

ARTICLES OF INCORPORATION
OF
GREATER PINE ISLAND WATER ASSOCIATION, INC.

ARTICLE I

The name of this corporation shall be the GREATER PINE ISLAND WATER ASSOCIATION, INCORPORATED, and shall be a non-profit corporation organized under Chapter 617, Florida Statutes, and shall have all powers given to a non-profit corporation by the provisions of said Chapter 617, Florida Statutes.

AMENDED ARTICLE II

The nature of the business of the corporation and the objects and purposes for which it is organized are:

- A. To construct, maintain, and operate a water system for the supplying of water for domestic, commercial, agricultural, industrial, and other purposes to its members and to engage in any activity related thereto, including but not limited to the acquisition of water by appropriation, drilling, pumping, and/or purchase, and the purchase, laying, institution, operation, maintenance and repair of wells, pumping equipment, water mains, pipelines, valves, meters, and all other equipment necessary to the construction, maintenance and operation of a water system, and
- B. To construct, maintain, and operate a sewage disposal system for the use and benefit of its members. (See attached Certificate of Amendment)

AMENDED ARTICLE III

The members of the corporation shall be the subscribers hereto and all other persons, partnerships, corporations, or other legal entities having a reasonable accessibility to the sources of and who desire to have water and other services supplied for domestic, commercial, agricultural, industrial, or other uses from the systems constructed, maintained, and operated by the corporation. The corporation shall not be required to admit additional members if the capacity of its water system is exhausted by the needs of its existing members. (See attached Certificate of Amendment)

ARTICLE IV

This corporation shall have perpetual existence.

ARTICLE V

The names and addresses of the subscribers to these Articles of Incorporation are as follows:

U. Curry Walton	Box 2, Pineland, Florida
A. J. Pappalardo	St. James City, Florida
Bart Hockrein	Box 530, Matlacha, Florida
Robert Whidden	Box 22, Bokeelia, Florida
Harry Byrd Kline	Star Route C, N. Ft. Myers, Florida

AMENDED ARTICLE VI

The affairs of this corporation shall be managed by a Board of Directors of not less than three nor more than nine members. The number of directors shall be determined by the By-Laws. They shall be elected at the Annual Meeting of the members for such term or terms of office as shall be provided in the By-Laws. (See Certificate of Amendment)

ARTICLE VII

The officers who shall serve until the first election or until their successors are elected shall be as follows:

Bart Hockrein	President
Robert Whidden	Vice President
Harry Byrd Kline	Secretary-Treasurer

The term of office of the foregoing officers shall be for a period of one year or until their successors are elected. The officers shall be elected by the Board of Directors.

ARTICLE VIII

The first Board of Directors shall consist of five members who shall serve until the first election or until their successors are elected. The names and addresses of the members of the first Board of Directors are as follows:

U. Curry Walton	Box 2, Pineland, Florida
A. J. Pappalardo	St. James City, Florida
Bart Hockrein	Box 530, Matlacha, Florida
Robert Whidden	Box 22, Bokeelia, Florida
Harry Byrd Kline	Star Route C, N. Ft. Myers, Florida

AMENDED ARTICLE IX

The By-Laws of the corporation shall be made and may be altered or rescinded as set forth in the By-Laws. (See attached Certificate of Amendment)

ARTICLE X

Amendments to these Articles of Incorporation may be proposed to the Board of Directors by a majority vote of the members of the corporation. A majority of the members of the

Board of Directors may approve, amend, or reject such proposals and shall have final authority to adopt any amendment.

AMENDED ARTICLE XI

The assets and income of this non-profit corporation shall be utilized to promote its purposes. No salaries or fee shall be paid to the directors or officers of this corporation, but nothing herein shall prevent the hiring of employees or engaging of others to perform services for the corporation or to prevent the reimbursement of any person who makes outlays for reasonable expenses of the corporation. In the event of dissolution or liquidation, either voluntarily or pursuant to order of a court of competent jurisdiction, and after the payment of all outstanding liabilities, each member shall be repaid capital credits without priority on a pro rata basis to the extent assets are available to make such payments. To the extent that assets remain following payment of all outstanding liabilities and capital credits, distribution shall be made without priority to the member and former members in the proportion which the patronage of each member or former member from and after January 1, 1984, bears to the total patronage of all members from and after such date, to the date of such dissolution. A plan of distribution of excess capital prior to dissolution shall be set forth in the corporation's By-Laws. (See attached Certificate of Amendment)

AMENDED ARTICLE XII

The corporation intends to be an organization described in Section 501 (c) (12) of the Internal Revenue Code of 1986, Title 26 to the United States Code. (See attached Certificate of Amendment)