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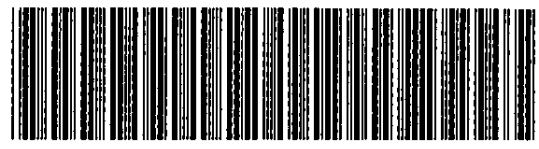
(Business Entity Name)

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STATE
OF FLORIDA
TALLAHASSEE, FLORIDA

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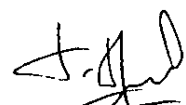
Cover Letter

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

Subject: Warm Mineral Springs Patrons Association INC.

Enclosed is an original and two copies of the Articles of Incorporation and a check for \$87.50
(Filing Fee, Certified Copy & Certificate)

From: Grigory Gromov
Address: 12227 Durango Ave
North Port, FL 34287
(941)-284-3125
grgromov@yahoo.com

 01/25/2014

Warm Mineral Springs Patrons Association, *INC.*
Articles of Incorporation
In compliance with Chapter 617, F.S., (Not for Profit)

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CLERK OF THE DISTRICT COURT
NORTH PORT, FLORIDA

Article I Name

Section 1. The name of the corporation shall be the, "Warm Mineral Springs Patrons Association, INC." herein referred to as the Corporation.

Article II Principal Office

Section 1. The principal place of business is located at:

443 Granada Blvd
North Port, FL 34287

Section 2. The mailing address is as following:

P.O. Box 8065
North Port, FL 34287

Article III Purpose

Section 1. The purpose of this organization, a Florida not-for-profit institution incorporated under the Nonprofit Corporation Act of the State of Florida, and not a private foundation, shall be:

- a) The Corporation is established to serve as a support group for the Warm Mineral Springs protection, preservation, restoration and work with the WMS site owners and managers to: provide volunteer opportunities where needed in regard to site stewardship; land management; maintenance; research; public access management and monitoring; entertainment, healing and educational activities at WMS.
- b) To promote WMS as national and international resort. Corporation is not limited to local or national members.
- c) We are concerned about reports of WMS ceasing to flow, mineral water and environment features changing. These concerns need to be understood as geological, hydrological and ecological problems to be solved in order to protect and preserve our unique warm mineral water resource.

Article IV Manner of Election

Section 1. Elections for The Board of Directors and officers shall be held at regular annual meetings of the membership or in the case of vacancies at the nearest possible Quarterly Meeting. All officers and Board Members shall serve one year terms with no limit on the number of successive terms served.

Section 2. The officers of the Corporation, who will also serve on the Corporation Board of Directors, shall have general supervision of the affairs of the Corporation between its business meetings, fix the hour and place of meetings, make recommendations to the members, and perform such other duties as are specified in the bylaws.

Section 3. An officer may be removed from the Board of Directors upon two-thirds (2/3) vote of the entire attending membership of the organization at any regular or special meeting after thirty (30) days notice to the membership that a motion for the purpose of removal of said member will be considered at the regular or special meeting. The removal may be for causes including but not limited to the following: malfeasance, neglect of duty, incompetence, and inability to perform official duties. Any officer who resigns or is removed shall be replaced for the remainder of the term by special election within two months or two meetings, whichever comes later; or, in the case of the President, immediately replaced by the Vice-President. Any officer who, without prior notification and acceptance, fails to attend three consecutive officers meetings shall be deemed to have resigned and will be replaced.

Section 4. The Board of Directors shall have the option to institute general membership in a manner to be established in the Bylaws.

Section 5. The Corporation shall have the power to receive, administer, and disburse funds, grants, and other assets to further the purposes of the Corporation; to convey property (real and personal); to publish hydrological, ecological, and archaeological materials; to affiliate with other organizations with common aims; and to appoint delegates or representatives to such organizations and to engage in such activities as are in keeping with the purpose of the Corporation.

Article V Initial Officers and Directors

Officers:

Gromov, Grigory – President

Address: 12227 Durango Ave, North Port, FL 34287

Balakhstanvili, Lavrentiy – Vice President

Address: 107 Solana St., North Port, FL 34287

Dudko, Emil – Treasurer

Address: 12002 Dorado Dr, North Port, FL 34287

Yanovitsky, Lana – Secretary

Address: 320 Corsica Ln., North Port, FL 34287

Directors:

Nazarian, Elizabeth – Director

Address: 207 Ortiz Blvd., North Port, FL 34287

Kaplun, Anna – Director

Address: 11963 Cortez Ln., North Port, FL 34287

Zolotarsky, Boris – Director

Address: 12116 Saragossa Ln., North Port, FL 34287

Article VI Registered Agent

Registered Agent: Gromov, Grigory

Address: 12227 Durango Ave, North Port, FL 34287

14 JAN 31 PM 2:21
DEPARTMENT OF STATE
TALLAHASSEE, FLORIDA

Article VII Incorporator

Incorporator: Dudko, Emil

Address: 12002 Dorado Dr, North Port, FL 34287

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 appointment as registered agent and agree to act in this capacity

Required Signature of Registered Agent

01/25/2014

Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155,F.S.

