

FROM  
Division of Corporations

(TUE) 11. 28' 00 14:02/ST. 14:02/NO. 4863333791 P 1

**NOV 28 2000 7:00**

**Florida Department of State  
Division of Corporations  
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**FLORIDA NON-PROFIT CORPORATION**

**The Institute of Atmospheric and Marine Studies, Inc**

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**ARTICLES OF INCORPORATION  
OF  
THE INSTITUTE OF ATMOSPHERIC AND MARINE STUDIES, INC.  
A FLORIDA NOT-FOR-PROFIT CORPORATION**

The undersigned, acting as incorporator of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation of such corporation:

**ARTICLE I - NAME**

The name of the corporation shall be:

**THE INSTITUTE OF ATMOSPHERIC AND MARINE STUDIES, INC.**

**ARTICLE II - PRINCIPAL PLACE OF BUSINESS  
AND MAILING ADDRESS**

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

**THE INSTITUTE OF ATMOSPHERIC AND MARINE STUDIES, INC.  
c/o Unity Church of Sarasota  
800 Coconut Ave.  
Sarasota, FL 34236**

**ARTICLE III - PURPOSE**

The purposes for which the corporation is organized are exclusively for charitable, religious, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future United States Internal Revenue Law) (hereinafter the "Code"), including, for such purposes, but not limited to, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code.

Notwithstanding any other provisions of these Articles of Incorporation, the corporation shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code or (b) by a corporation, contributions to which are deductible under Section 170(e)(2) of the Code.

**ARTICLE IV - POWERS**

The corporation shall have all powers conferred upon not-for-profit corporations organized under Chapter 617 of the Florida Statutes and any successor provisions thereto now enacted or hereafter amended but shall exercise such powers only in fulfillment of its above-stated purposes.

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The corporation shall not engage in any of the following activities:

(1) The corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of (or in opposition to) any candidate for public office.

(2) No substantial part of the activities of the corporation shall consist of carrying on propaganda, or otherwise attempting, to influence legislation; provided, however, that this provision shall not apply to activities consisting of carrying on propaganda, or otherwise attempting, to influence legislation, to the extent the corporation has made an election pursuant to and remains in compliance with the restrictions of Section 501(h) of the Code.

(3) No dividends shall be paid and no part of the net earnings of the corporation shall inure to the benefit of any private individual within the meaning of Section 501(c)(3) of the Code.

At any time when the corporation is or becomes a "private foundation" within the meaning of Section 509(a) of the Code and Section 617.0835 of the Florida Statutes, the following additional limitations on the corporation's activities shall apply:

(1) The corporation shall 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 of the Code.

(2) The corporation shall not engage in any act of self-dealing as defined by Section 4941(d) of the Code.

(3) The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Code.

(4) The corporation shall not make any investments in such manner as to subject it to the tax under Section 4944 of the Code.

(5) The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Code.

#### ARTICLE V - MEMBERS AND BOARD OF DIRECTORS

The corporation shall not have members. The affairs of the corporation shall be managed by the Board of Directors. The number of and manner in which the directors are elected or appointed shall be that they are appointed shall be set forth in the Bylaws of the corporation.

#### ARTICLE VI- REGISTERED AGENT

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

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DR. RALPH P. LEBKUECHER  
c/o Unity Church of Sarasota  
800 Coconut Avenue  
Sarasota, FL 34236

**ARTICLE VII - INCORPORATOR**

The name and street address of the incorporator for these Articles of Incorporation is:

DR. RALPH P. LEBKUECHER  
c/o Unity Church of Sarasota  
800 Coconut Avenue  
Sarasota, FL 34236

**ARTICLE VIII - DISSOLUTION AND LIQUIDATION**

The corporation may be dissolved upon the adoption of a plan to dissolve in the manner now or hereafter provided in the Florida Statutes. In the event of dissolution of the corporation, no liquidating or other dividends and no distribution of property owned by the corporation shall be declared or paid to any private individual, but the net assets of the corporation shall be distributed as follows:

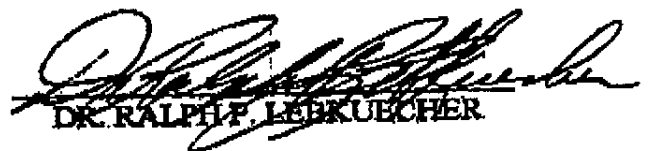
(1) All liabilities and obligations of the corporation shall be paid, satisfied and discharged, or adequate provision shall be made therefor;

(2) Remaining assets shall be distributed to one or more organizations described in Section 501(c)(3) of the Code, as determined in the plan to dissolve adopted in the manner set forth above in this Article IX.

**ARTICLE IX - AMENDMENT**

These Articles may be amended in the manner now or hereafter provided in the Florida Statutes.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 27 day of November, 2000.

  
DR. RALPH P. LEBKUECHER

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**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Sections 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is:

**THE INSTITUTE OF ATMOSPHERIC AND MARINE STUDIES, INC.**

2. The name and address of the registered agent and office is:

**DR. RALPH P. LEBKUECHER**  
c/o Unity Church of Sarasota  
800 Coconut Avenue  
Sarasota, FL 34236

Having been named as Registered Agent and to accept service of process for the above stated corporation at the place designated in this Certificate, I hereby accept the appointment as Registered Agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.

  
DR. RALPH P. LEBKUECHER

Date: 11/27/00

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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