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MRS
9/29

COVER LETTER

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

SUBJECT: Florida Boating Foundation, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Mr. David Ray
Name (Printed or typed)

7800 SW 57th Avenue, Suite 302
Address

South Miami, Florida 33143
City, State & Zip

305-663-1911
Daytime Telephone number

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

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TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
FLORIDA BOATING FOUNDATION, INC.**

The undersigned natural person, competent to contract, acting as Incorporator, for the purpose of forming a corporation under the Florida Not For Profit Act (the "Act"), Chapter 617 of Florida Statutes, adopts the following Articles of Incorporation for such corporation.

**Article I
Name**

The name of the Corporation is FLORIDA BOATING FOUNDATION, INC.

**Article II
Principal Place of Business and Mailing Address**

The principal place of business and the mailing address of the Corporation shall be 7800 Southwest 57th Avenue, Suite 302, South Miami, Florida 33143.

**Article III
Purposes**

The Corporation is organized and shall be operated exclusively for scientific, charitable, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code") as now in effect or as may hereafter be amended.

- a) To engage in any lawful activity not for pecuniary profit permitted under the laws of the United States and the State of Florida including the making of distributions to public and private organizations as necessary to further the purposes of the Corporation. Provided, however, and notwithstanding the generality of the foregoing, the Corporation shall be operated exclusively for scientific, charitable and educational purposes within the meaning of Section 501(c)(3) of the Code as now in effect or as may hereafter be amended. The Corporation shall not carry on any activity not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Code or the corresponding provision of any future United States law.
- b) More particularly, the Corporation is organized to conduct and/or promote programs to educate the general public in matters of boating safety, hurricane preparedness, manatee awareness, care and preservation of the environment; to provide educational

opportunities through awards of student grants or scholarships; and to provide disaster relief assistance.

Article IV

Manner of Election of Directors

The Board of Directors shall be vested with the management and control of the affairs of the Corporation. There shall be at least three Directors, who shall be elected or appointed as provided by the By-Laws. A majority of the Board of Directors shall at all times consist of individuals appointed by the Marine Industries Association of Florida, Inc.

Article V

Limitation of Corporate Powers

The corporate powers of this Corporation are as provided in Sections 617.0302 and 617.0303, Florida Statutes, as now in effect or as may hereafter be amended, except insofar as such powers are inconsistent with the qualification or continued qualification of the Corporation as an organization exempt from tax under Section 501(c)(3) of the Code (or the corresponding provision of any future United States tax laws).

Article VI

Initial Directors

The names and addresses of the Directors who are to manage all of the affairs of the Corporation until the next appointment or first election under these Articles of Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Joe H. Lewis	148 Charles Avenue Mt. Dora, Florida 32757
Mike Kieffer	10521 SW Village Center Dr, Suite 103 Port St. Lucie, Florida 34987-1909
Frank Donohoe	8241 Parkstone Place Suite 304 Naples, Florida 34120
Patience Cohn	11111 Biscayne Boulevard Miami, Florida 33181
David Ray	7800 SW 57 th Avenue Suite 302 South Miami, Florida 33143

**Article VII
Incorporator**

The name and address of the incorporator hereof is as follows:

<u>NAME</u>	<u>ADDRESS</u>
David Ray	7800 Red Road, Suite 302 South Miami, Florida 33143

**Article VIII
Initial Registered Agent and Street Address**

The street address of the Corporation's initial registered office, and the name of the Corporation's initial registered agent at that address shall be:

David Ray
7800 Red Road, Suite 302
South Miami, Florida 33143

**Article IX
Operations of Corporation**


Provisions for the regulation of the internal affairs of the Corporation, including provisions for distribution of assets on final dissolution or final liquidation, are as follows:

- a) No part of the net earnings of this Corporation shall be distributed to or inure to the benefit of, any private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation to effect one or more of its purposes and payments and distributions may be made in furtherance of the purposes of this Corporation. Except as above provided, the Corporation shall not afford pecuniary gains, incidentally or otherwise, to its members, directors, officers, or other private persons. No substantial part of the activities of the Corporation shall be to carry on propaganda, or otherwise attempt to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distributing of statements, any political campaign on behalf of or in opposition to any candidate for public office.
- b) During any period, or periods, of time for which the Corporation is treated as a "private foundation" pursuant to Section 509 of the Code, the Directors must make distributions at such time and in such manner so as not to subject the Corporation to tax under Section 4942 of the Code, and the Corporation is

prohibited from engaging in any act of self-dealing (as defined in Section 4941(d) of the Code), from investing in or retaining any excess business holdings (as defined in Section 4943(c) of the Code) which would subject the Corporation to tax under Section 4943 of the Code, from making any investments or otherwise acquiring assets in such manner so as to subject the Corporation to tax under Section 4944 of the Code, from retaining any assets which would subject the Corporation under Section 4944 of the Code if the Directors have acquired such assets, and from making any taxable expenditures (as defined in Section 4945(d) of the Code).

- c) Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities no permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code (or the corresponding provision of any future United States tax laws) or (b) by a corporation, contributions to which are deductible under Section 170(2)(c) of the Code (or the corresponding provision of any future United States tax laws).
- d) The period of existence of this Corporation is perpetual.
- e) Upon the dissolution of the Corporation, all the assets shall be distributed for one or more exempt purposes, within the meaning of Section 501(c)(3) of the Code (or the corresponding provision of any future United States tax laws), or shall be distributed to the Federal government, or to a state or local government, for a public purpose.

IN WITNESS WHEREOF, the undersigned subscribes these Articles of Incorporation this _____ day of September, 2005.



David Ray

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SECRETARY OF FLORIDA
TALLAHASSEE, FLORIDA
05 SEP 28 AM 8:46

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

The undersigned hereby accepts appointment as registered agent of this Corporation, pursuant to Section 617.0501, Florida Statutes.



David Ray