

N99000002625

TRANSMITTAL LETTER

600002851356--6
-04726/89--01059--007
*****87.50 *****87.50

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

SUBJECT: ECO-LOGICAL SYSTEMS INTERNATIONAL INCORPORATED
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for : 87.50

☐ \$70.00
Filing Fee

☒ 87.50
~~\$78.75~~
Filing Fee
& Certificate

☐ \$122.50
Filing Fee
& Certified Copy

☐ \$131.25
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: DENNIS J. GIARDINA
Name (Printed or typed)

3776 19TH AVE SW
Address

NAPLES, FL 34117
City, State & Zip

941-657-7637 OR 455-6482
Daytime Telephone number

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 APR 26 AM 10:12

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

R. Purinton APR 29 1999

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION

99 APR 26 AM 10:12

OF

Eco-Logical Systems International Incorporated

A NON-PROFIT CORPORATION

The undersigned incorporators, in order to form a corporation under the Florida Not for Profit Corporation Act, Hereby adopt the following Articles of Incorporation:

ONE: The name of this corporation is

Eco-Logical Systems International Incorporated

TWO: The principal place of business and mailing address of this corporation shall be

3770 19th Avenue SW

Naples, Fl

34117

THREE: The specific purposes for which this corporation is organized are

"To promote ecologically sound, sustainable agriculture, forestry and wildlife management in fragile tropical environments"

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

FOUR: The manner in which the directors are elected or appointed is by a majority vote of the board. The duration of an elected term shall be three years. A term can be renewed after three years by a majority vote of the board.

FIVE: The name and Florida street address of the initial registered agent is

Dennis J. Giardina

3770 19th Avenue SW

Naples, Fl 34117

The number of initial directors of this corporations is five. Their names and address are as follows:

Enesto Garcia 623 Coco Beach Rio Grande, PR 00745

Dennis J. Giardina 3770 19th Avenue SW Naples, Fl 34117

Dr. Martin B. Main 19782 Beaulieu Court Ft. Myers, Fl 33908

Ellen E. Main 19782 Beaulieu Court Ft. Myers, Fl 33908

Marilyn Roman 3770 19th Avenue SW Naples, Fl 34117

SIX: The names and addresses of the incorporators of this corporation are:

Dennis J. Giardina 3770 19th Avenue SW Naples, Fl 34117

Ellen E. Main 19782 Beaulieu Court Ft. Myers, Fl 33908

Dr. Martin B. Main 19782 Beaulieu Court Ft. Myers, Fl 33908

Marilyn Roman 3770 19th Avenue SW Naples, Fl 34117

SEVEN: The period of duration of this corporation is perpetual.

EIGHT: Any additional provisions for the operation of the corporation are as follows:

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this 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.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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.

Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

The undersigned incorporators hereby declare under penalty of perjury that the statements made in the foregoing Articles of Incorporation are true.

Dated: 4/20/99

Dennis J. Fardine
, Incorporator

Mark B. M.
, Incorporator

Ellen E. Mc
, Incorporator

Marilyn Harris
, Incorporator

FILED
SECRETARY OF STATE
DIVISION OF CORPORATION
99 APR 26 AM 10:12

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature/Registered Agent

Dennis J. Fardine

Date

4/20/99