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TALLAHASSEE, FLORIDA

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Amended & Restarted

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: MARITIME SECURITY INSTITUTE, INC.

DOCUMENT NUMBER: _____

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

KENNETH P. BERGQUIST

(Name of Contact Person)

MARITIME SECURITY INSTITUTE, INC.

(Firm/ Company)

3471 N. FEDERAL HWY., STE. 508

(Address)

FORT LAUDERDALE, FL 33306

(City/ State and Zip Code)

For further information concerning this matter, please call:

JOHN BANNER

(Name of Contact Person)

at (954)

653 - 4900

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
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(Additional copy is
enclosed)

☒ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32399

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
MARITIME SECURITY INSTITUTE, INC.,
A FLORIDA NOT-FOR-PROFIT CORPORATION**

**FILED
05 SEP -8 PM 3:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned, acting as the incorporator of the Maritime Security Institute, Inc., under the Florida Not-For-Profit Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I.

NAME

The name of this corporation (the "Corporation") is the Maritime Security Institute, Inc.

ARTICLE II.

ADDRESS

The mailing and street address of the principal office of the Corporation shall be:

3471 N. Federal Highway, Suite 508
Fort Lauderdale, Florida 33306

ARTICLE III.

INITIAL REGISTERED OFFICE AND AGENT

The street address of the Company's registered office shall be Kenneth P. Bergquist, Esq., 444 29th Street, West Palm Beach, FL 33407, and the registered agent for the Company at that address shall be Kenneth P. Bergquist, Esq.

ARTICLE IV.

PURPOSES AND POWERS

The purposes for which this Corporation is organized under the Florida Not-For-Profit Act is to effect the education and training of persons in any and all aspects of maritime security and to undertake any other lawful purpose or purposes not specifically prohibited to corporations under other laws of this state. The Corporation is specifically prohibited from making any distribution of profit or income to its members, trustees, officers or others.

ARTICLE V.
INCORPORATORS

The name and street address of the incorporators to these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
John Banner	3471 N. Federal Highway Suite 506 Fort Lauderdale, Florida 33306

ARTICLE VI.
ELECTION OR APPOINTMENT OF BOARD OF TRUSTEES

A Board of Trustees shall govern the Corporation. There shall be three Trustees of the Corporation who shall have all the powers authorized to a board of directors under the Florida Not-For-Profit Act and who shall be initially appointed by the incorporator. The initial Trustees of the Corporation shall serve terms of three, four and five years, respectively. Thereafter, the terms of the Trustees shall be three years. Trustee vacancies shall be filled by election by the remaining Trustees. Trustees must be unanimously elected.

ARTICLE VII.
ELECTION OR APPOINTMENT OF MEMBERS

The Corporation may admit Members upon approval of the Board of Trustees. Memberships are not transferable. Membership may be terminated in accordance with the Corporation's bylaws, as amended from time to time.

Without the express written authority of the Board of Trustees, no Member of the Corporation can be an agent of the Corporation or has the authority to (i) bind the Corporation, (ii) enter into contracts, and (iii) enter into any transactions or otherwise make any commitments on behalf of the Corporation.

ARTICLE VIII.
DISTRIBUTIONS

No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes, and no member, trustee, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any

of the corporate assets on dissolution of the Corporation. 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 publication 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 (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contribution to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IX.
DISSOLUTION

Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to one or more charitable, religious, scientific, testing for public safety, literary, or educational organizations which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended, or 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 the Court of Common Pleas of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation on September 6, 2005.

By:


Kenneth Bergquist, President

**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/OFFICE
OF
MARITIME SECURITY INSTITUTE, INC.**

PURSUANT TO THE PROVISIONS OF SECTIONS 617.0202 AND 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/ REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is the Maritime Security Institute, Inc.
2. The name and address of the registered agent and office is Kenneth P. Bergquist, Esq., c/o Kenneth P. Bergquist, Esq., 444 29th Street, West Palm Beach, FL 33407.

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.



(Signature)

September 6, 2005

MARITIME SECURITY INSTITUTE, INC.

Pursuant to the provisions of section 617.1006, Florida Statutes, this ***Florida Not For Profit Corporation*** adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

PLEASE SEE ATTACHED

The date of adoption of the amendment(s) was: 6 SEPTEMBER 2005

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- ☐ The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signature _____

(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

KENNETH P. BERGQVIST

(Typed or printed name of person signing)

PRESIDENT

(Title of person signing)

FILING FEE: \$35