordance with the Bylaws.

Section 3. The names and addresses of the persons who are to serve as initial directors will be identified at the organizational meeting.

ARTICLE IX

Bylaws

Section 1. The Board of Directors of this corporation may provide such Bylaws for the conduct of its business and the carrying out of its purposes as they deem necessary from time to time.

Section 2. Upon proper notice, the Bylaws may be amended, altered or rescinded by a majority vote of the entire membership of the Board of Directors at any regular meeting or any special meeting called for that purpose.

ARTICLE X

Amendments to Articles

These Articles of Incorporation may be amended by a majority vote of the entire Board of Directors or as otherwise provided by law.

ARTICLE XI

No Private Inurements; Restrictions on Activities

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 these Articles. 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 or in opposition to any candidate for public office. 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 Code, or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

ARTICLE XII
Distribution Upon Dissolution

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Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. 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 said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XIII
Registered Office

The street address of the initial registered office of this corporation is 12880 Vista Pine Circle Fort Myers, FL. 33913 and the name of the registered agent of this corporation at that address is Richard Anderson.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunder set our hands and seals this 7th day of MAY 1998, for the purpose of forming this corporation not for profit under laws of the State of Florida.

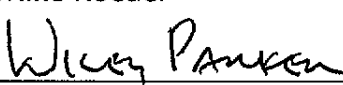
The undersigned hereby accepts designation as registered agent for said corporation.


Richard Anderson, Registered Agent


Dave Yates


Bill Hammond


Mike Roeder


Wiley Parker