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SECRETARY OF STATE

ALLAHASSEF ELOBIO

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COVER LETTER

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

SUBJECT: DeFever Cruisers, Inc.				
(PROPOSED CORPORATE NAME - <u>MUST INCLUDE SUFFIX</u>)				
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 CO	OPY REQUIRED	
FROM: Henry W. Haeseker Name (Printed or typed)				
808 Harbour Isles Place				
North Palm Beach, FL 33410 City, State & Zip				
Daytime Telephone number				

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

DFChiefPilot@Gmail.com

E-mail address: (to be used for future annual report notification)

ARTICLES OF INCORPORATION

DeFever Cruisers, Inc.

NOT FOR PROFIT

12 JAN -6 PM 1: 00
SECRETARY OF STATE
FALLAHASSEE FLORING

Article 1 Name: The name of the corporation shall be **DeFever Cruisers, Inc.**

Article 2 Initial Principal Office: 808 Harbour Isles Place, North Palm Beach, FL 33410

Article 3 Purpose: The purpose for which the Corporation is organized is: A social and recreation club for members who own or admire vessels designed by Naval Architect, Arthur De Fever and who share a common interest in cruising. The Corporation is organized for social and recreational purposes under section 501(c)(7) of the Internal Revenue Code. The Corporation shall also be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which corporations not for profit may be incorporated under Chapter 617, Florida Statutes, as amended and supplemented.

<u>Article 4 Manner of Election and Appointment of Directors:</u>

The method of election or appointment of directors shall be as stated in the bylaws.

Article 5 Initial Directors/Officers:

Henry W. Haeseker, Director/President 808 Harbour Isles Place, North Palm Beach, FL 33410

Nancy W. Haeseker, Director/Vice President and Secretary 808 Harbour Isles Place, North Palm Beach, FL 33410

Robert Dein, Director/Treasurer 308 North Nassau Street, Venice, FL 34285

<u>Article 6</u> <u>Effective Date:</u> The Effective Date of Incorporation shall be January 1, 2012.

Article 7 Duration and Dissolution:

The Corporation shall be perpetual. Upon the dissolution of this non-profit Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) or 501(c)(7) of the Internal Revenue Code or corresponding sections 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 organizations as the court shall determine. In no event shall any of such assets or property be distributed to any member, director, or officer of the Corporation, or any private individual.

Article 8 Not For Profit Corporation:

The Corporation shall have all of the powers conferred upon corporations organized pursuant to the provisions of Chapter 617, Florida Statutes, as amended and supplemented. 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 3 hereof. The Corporation is not organized for profit or organized to engage in an activity ordinarily carried on for profit. 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. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c) (7) of the Internal Revenue Code, or corresponding sections of any future federal tax code.

Article 9 Bylaws:

The Directors are authorized to establish bylaws for the Corporation not inconsistent with these Articles of Incorporation, and to amend same from time to time, by majority vote of the Directors then in office.

Article 10 Amendments to Articles of Incorporation:

These Articles of Incorporation may be amended at a meeting of the Board of Directors by a majority vote of the Directors then in office.

Article 11 Indemnification

The Corporation shall and does hereby indemnify and hold harmless every Director and every Officer, and every Volunteer, their heirs, executors and administrators, against all loss, cost and expenses reasonably incurred in connection with any action, suit or proceeding to which such Director, Officer, or Volunteer may be made a party by reason of being or having been a Director, Officer, or Volunteer of the Corporation, including reasonable counsel fees and paraprofessional fees at all levels of proceeding. This indemnification shall not apply to matters wherein the Director, Officer, or Volunteer shall be finally adjudged in such action, suit or proceeding to be liable for or guilty of gross negligence or willful misconduct. The foregoing rights shall be in addition to, and not exclusive of, all other rights to which such Director, Officers, or Volunteers may be entitled.

Article 12 Registered Agent:

Henry W. Haeseker 808 Harbour Isles Place, North Palm Beach, FL 33410

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.

Henry W. Haeseker

1 Jan 2012

Incorporator:

Article 13

Henry W. Haeseker 808 Harbour Isles Place, North Palm Beach, FL 33410

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.

Henry W. Haeseker

1 dan 2012