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Florida Department of State

Division of Corporations **Electronic Filing Cover Sheet** 

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FLORIDA LIMITED LIABILITY CO.

Scubanauts International, LLC

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NOV - 8 2013

T. BROWN

11/6/2013

November 5, 2013

Florida Department of State Division of Corporations 409 East Gaines Street Tallahassee, Florida 32399

Re: Letter Immediately Making Available Name of "SCUBAnauts International"

Dear Sir or Madam:

SCUBAnauts International, Inc. (the "Corporation") changed its name upon filing Amended and Restated Articles of Incorporation with the Florida Department of State on November 5, 2013. At the time of the filing, the undersigned was (and remains) the President of the Corporation. The Corporation hereby gives its permission for SCUBAnauts International, LLC to assume and use the name as a Florida limited liability company, as of the date of the filing of the articles of organization SCUBAnauts International, LLC.

Your assistance in this matter is appreciated. If you have any questions, please do not hesitate to call the Corporation's attorney, Cristin C. Keane, regarding this matter at (813) 229-4211.

Sincerely,

Ben J. Hayes

**₫** 002/006

850-617-6381

11/7/2013 3:42:19 PM PAGE 1/001 Fax Server



November 7, 2013

FLORIDA DEPARTMENT OF STATE
Division of Corporations

CARLTON FIELDS

SUBJECT: SCURANAUTS INTERNATIONAL, LLC

REF: W13000061791

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name designated in your document is unavailable since it is the same as, or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

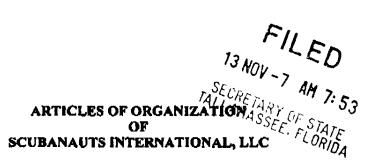
If you have any questions concerning the filing of your document, please call (850) 245-6051.

Teresa Brown Regulatory Specialist II

FAX Aud. #: H13000246379 Letter Number: 613A00025896

13 NOV -7 AM 11: 30
SECRETARY OF STATE
TALLARYSSEE FLORIDA

11/07/2013 16:28 FAX



The undersigned, as the organizing member of a limited liability company under the Florida Limited Liability Company Act, adopts the following Articles of Organization for such limited liability company (the "Company"):

### ARTICLE I

The name of the Company is: SCUBANAUTS INTERNATIONAL, LLC.

#### ARTICLE II Initial Principal Office Street and Mailing Address

The principal office and mailing address of this Company shall be:

26 WEST ORANGE STREET
TARPON SPRINGS, FLORIDA 34689

#### ARTICLE III Injtial Registered Agent and Office

The name of the initial registered agent is BEN J. HAYES, P.A. and the street address of the initial registered office of the Company is 6161 Dr. Martin Luther King Jr. Street North, Suite 205, Saint Petersburg, Florida 33703.

## ARTICLE IV Organizing Member

The name and address of the sole member is:

Name

Address

CWVC / SNI FOUNDATION, INC.

26 WEST ORANGE STREET

TARPON SPRINGS, FLORIDA 34689

ARTICLE V

The Company is organized and shall be operated exclusively for charitable, scientific, and educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The Company shall have all powers now or hereafter granted by law, and in addition therete shall have all powers lawfully necessary or required to carry out its purposes and objects. All of the

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assets or earnings shall be used exclusively for the purposes hereinabove set out, including payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of any individual, and no part of its activities shall be for the carrying on of propaganda or otherwise attempting to influence legislation.

### ARTICLE VI Dissolution

Upon a dissolution of the Company, the residual assets of the Company will be turned over to one or more organizations which are exempt as organizations described in Sections 501(c)(3) and 170 (c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future law, or to the federal, state, or local government for exclusive public purpose.

Dated this 28th day of October, 2013.

Organizing Member:

CWVC/SNI FOUNDATION, INC.,

a Florida corporation

#### ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent and to accept service of process for the Company, at the place designated as the registered office, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties, and is familiar with and accepts the duties and obligations of its position as registered agent.

Dated this 28th day of October, 2013.

**REGISTERED AGENT:** 

Ben J. Hayes, P.A.

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