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Florida Department of State
Division of Corporations
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To: Division of Corporations
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FLORIDA PROFIT/NON PROFIT CORPORATION
3 Fathoms Inc.

Certificate of Status	0
Certified Copy	1
Page Count	03
Estimated Charge	\$78.75

RECEIVED JUL 19 2010

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COVER LETTER

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

SUBJECT: 3 Fathoms Inc.

(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

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

FROM: Sheila Dang, Legalzoom.com, Inc.
Name (Printed or typed)

7083 Hollywood Blvd., Suite 180
Address

Los Angeles, CA 90028
City, State & Zip

323.962.8600 x 883
Daytime Telephone number

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

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ARTICLES OF INCORPORATION
In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be:

3 Fathoms Inc.

ARTICLE II PRINCIPAL OFFICE

The principal street address and mailing address, if different is:

2060 Oak Hammock Drive, Ponte Vedra Beach, Florida 32082

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Please see attached

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

The method by which the directors of the corporation are elected or appointed will be stated in the bylaws.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

- Clare Keating, President, Director 2060 Oak Hammock Drive, Ponte Vedra Beach, Florida 32082
- Sally Keating, Secretary 2060 Oak Hammock Drive, Ponte Vedra Beach, Florida 32082
- Clare Keating, Treasurer 2060 Oak Hammock Drive, Ponte Vedra Beach, Florida 32082
- Kathleen Cole, Director PO Box 2783, Telluride, CO 81435
- Eliza Slayman, Director PO Box 1414, Telluride, CO 81435

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:


United States Corporation Agents, Inc. 13302 Winding Oaks Blvd., Suite A, Tampa, FL 33612-3425.

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Sheila Dang, Legalzoom.com, Inc., 7083 Hollywood Blvd., Ste 180, Los Angeles, CA 90028

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:  Sheila Dang, United States Corporation Agents, Inc.

Date:

7/16/2010

Signature/Incorporator:  Sheila Dang, Legalzoom.com, Inc.

Date:

7/16/2010

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TALLAHASSEE FLORIDA

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**Attachment to
Articles of Incorporation of
3 Fathoms Inc.**

Said organization 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 under the section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The business activity for said organization is as follows: An organization dedicated to marine science through innovative research.

No part of the net earnings of this organization shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of this organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this organization 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. Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, 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.

Upon the dissolution of this corporation, assets remaining shall be distributed for one or more exempt purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code, or 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 disposed of shall be disposed by the Court of Common Pleas of the county in which the principal office of the organization 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.

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