Required Signature of Incorporator

01/25/2014

Date

Article VIII Restrictions on Actions

1. All the assets and earnings of the Corporation shall be used exclusively for its exempt purposes, including the payment of expenses incidental thereto. No part of any net earnings shall inure to the benefit of any employee of the Corporation or be distributed to its Directors, officers, or any private person, except that the Corporation shall be empowered to pay reasonable compensation for services rendered and make payments and distributions in furtherance of the purposes set forth in Article III of these bylaws.

2. Notwithstanding any other provision of these bylaws, the Corporation will not carry on any activities not permitted by an organization exempt under Section 501(c)(3), Internal Revenue Code, 1986, or the corresponding provision of any future federal law, or organizations whose contributions which are exempt under Section 170(c)(2), Internal Revenue Code, 1986, or the corresponding provision of any future federal law. The Corporation shall have no capital stock, pay no dividends, distribute no part of its net income or assets to any Directors, Officers, and private property of the subscribers, Directors or Officers shall not be liable for the debts of the Corporation.

3. No substantial part of the Corporation's activity shall be for the carrying on of a campaign of propaganda or otherwise attempting to influence legislation. The Corporation shall not participate in any political campaign, will not engage in political campaigns or attempt to influence legislation or interfere with any political campaign on behalf or in opposition to any candidate for public office.

4. In particular, but not without limitation of the generality of the foregoing paragraph, during such time as the Corporation may be considered a private foundation as defined by Section 509(a), Internal Revenue Code, 1986, or the corresponding provision of any future federal law, it shall not:

A. Fail to distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942, Internal Revenue Code, 1986, or the corresponding provision of any future federal law.

B. Engage in any act of self dealing as defined in Section 4941(d), Internal Revenue Code, 1986, or the corresponding provision of any future federal law.

C. Retain any excess business holdings as defined in Section 4943(c), Internal Revenue Code, 1986, or the corresponding provision of any future federal law.

D. Make any investment on such manner as to subject it to tax under Section 4944, Internal Revenue Code, 1986, or the corresponding provision of any future federal law.

E. Make any taxable expenditure as defined in Section 4945(d), Internal Revenue Code, 1986, or the corresponding provision of any future federal law.

ARTICLE IX - Contracts, Checks, Deposits and Funds

1. Contracts: The Board of Directors may authorize, by general resolution, a Director or Directors, an agent or agents, in addition to persons authorized by these bylaws to enter into any contract on behalf of the Corporation.

2. Checks, Drafts and Orders of Payment: All checks, drafts, notes, or orders of payment or other evidence of indebtedness issued in the name of the Corporation shall be signed by the Officer or Board agent such as the Board of Directors may from time to time designate by general resolution of the Board of Directors.

3. Deposits: All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies, of other depositories as the Board of Directors may designate.

4. Gifts: The Directors, collectively or individually, any officer or designated agent may accept gifts, contributions, bequests, or devise of any property on behalf of the Corporation.

5. Loans: No Director, Officer or agent shall have the authority, on behalf to the Corporation, to enter into a loan or any other contract of indebtedness except by unanimous vote in a specific resolution of the Board of Directors. The authority designated by this provision shall be limited to a single and specific instance.

Article X - Statement of Nondiscrimination

The Corporation shall not discriminate against any director, officer, employee, applicant, or participant on the basis of sex, race, color, religion, ethnicity or national origin.

ARTICLE XI - Dissolution

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for payment of all liabilities of the Corporation, including the costs and expenses of such dissolution, dispose of all the assets of the Corporation exclusively for the exempt purposes of the Corporation or distributed to an organization described in Section 501 (c)(3) or 170 (c)(2) of the Internal Revenue Code, 1986 or the corresponding provisions of any future federal law, as shall be selected by the last Board of Directors. None of the assets will be distributed to any officer or director of the Corporation. Any such assets so disposed of shall be disposed of by, and in the manner designated by, the state court having jurisdiction over the matter.

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STATE OF FLORIDA
CORPORATE SERVICES