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***** 407 418 6554- *****
 Division of Corporations page 1 of 1

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RECEIVED
 08 JUL 29 PM 2:33
 DIVISION OF CORPORATION
 RE-FAX
 OF CORRECTED
 ARTICLES OF
 INCORPORATION
 (7/29/08)

FLORIDA PROFIT/NON PROFIT CORPORATION
 Corporation
 Surfing's Evolution & Preservation Company

Certificate of Status	0
Certified Copy	1
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6

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July 29, 2008

FLORIDA DEPARTMENT OF STATE
Division of Corporations

GRAYROBINSON, P.A.

SUBJECT: SURFING'S EVOLUTION & PRESERVATION COMPANY
REF: W08000035643

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation. ✓

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws. ✓

Please remove the term "manager", throughout the document, and replace it with the term "director". ✓

If you have any further questions concerning your document, please call (850) 245-6933.

Dale White
Regulatory Specialist II
New Filing Section

FAX Aud. #: E08000182707
Letter Number: 108A00043583

P.O BOX 6327 - Tallahassee, Florida 32314

Received Time Jul. 29. 1:00PM

**ARTICLES OF INCORPORATION
OF
SURFING'S EVOLUTION & PRESERVATION CORPORATION**

The undersigned hereby associate themselves to form a corporation not for profit under Chapter 617 of the Florida Statutes, and, for these purposes, do hereby adopt the following Articles of Incorporation.

ARTICLE 1 - NAME

The name of the corporation shall be **SURFING'S EVOLUTION & PRESERVATION CORPORATION** (the "Corporation").

ARTICLE 2 - PURPOSES

The Corporation is organized, and shall at all times following the effective date of its incorporation operate, exclusively for the purpose of ensuring the preservation of surfing, the beaches and the environment, and for the purposes of educating the general public regarding the same, as well as regarding beach safety, coastal pollution and beach ecology. The Corporation also will fund and support lifeguards, the development of artificial reefs and other entities, the activities of which are similar to or associated with the Corporation's activities, and which are also exempt under Section 501(c)(3) of the Code and the applicable rules and regulations thereunder. In no event shall this Corporation engage in any activity which would be contrary to the purposes and activities: (1) permitted to be engaged in by any organization, the activities of which are exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"); or of a Corporation, contributions to which are deductible under Section 170(c)(2) of the Code and the applicable rules and regulations thereunder. The Corporation is organized to serve public interests. Accordingly, it shall not be operated for the benefit of private interests.

ARTICLE 3 - POWERS

The Corporation shall have all the powers granted to not for profit corporations under the laws of the State of Florida which are necessary or convenient to effect any and all purposes for which the Corporation is organized. In no event, however, shall the Corporation have or exercise any power which would cause it not to qualify as a tax exempt organization under Section 501(c)(3) or Section 170 of the Code of 1986. Further, the Corporation shall not have or execute any power which would cause it not to satisfy the requirements of Section 509(a)(1) or Section 509(a)(2) of the Code.

ARTICLE 4 - RESTRICTIONS

Provided, however, that: (i) no part of the net earnings of the Corporation shall inure to the benefit of any private individual; (ii) no substantial part of the Corporation's activities shall consist of carrying on propaganda or otherwise attempting to influence legislation; (iii) the

Corporation shall not participate or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office, nor shall the Corporation engage in subversive activities; (iv) the Corporation shall not conduct its business or affairs in such a manner as to discriminate against any person on the basis of race, color, religion, sex, or age; (v) the Corporation shall not be operated for the primary purpose of carrying on an unrelated trade or business as defined in Section 513 of the Code and the applicable rules and regulations thereunder; and (vi) no compensation shall be paid to any member, officer, director, manager, trustee, creator or organizer of the Corporation or a substantial contributor to it except as a reasonable allowance for services actually rendered to or for the Corporation.

ARTICLE 5 - MEMBERS

This Corporation shall have no members.

ARTICLE 6 - FIRST BOARD OF DIRECTORS

6.1 The affairs of the Corporation shall be managed by a Board of Directors consisting of not less than three (3) persons nor more than nine (9) persons. The number of directors shall be fixed in the By-Laws of this Corporation. The number of persons constituting the first Board of Directors shall be three (3), and the names and addresses of the persons who are to serve as Directors until the first election of directors are as follows:

<u>Name</u>	<u>Address</u>
Ronald E. DiMenna	3850 S. Banana River Boulevard Cocoa Beach, Florida 32931
Lynne Carol Ann DiMenna	3850 S. Banana River Boulevard Cocoa Beach, Florida 32931
Malcolm R. Kischenbaum	1800 West Hibiscus Blvd, Suite 138 Melbourne, Florida 32901

6.2 Successor Directors shall be elected or appointed as provided in the Bylaws of the Corporation.

ARTICLE 7 - NAMES OF OFFICERS

The names of the initial officers who are to serve until the first election of officers are:

<u>Name</u>	<u>Office</u>
Ronald E. DiMenna	President
Lynne Carol Ann DiMenna	Secretary/Treasurer

ARTICLE 8 - AMENDMENTS TO THE ARTICLES OF INCORPORATION

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

ARTICLE 9 - BY-LAWS

The By-Laws of the Corporation shall be initially approved by a majority vote of the Board of Directors and thereafter may be repealed or amended, and new By-Laws may be adopted, by a majority vote of the Board of Directors.

ARTICLE 10 - TERM OF EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE 11 - DISSOLUTION

Upon the liquidation or dissolution of the Corporation, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the Corporation, shall be distributed to, and only to, any one or more organizations qualified as exempt under Section 501(c)(3) of the Code and the applicable rules and regulations thereunder. The organizations, trusts, corporations or funds to which the funds and property of the Corporation shall be transferred shall be approved by a majority vote of the Board of Directors. No part of the assets or the net earnings, current or accumulated, of the Corporation shall inure to the benefit of any private individual upon the liquidation or dissolution of the Corporation.

ARTICLE 12 - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation shall be:

301 East Pine Street, Suite 1400
Orlando, Florida 32801

The name of the initial registered agent of this corporation shall be:

David L. Schick

**ARTICLE 13 - CORPORATION'S PRINCIPAL OFFICE
AND/OR MAILING ADDRESS**

The principal office and/or mailing address of this corporation shall be:

GrayRobinson, P.A.
301 East Pine Street, Suite 1400
Orlando, Florida 32801

ARTICLE 14 INCORPORATORS

The following are the names and street address of the incorporators signing these Articles:

Ronald E. DiMenna
3850 S. Banana River Boulevard
Cocoa Beach, Florida 32931

Lynne Carol Ann DiMenna
3850 S. Banana River Boulevard
Cocoa Beach, Florida 32931

IN WITNESS WHEREOF, I have set my hand and seal this 24 day of July, 2008.



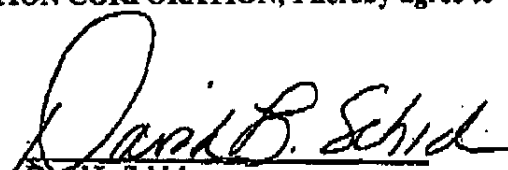
Ronald E. DiMenna



Lynne Carol Ann DiMenna

CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT

Having been named as the Registered Agent in the Articles of Incorporation of
SURFING'S EVOLUTION & PRESERVATION CORPORATION, I hereby agree to
act in this capacity.



David L. Schick