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BENJAMIN Y. SAXON
RAYMONDA CHAKHTOURA

November 17, 2000

Florida Department of State
Post Office Box 6327
Tallahassee, FL 32314

Attn: Division of Corporations

200003488702--4
-12/06/00--01013--002
*****78.75 *****78.75

Re: Indian River Dolphin Watch, Inc.

Dear Sirs:

Enclosed please find the original and one (1) copy of the Articles of Incorporation of the above-named corporation for filing. Also enclosed you will find our check in the amount of \$ 78.75 to cover the following fees:

Filing Fee	\$ 35.00
Certified Copy	8.75
Registered Agent	35.00
TOTAL	\$ 78.75

Please return the certified copy and proof of filing to this office in the enclosed stamped, self-addressed envelope.

Thank you for your attention to this request.

Very truly yours,

SAXON & CHAKHTOURA, P.A.
Attorneys and Counselors at Law

BENJAMIN Y. SAXON, II

BYS/css
Enclosures

FILED
00 DEC - 6 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BROWN DEC - 6 2000

**ARTICLES OF INCORPORATION
OF
INDIAN RIVER DOLPHIN WATCH, INC.**

FILED
00 DEC -6 AM 9:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned persons, acting as incorporators of a corporation not for profit under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation is **INDIAN RIVER DOLPHIN WATCH, INC.**

ARTICLE II

The corporation shall have perpetual duration.

ARTICLE III

The corporation is a not for profit corporation. The purposes for which the corporation is organized are:

(a) The specific and primary purposes for which this corporation is formed are to operate for the advancement of religion, charity, science and education and for other charitable purposes, for the study of dolphins in the Indian River Lagoon, including, but not limited to, the registration of the number of dolphins, their births and deaths, their illnesses, their injuries, and their daily habits, and to provide said information to the Florida Game & Fresh Water Fish Commission and any other governmental agencies that request such information.

(b) The general purpose for which this corporation is formed are to operate exclusively for such religious, charitable, scientific, literary, and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax exempt organizations under that Code.

(c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE IV

The corporation is organized upon a nonstock basis as defined in Section 617.011 of the Florida Statutes. The corporation shall have a membership distinct from the board of directors. The authorized number and qualifications of the members of the corporation, the mannerr of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be as regulated in the bylaws.

ARTICLE V

The street address of the initial registered office of this corporation is 2365 Pineapple Avenue, Melbourne, County of Brevard, State of Florida, 32935. The name of its initial registered agent at such address is Robert E. Chenoweth.

The mailing address of this corporation is 2365 Pineapple Avenue, Melbourne, Florida, 32935.

ARTICLE VI

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be three (3); provided, however, that such number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

The directors named herein as the first board of directors shall hold office until the first meeting of members, at which time an election of directors shall be held.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the second annual meeting of members following the election of directors and until the qualification of the successors in office. Annual meetings shall be held at 3:00 P.M. on the second Wednesday in January of each year at the principal office of the corporation, or at such other place or places as the board of directors may designate from time to time by resolution.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a

meeting, if all the members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action so taken shall state that the action was unanimous written consent of the board of directors without a meeting and that the articles of incorporation of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

ARTICLE VII

The names and residential addresses of the persons who are to serve as the initial directors are:

NAME	RESIDENTIAL ADDRESS
Joe Brett	300 East Nasa Boulevard Melbourne, FL 32901
Edwin Serrano	55 East Nasa Boulevard Melbourne, FL 32901
Diane Hutchings	4341 Maxwell Drive Melbourne, FL 32935

ARTICLE VIII

The name and address of each incorporator is:

NAME	RESIDENTIAL ADDRESS
Robert E. Chenoweth	2365 Pineapple Avenue Melbourne, FL 32935

ARTICLE IX

The board of directors shall elect the following officers: President, Secretary and Treasurer, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the board of directors. Until such election is held, the following persons shall serve as corporate officers:

NAME	RESIDENTIAL ADDRESS	TITLE
Robert E. Chenoweth	2365 Pineapple Avenue Melbourne, FL 32935	President/ Secretary

ARTICLE X

Subject to the limitations contained in the bylaws and any limitations set forth in the Not For Profit Corporation Act of Florida described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth in the bylaws.

ARTICLE XI

The property of this corporation is irrevocably dedicated to religious, charitable, and educational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

ARTICLE XII

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for religious, charitable or educational purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

ARTICLE XIII

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two-thirds of a quorum of members of the corporation.

I, the undersigned, being the incorporator of this corporation, for the purpose of forming this not for profit charitable corporation under the Laws of Florida, do make, subscribe, acknowledge, and file these articles of incorporation hereby declaring and certifying that the facts herein stated are true.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 17th day of November, 2000.


ROBERT E. CHENOWETH

STATE OF FLORIDA

COUNTY OF BREVARD

FILED
00 DEC -6 AM 9:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BEFORE ME, the undersigned authority duly authorized to administer oaths in the State of Florida, personally appeared the following subscriber: **ROBERT E. CHENOWETH**, who: (check one)
☒ is personally known to me or ☐ has produced _____ as identification, and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purposes therein expressed.

WITNESS my hand and official seal in the County and State aforesaid this 17th day of November, 2000.



Patricia Lea Thompson
Commission # 00835065
Expires June 24, 2003
Bonded Through
Atlantic Bonding Co., Inc.

Patricia L Thompson
(Signature of Notary Public)
PATRICIA L THOMPSON
(Typed Name of Notary Public)

My Commission Expires:

ACCEPTANCE BY DESIGNATED REGISTERED AGENT

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.

DATED: 17th November, 2000.

Signature: Robert E. Chenoweth

ROBERT E. CHENOWETH
Registered Agent