



**ARTICLES OF INCORPORATION  
OF LIVING WATERS 4 ROATAN, INC.  
In Compliance with Chapter 617, F. S., (Not for Profit)  
EFFECTIVE: December 15, 2005**

**EFFECTIVE DATE**  
12/15/05

Articles 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 Florida, do hereby certify:

**ARTICLE I            NAME**

The name of the corporation shall be: Living Waters 4 Roatan, Inc.

**ARTICLE II           PRINCIPAL OFFICE**

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

7054 Madrid Ave.  
Jacksonville, Florida 32217

**FILED**  
05 DEC 16 AM 11:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE III           PURPOSE**

The corporation is created exclusively for charitable, religious, educational, and scientific purposes, 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 the corresponding section of any future federal tax code.

**ARTICLE IV           MANNER OF ELECTION OR APPOINTMENT OF DIRECTORS**

The initial Board of Directors shall be the Officers who are appointed by the incorporator. Within 6 months of the creation of the corporation, the President shall form a Nominating Committee of the Board to recruit additional "New" Directors. The Nominating Committee will recruit "New" Directors based on input from the current Board and based on identified needs of the Board. The nominations will be presented to the Board of Directors for approval. New Board members shall be seated based on a majority vote of the then existing Board provided there is a quorum of members present at the meeting. For purposes of this section fifty percent plus one vote shall constitute a quorum of the Board. Once Approved the Nominating Committee shall notify and welcome the new Directors who shall then be seated and who shall have the right to vote on all future Board business.

**ARTICLE V            INITIAL DIRECTORS AND/OR OFFICERS**

The initial Directors and Officers with their addresses and titles are:

**President and Director**  
Edwin Henry Zittrower  
4437 Pleasant Hill Drive  
Jacksonville, Florida 32225

**Vice President and Director**

Edwin J. Zittrower  
4592 Misty Dawn Court North  
Jacksonville, Florida 32277

**Secretary and Director**

Francis Zittrower  
4437 Pleasant Hill Drive  
Jacksonville, Florida 32225

**Treasurer and Director**

Mark Sizemore  
7054 Madrid Avenue  
Jacksonville, Florida 32217

**ARTICLE VI IRC RESTRICTIONS ON CONDUCT OF BUSINESS**

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 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 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.

**ARTICLE VII DISSOLUTION**

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.

**ARTICLE VIII INITIAL REGISTERED AGENT AND STREET ADDRESS**

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

Mark Sizemore  
7054 Madrid Avenue  
Jacksonville, Florida 32217

**ARTICLE IX INCORPORATOR**

The name and address of the Incorporator is:

Mark Sizemore  
7054 Madrid Avenue  
Jacksonville, Florida 32217

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Signature Registered Agent Mark Sizemore Date 12/10/05

Signature Incorporator Mark Sizemore Date 12/10/05

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