

N99000003340

TRANSMITTAL LETTER

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

**SUBJECT:** SOUTHEAST REVENUE PROTECTION ASSOCIATION, INC.  
(Proposed corporate name - must include suffix)

300002890703--5  
-06/01/99--01031--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 of  
Status

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

99 JUN - 1 AM 10:57

FILED

FROM: ROBERT E. STONE  
Name (Printed or typed)

P. O. BOX 029100 LAW/GO  
Address

MIAMI, FL 33102-9100  
City, State & Zip

305-552-4657  
Daytime Telephone number

DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

99 JUN - 1 AM 10:44

RECEIVED

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

*Will wait*

**ARTICLES OF INCORPORATION**

**OF**

**SOUTHEAST UTILITIES REVENUE PROTECTION ASSOCIATION, INC.**

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation:

**ARTICLE I**

The name of the corporation shall be:

Southeast Utilities Revenue Protection Association, Inc.

**ARTICLE II**

The street address and mailing address of the initial principal office of this corporation shall be:

Street Address:

c/o Michael Middlebrooks  
Teco Energy, Inc.  
702 North Franklin Street  
Tampa, Florida 33602

Mailing Address:

c/o Michael Middlebrooks  
Teco Energy, Inc.  
P. O. Box 111  
Tampa, Florida 33601-0111

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TALLAHASSEE, FLORIDA

**ARTICLE III**

The specific purposes for which the corporation is organized are:

- (a) To provide training, seminars and a forum for collection and exchange of ideas related to the:

- (1) safety of the general public and utility company representatives as such safety issues may relate to theft of utility service and other irregular utility service revenue loss,
  - (2) prevention of theft of utility service and other irregular utility service revenue loss,
  - (3) detection of theft of utility service and other irregular utility service revenue loss, and
  - (4) remedies for theft of utility service and other irregular utility service revenue loss.
- (b) To undertake any other actions necessary and proper to accomplish the above, so long as such activities are consistent with status as an educational organization pursuant to Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any subsequent federal tax laws).

#### **ARTICLE IV**

A Board of Directors consisting of no less than three (3) directors shall manage the corporation. The number of directors may be increased or decreased from time to time, in accordance with the by-laws of the corporation, but shall never be less than three. The manner in which the directors are elected or appointed shall be as set forth in the by-laws of the corporation.

#### **ARTICLE V**

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

Robert E. Stone, Registered Agent  
Florida Power & Light Company  
9250 West Flagler Street  
LAW/GO  
Miami, Florida 33174

#### **ARTICLE VI**

The name and address of the Incorporator to these Articles of Incorporation are:

Diann F. Thomas  
Florida Power & Light Company  
4200 W. Flagler Street  
Miami, Florida 33134

## **ARTICLE VII**

The existence of the corporation shall commence upon the filing of these Articles of Incorporation and shall be perpetual.

## **ARTICLE VIII**

No trustee, director, member or officer of the corporation shall, as such, receive or become entitled to receive at any time any part of the net earnings or other net income of the corporation, nor shall any part of the net earnings of the corporation inure to the benefit of any person, except as reasonable compensation for services rendered and reimbursements for expenses incurred in conducting its affairs and carrying out its purposes. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as provided in 501(h) of the Internal Revenue Code or the corresponding provision of any subsequent federal tax laws), and the corporation shall not participate or intervene in any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of the Articles of Incorporation, 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 Internal Revenue Code (or the corresponding provision of any subsequent federal tax laws) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or the corresponding provision of any subsequent federal tax laws).

## **ARTICLE IX**

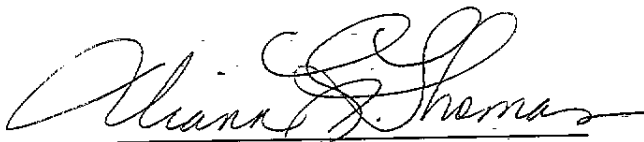
Upon the dissolution or winding up of the corporation, after payment of all debts, no part of the remaining assets may be distributed to any trustee, director, member or officer of the

corporation but shall be distributed as the by-laws may direct in accordance with law, provided, however that such distribution shall be made to an organization exempt under the provisions of Section 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any subsequent federal tax laws).

#### ARTICLE X

The corporation shall indemnify each director and officer, including former directors and officers, to the fullest extent allowed by law, including but not limited to Florida Statutes Chapter 617. It is intended that the corporation be an organization the officers and directors of which are immune from civil liability to the extent provided under Florida Statutes Chapter 617 and other similar laws.

Executed at Miami, Florida this 28<sup>th</sup> day of May, 1999.




Diann F. Thomas  
As Incorporator

STATE OF FLORIDA           )  
COUNTY OF MIAMI-DADE   )

On this 28 day of May, 1999 before me, the undersigned notary public, personally appeared Diann F. Thomas, as Incorporator, personally known to me to be the person who subscribed to the foregoing instrument, and acknowledged that she executed the same on behalf of the corporation.

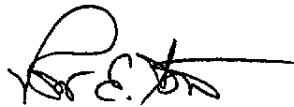
KATHERINE A. MOECKEL  
Notary Public - State of Florida  
My Commission Expires Dec 20, 2002  
Commission # CC798468

  
NOTARY PUBLIC  
STATE OF FLORIDA

My Commission Expires:

**ACCEPTANCE BY REGISTERED AGENT**

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



Robert E. Stone,  
As Registered Agent

*May 28, 1999*

Date

**FILED**

**99 JUN - 1 AM 10:57**

**SECRETARY OF STATE  
TALLAHASSEE, FLORIDA**