

COMPOSITE OF ARTICLES OF INCORPORATION

REGISTERED WITH FLORIDA SECRETARY OF STATE AS OF 3/20/2021

(Effective date noted next to article number)

Article I (8/30/2004)

The name of the corporation is:

ESTERO COUNCIL OF COMMUNITY LEADERS, INC.

Article II (2/5/2021)

The principal place of business:

ECCL

20310 GRANDE OAK SHOPPES BLVD # 21 SUITE 118

ESTERO, FL 33928

The mailing address for all correspondence:

ECCL

PO Box 424

Esterro, Fl 33929

Article III (2/5/2021)

- (A) The corporation is organized and shall be operated exclusively for the benefit of religious, charitable, scientific, literacy, educational, and related purposes, all within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.
- (B) In pursuance of the above purposes, as limited, and for no others, the corporation shall have the power:
- (1) To receive, administer, maintain, use, and employ funds and property, real and personal, exclusively for charitable and educational purposes.
 - (2) To accept, acquire, receive, take, hold by bequest or devise, grant, donate, purchase, exchange, lease, and transfer (by judicial order or decree or otherwise) and property, both real and personal, of whatever kind, nature, or description and wherever situated.
 - (3) To improve, sell, exchange, convey, mortgage, lease, transfer, or otherwise dispose of any property, both real and personal, as the purposes of the corporation may require, subject to the limitations prescribed by law.
 - (4) To borrow or raise money for any of the purposes of the corporation without limit as to the amount; and, from time to time, to make, accept, endorse, execute, and issue bonds, debenture, agreement, or other instruments of trust,

or by any other lien upon, assignment of, or agreement regarding all or any of the property, rights, or assets of the corporation wherever situated, whether now owned or to be acquired.

- (5) To invest and reinvest its funds in any bond, debenture, note, evidence of indebtedness, share in any corporation, partnership, association, or joint-stock company (whether or not transferable or denominated "stock," investment contract, certificate of interest or participation in a profit-sharing agreement, collateral trust certificate, equipment trust certificate, voting trust certificate, certificate of deposit for a security, or, in general, any interest or instrument commonly considered to be a "security," and in other property, all as its bylaws shall provide, but subject to the limitations and conditions contained in the bequest, devise grant, or gift (provided that the limitations and conditions are not in conflict with the purposes of the corporation).
- (6) To maintain offices and agencies either within or anywhere without the State of Florida and promote and carry out its purposes in said state and other states of the United States of America and the District of Columbia.
- (7) To enter into, make, perform, and carry out any contracts or agreements in furtherance of any of its purposes, without limit as to amount, with any person, firm, committee, association, corporation, or other entity, in any part of the world.
- (8) To do any and all things necessary, suitable, convenient, or proper for, or in connection with, or incidental to, the accomplishment of any of the purposes or the attainment of any one or more of the purposes herein enumerated or designed directly or indirectly to promote the purposes of the corporation.
- (9) In general, and subject to such limitations and conditions as are or may be prescribed by law, to exercise such other powers which now are or may be conferred by law upon a corporation organized for the purposes set forth above, or necessary or incidental to the powers so conferred, or conducive to the attainment of the purposes of the corporation.

(C) 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 any candidate for public office. No part of the earnings of the corporation shall inure to the benefit of any member, director, or officer of the corporation, or any other person (except that corporation may pay reasonable compensation for services rendered to or on behalf of the corporation and make other payments and distributions in furtherance of one or more of its purposes). No member, director, or officer of the corporation or any other person shall be entitled to share in the distribution of any of the corporate assets on the dissolution of the corporation. The corporation shall pay no dividends.

Article IV (2/5/2021)

The manner in which directors are elected or appointed is: The manner in which the directors of the corporation are to be elected is stated in the bylaws of the corporation.

Article V (2/5/2021)

The effective date for this corporation shall be: 8/30/2004.
The corporation shall have perpetual existence.

Article VI (8/30/2004)

The name and address of the incorporator is:

JAMES S. FRASER
22981 SHADY KNOLL DR.
BONITA SPRINGS, FL 34135

Article VII (2/5/2021)

A majority of the total number of members of the corporation's Board of Directors ("Board"), as such total number of members, is from time to time determined by the Board in accordance with the corporation's bylaws, shall constitute a quorum for purposes of (a) increasing or decreasing the number of members of the Board, (b) removing a director, (c) removing any officer, (d) filing any vacancy on the Board or any committees thereof, (e) adopting, repealing, altering or amending any bylaw or article of incorporation with the concurrence of the Membership, and (f) for the transaction of any other business at any meeting of the Board. Officers of the corporation may or may not be members of the Board; however, for the time appointed, they shall perform their duties as normally expected of such officers and be part of an Executive Management Team (EMT). Such positions are clarified in the bylaws.

Article VIII (2/5/2021)

Upon the dissolution of the corporation, its assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax 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.