

**CERTIFICATE OF INCORPORATION****CLEARWATER INITIATIVE CORPORATION****(A Nonstock Corporation)**

**Certificate of Incorporation** of the undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of the State of Connecticut, do hereby certify:

**First:** The name of the Corporation shall be ClearWater Initiative Corporation, (hereinafter the "Corporation").

**Second:** The place in this State where the Corporation is to be located is the City of New Haven, New Haven County, State of Connecticut.

**Third:** The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**Fourth:** The Corporation is empowered:

a. To do and perform all acts reasonably necessary to accomplish the purposes of the Corporation, including the application for and receipt of grants, loans, and contributions which may provide capital for construction or ongoing operations.

b. Buy, own, lease, equip, tools, office space, vehicles and other personal property necessary or useful to the purposes and objectives herein described; to borrow money and issue evidences of indebtedness in furtherance of the Corporation's business activities; to establish depository accounts and other banking relationships in the name of the Corporation.

c. To appoint Laura M. Sklaver with a home address of 143 Santa Fe Avenue, Hamden, Connecticut 06517 and a business address of 55 Whitney Avenue, New Haven, Connecticut 06510 as Statutory Agent of the Corporation.

**Fifth:** The Corporation shall not issue shares of stock or pay dividends. The Corporation shall have no Members but shall operate under the direction of its Board of Trustees.

**Sixth:** The names and addresses of the persons who are the initial Trustees of the Corporation are as follows:

Benjamin A. Sklaver, [REDACTED], Atlanta, GA 30309  
Laura M. Sklaver, [REDACTED], Hamden, CT 06517  
Gary P. Sklaver, [REDACTED], Hamden, CT 06517

**Seventh:** 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 Article Third hereof. No substantial part of the activities of the Corporation shall be the carrying on propaganda, or otherwise attempting to influence legislation, and the Corporation shall 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 Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a Corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**Eighth:** 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 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.

In witness whereof, I have hereunto subscribed my name as of this 12<sup>th</sup> day of August, 2007.

CLEARWATER INITIATIVE CORPORATION

By: Benjamin A. Sklaver

Benjamin A. Sklaver, [Redacted]  
Its President and Secretary

Atlanta, GA  
30309

The foregoing designation as Statutory Agent is hereby accepted:

Laura M. Sklaver  
Laura M. Sklaver

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