

N05000007616

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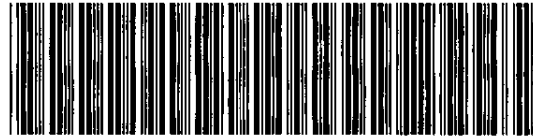
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Amended & Restated

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: **Community Maritime Park Associates, Inc.**

DOCUMENT NUMBER: **N05000007616**

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

Please return all correspondence concerning this matter to the following:

Lisa S. Minshew

(Name of Contact Person)

Lisa S. Minshew, PA

(Firm/ Company)

433 E. Government Street

(Address)

Pensacola, FL 32502

(City/ State and Zip Code)

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Lisa S. Minshew

(Name of Contact Person)

at **850 434-6859**

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input type="checkbox"/> \$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 32301

FILED

THIRD AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
COMMUNITY MARITIME PARK ASSOCIATES, INC. OF STATE
A FLORIDA CORPORATION NOT FOR PROFIT
FLORIDA

The undersigned individual, the duly appointed Chairman of the Board of Trustees of COMMUNITY MARITIME PARK ASSOCIATES, INC. (the "Corporation"), a corporation not for profit under the provisions of Chapter 617, Florida Statutes, hereby presents these Second Amended and Restated Articles of Incorporation. These Third Amended and Restated Articles of Incorporation were unanimously adopted by the Trustees of the Corporation on the 19th day of March, 2014.

The original Articles of Incorporation, filed with the Florida Secretary of State on July 26, 2005, as Amended and Restated on January 24, 2007 and March 12, 2010, are hereby further amended and restated to read as follows:

ARTICLE I - NAME AND PRINCIPAL OFFICE

The name of the Corporation is Community Maritime Park Associates, Inc., and the principal office and mailing address of the Corporation is 222 West Main Street, Pensacola, Florida 32502.

ARTICLE II - PURPOSES

The Corporation is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (hereinafter the "Code"), and in furtherance of such charitable purposes, the Corporation will operate for the benefit of and carry out the public purposes of the City of Pensacola, Florida, and for such exclusively public purposes will undertake the development, improvement and operation of public amenities, public spaces and coordinating private economic development strategies on real property in the City of Pensacola, Escambia County, Florida, generally described in the following manner: Approximately 31 acres, bordered by Pensacola Bay on the south, Main Street on the north, and as extended, DeVilliers Street on the west and Spring Street on the east. In carrying out such purposes, the Corporation will coordinate public and private economic development strategies for promoting, encouraging and assisting with employment, educational opportunities and economic development in the City of Pensacola, all in furtherance of the development and social welfare of the area and its residents.

ARTICLE III - MEMBERSHIP

This Corporation shall have no members.

ARTICLE IV - TERM OF EXISTENCE

The term of existence of the Corporation shall be perpetual until terminated pursuant to these Articles of Incorporation, Bylaws adopted by the Corporation, and applicable law.

ARTICLE V - OFFICERS

The Corporation shall have such officers as the Board of Trustees of the Corporation shall in its discretion determine necessary or appropriate for accomplishing the objectives of the Corporation.

ARTICLE VI - BOARD OF TRUSTEES

The affairs of this Corporation not for profit shall be managed by a Board of Trustees. This Corporation shall have twelve (12) Trustees, a majority of whom shall be residents of the City of Pensacola, and one or more of whom may be members of the City Council of the City of Pensacola, Florida. The number of Trustees may be increased or decreased from time to time by the Bylaws of the Corporation, but shall never be less than seven (7). The Trustees shall be appointed or replaced as provided in the Bylaws, subject, however, to the following: All Trustees in office at the effective date of these Third Amended and Restated Articles of Incorporation shall continue to serve the balance of their appointed term. The Trustees shall be appointed for a term of three (3) years.

ARTICLE VII - AMENDMENT

The Corporation reserves the right to amend these Second Amended and Restated Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Trustees and any officers named by the Trustees are subject to this reservation.

ARTICLE VIII- BYLAWS

The bylaws of the Corporation are to be made, altered, amended, or repealed by the Board of Trustees at a regular or special meeting of the Board of Trustees.

ARTICLE IX - DISTRIBUTION ON DISSOLUTION

Upon dissolution of the Corporation, or the winding up of its affairs, the assets of the Corporation shall be distributed to the City of Pensacola, Florida. No trustee or officer of the Corporation, nor any private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

ARTICLE X - INDEMNIFICATION

Pursuant to the provisions of Sections 617.0831 and 607.0850, Florida Statutes, as such sections now exist and may hereafter be amended, the Corporation shall indemnify an officer or Trustee of the Corporation who was or is a party to any proceeding by reason of serving as an officer or Trustee to the fullest extent provided by law.

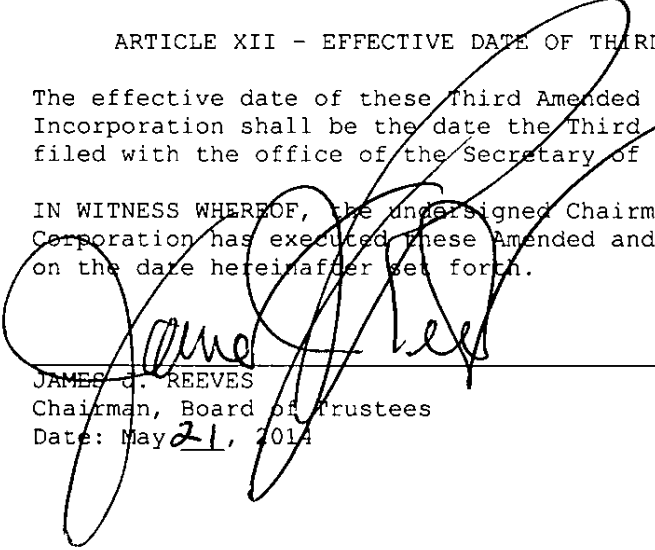
ARTICLE XI - REGISTERED OFFICE AND AGENT

The street address of the registered office of this Corporation shall be 222 West Main Street, Pensacola, Florida 32502, and the name of the registered agent of this Corporation at that address shall be Edward E. Spears.

ARTICLE XII - EFFECTIVE DATE OF THIRD AMENDED AND RESTATED ARTICLES

The effective date of these Third Amended and Restated Articles of Incorporation shall be the date the Third Amended and Restated Articles were filed with the office of the Secretary of State of the State of Florida.

IN WITNESS WHEREOF, the undersigned Chairman of the Board of Trustees of the Corporation has executed these Amended and Restated Articles of Incorporation on the date hereinafter set forth.



JAMES D. REEVES
Chairman, Board of Trustees
Date: May 21, 2014