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SECRETARY OF STATE
TALLAMASCEE PLORIBA

05 SEP 14 PN 12: 24



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COVER LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

SUBJECT: Still water Research Ground INC. (PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)				
STO.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	S78.75 Filing Fee & Certified Copy	\$87.50 Filing Fee, Certified Copy & Certificate	
FROM: Thomas R. Cuha Name (Printed or typed) 447 3d Av No Suite 309 Address				
	57 Paters & City,	Address 1		

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

SECRETARY OF STATE TALLAHASSEF, FLORIDA 05 SEP 14 PM 12: 24

OF

STILLWATER RESEARCH GROUP, INC.



In compliance with the requirements of F.S. Chapter 617, the undersigned, being a natural person, does hereby act as an incorporator in adopting and filing the following Articles of Incorporation for the purpose of organizing a business corporation.

ARTICLE I. NAME

The name of the corporation ("Corporation") is Stillwater Research Group, Inc.

ARTICLE II. ADDRESS

The address of the principal office of the Corporation is 447 3rd Av No, Suite 309, St. Petersburg, FL 33701.

ARTICLE III. SPECIFIC PURPOSE

The purpose of this corporation is to provide an entity through which its members may pursue individual or collective research efforts in the fields of environmental management, environmental education, and environmental or ecological restoration or research. These general topics include research into methods for the conduct or monitoring of these areas of research and other ancillary or related research topics deemed to further the practice of environmental restoration, education, and management. Such purpose shall specifically include the monitoring of fish and invertebrate populations on artificial and natural reefs. Such purpose shall specifically include the conduct of educational events or the promulgation of educational materials. Membership is limited to the employees of Delta Seven Inc, a Florida Corporation.

ARTICLE IV. BOARD OF DIRECTORS, ELECTIONS

The Board of Directors shall be elected by popular vote from the members, as provided in the bylaws. Elections are to take place annually, electing one third or portion thereof to three year terms. Officers are to be elected by popular vote of the Board Members.

ARTICLE V. BOARD OF DIRECTORS, NAMES

The initial board of directors shall consist of three members. The number of directors may be either increased or decreased from time to time as provided in the bylaws, but shall never be less than one. The names and addresses of the persons who will serve on the initial board of directors are:

Name	Name	Name
Thomas R. Cuba	Amanda Weinkauf	Lauren Waters
Address	Address	Address
3655 40 th St So, Apt G St. Petersburg, FL 33711	842 Ameila Ct NE St. Petersburg, FL 33702	6781 68 th St Pinellas Park, FL 33781

ARTICLE VI. INITIAL REGISTERED AGENT

The name and street address of the person (initial registered agent) signing these Articles of Incorporation is:

Name	Address
Thomas Robert Cuba	3655 40 th St So, Apt G St. Petersburg, FL 33711

ARTICLE VII. INCORPORATOR

The name and street address of the person (incorporator) signing these Articles of Incorporation is:

Name	Address	
Thomas Robert Cuba	3655 40 th St So, Apt G St. Petersburg, FL 33711	

ARTICLE VIII. BYLAWS

The members may adopt, alter, amend, or repeal bylaws which the board of directors shall implement. The board of directors may adopt, alter, amend, or repeal bylaws subject to ratification by the members and as specifically provided for in the bylaws.

ARTICLE IX. NET EARNINGS

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the

purposes set forth in Article Third hereof. 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 publishing or distribution of statements) any political campaign on behalf of or in opposition to 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, contributions 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 X. DISSOLUTION OF ASSETS

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed 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 a Court of Competent Jurisdiction 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.

ARTICLE XI. EFFECTIVE DATE

The existence of the Corporation will commence on September 9, 2005. The term of existence of the Corporation is perpetual.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept this appointment as registered agent to act in this capacity.

Thomas R. Cuba, registered agent this <u>7</u>th day of <u>7</u>, 2005.

Thomas R. Cuba, incorporator this <u>7</u>th day of <u>7</u>, 2005.