LAW OFFICES

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Attorneys and Counselors At Law

Reply to: Cocoa Post Office Box

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August 26, 2002

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Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

SUBJECT: BREVARD COUNTY NON MOTORIZED WATER SPORTS

ASSOCIATION, INC

Dear Sir or Madam:

Enclosed is the original and one (1) copy of the Articles of Incorporation for the above proposed Florida corporation, together with my check in the amount of \$78.75, for payment of the incorporation fee. Please file the enclosed Articles and return a certified copy to me. Thank you for your assistance in this matter.

Sincerely

Mitchell S. Goldman

MSG:kje Enclosures FILED

02 AUG 28 AM 8: 43

SECRETARY STATE TALLAHASSEE FLORIDA

ARTICLES OF INCORPORATION OF BREVARD COUNTY NON MOTORIZED WATER SPORTS ASSOCIATION, INC.

(A Corporation Not for Profit)

We, the undersigned residents of the State of Florida, being eighteen (18) or more years of age, do hereby associate ourselves together for the purpose of forming a corporation not for profit, under the laws of the State of Florida, pursuant to the following Articles of Incorporation:

ARTICLE I

Name

The name of this corporation is: BREVARD COUNTY NON MOTORIZED WATER SPORTS ASSOCIATION, INC.

ARTICLE II

Principal Office

The mailing and street address of the principal office of the corporation is 3901 N. Atlantic Avenue, Cocoa Beach, Florida, 32931. The name of the initial registered agent of the corporation is Mitchell S. Goldman, 96 Willard Street, Suite 302, Cocoa, Florida, 32922.

ARTICLE III

Statement of Corporate Nature

This corporation is organized exclusively for promotion of non motorized water sports in Brevard County, Florida purposes within the meaning of section 501 (c)(7) of the Internal Revenue Code of 1986 (or corresponding section of any future Federal tax code) and within the provision of Chapter 617, Florida Statutes.

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

ARTICLE IV

Duration

The period of duration of this corporation not for profit shall be perpetual.

ARTICLE V

General and Specific Purposes

The specific and primary purposes for which this corporation is formed is to: Promote non motorized water sports recreation uses in Brevard County, Florida.

ARTICLE VI

Member corporation

This corporation shall be a non-member corporation.

ARTICLE VII

Non Stock Corporation

This corporation shall be non stock and no dividends or pecuniary profits shall be declared or paid to the members thereof.

ARTICLE VIII

Subscriber

The name and address of the subscriber of this corporation is as follows:

NAME

<u>ADDRESS</u>

Mitchell S. Goldman

96 Willard Street. Suite 302

Cocoa, Florida 32922

ARTICLE IX

Directors

The number of directors constituting the initial board of directors is three (3) and the name and address of the persons who are to serve initially are as follows:

David Spain

3901 N. Atlantic Avenue, Cocoa Beach,

Florida, 32931

Jerry Sansom

3901 N. Atlantic Avenue, Cocoa Beach,

Florida, 32931

Dennis Beek

3901 N. Atlantic Avenue, Cocoa Beach,

Florida, 32931

The number of directors may be changed from time to time by the By-Laws; provided the number of directors is not reduced below three (3) directors. The By-Laws shall set forth the method of election of Directors.

ARTICLE X

By-Laws

The By-Laws of this corporation shall be approved by a majority vote of the Board of Directors. The By-Laws may be amended or rescinded in the same manner.

ARTICLE XI

Amendment to Articles

The Articles of Incorporation may be amended by a majority vote of the Board of Directors.

ARTICLE XII

Dissolution

Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding section of any future federal tax code, or shall be distributed to the Federal, 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 organization is then located, exclusively for such purposes.

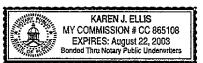
IN WITNESS WHEREOF, the undersigned incorporator has hereunto set his hand and hereby executes the foregoing Articles of Incorporation under the laws of the State of Florida this August 22, 2002.

Mitchell S. Goldman

STATE OF FLORIDA COUNTY OF BREVARD

The foregoing Articles of Incorporation were acknowledged before me this August ________, 2002, by Mitchell S. Goldman, who x is personally known to me or \(\sigma \) has produced as identification.

NOTARY PUBLIC



CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED AGENT AND STREET ADDRESS FOR SERVICE OF PROCESS

Pursuant to Section 48.091, Florida Statutes, BREVARD COUNTY NON MOTORIZED WATER SPORTS ASSOCIATION, INC. hereby designates Mitchell S. Goldman at 96 Willard Street, Cocoa, Florida 32922, as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.

BREVARD COUNTY NON MOTORIZED WATER SPORTS ASSOCIATION, INC., a Florida Not For Profit Corporation

By

Mitchell S. Goldman, Subscriber

ACCEPTANCE OF DESIGNATION

I hereby accept the foregoing designation as registered agent of BREVARD COUNTY NON MOTORIZED WATER SPORTS ASSOCIATION, INC. for service of process within the State of Florida.

Mitchell S. Goldman

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SECRETARY OF STATE TALLAHASSEE, FLORIDA