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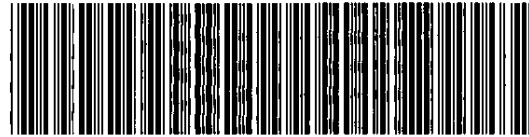
(Business Entity Name)

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2010 AUG -9 PM12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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8-12-10
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COVER LETTER

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

SUBJECT: U.S. NAVY SHIPS AS MEMORIAL REEFS, 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: Matthew Marriott
Name (Printed or typed)

2901 W San Carlos St.
Address

Tampa, FL 33629
City, State & Zip

352.281.9695
Daytime Telephone number

mmarriott@gmail.com
E-mail address: (to be used for future annual report notification)

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

**ARTICLES OF INCORPORATION
OF
U.S. NAVY SHIPS AS MEMORIAL REEFS, INC.**

FILED
2010 AUG -9 PM 12:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of this Corporation pursuant to Chapter 617 of the Florida Statutes, hereby forms a corporation not for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such corporation:

ARTICLE I – NAME OF CORPORATION

The name of this Corporation shall be U.S. Navy Ships As Memorial Reefs, Inc.

ARTICLE II – PRINCIPLE OFFICE

The principal office and mailing address of the Corporation is 2901 W San Carlos St.
Tampa, Florida 33629.

ARTICLE III - PURPOSE

A. This corporation is organized exclusively for charitable, scientific, educational and recreational purposes, more specifically, its intent is to acquire and make ready and/or assist state and local municipalities in the acquisition and preparation of, Navy vessels stricken from the Naval Vessel Register, for use in the creation of artificial reefs in Florida state and adjacent waters. The guiding principle of this corporation will be to solicit public support in order to develop programs based upon the provisions of The Defense Authorization Act For Fiscal Year 2004 (Section 3516) which makes Naval

ships available for transfer to “any State, Commonwealth, or possession of the United States, or any municipal corporation or political subdivision thereof,” “for use as artificial reef.” The purpose of this corporation’s activities will seek to benefit the public in two primary ways, one by creating living memorials from retired warships which will be dedicated to the memories of the Sailors and Marines who fought and died aboard them and two, by creating habitat beneficial to the replenishment of aquatic marine organisms and by extension sport fisherman, divers and increased recreational tourism. To this end, the corporation shall at all times be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

B. This Corporation shall be authorized to carry out any and all acts and to exercise any and all corporate powers which may now or hereafter be lawful under the State of Florida to the extent applicable to corporations not for profit and that are not inconsistent with these Articles of Incorporation.

C. 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 III 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 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 IV – MANNER OF ELECTION

The manner in which the Officers and/or Directors are elected or appointed and number of Officers and/or Directors shall be stated in the bylaws.

ARTICLE V – INITIAL OFFICERS / DIRECTORS

Title: P
Matthew Marriott
2901 W San Carlos St.
Tampa, FL 33629

Title: VP
Michael P. Baker
807 Alden Road
Louisville, KY 40207

Title: VP
Christopher Slaughter
711 Bay Ave
Clearwater, FL 33756

ARTICLE VI - PERSONAL LIABILITY

No officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the officer, or Directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE VII - DURATION

The duration of the corporate existence shall be perpetual.

ARTICLE VIII - DISSOLUTION

Upon dissolution of the corporation, after the payment or provision for payment of all of the liabilities of this Corporation, all of the assets of this Corporation 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. In no event may the assets be disposed of or be distributed to or for the benefit of any member,

director, trustee, officer or other private person, other than the reasonable payment for services rendered by such person.

ARTICLE IX - INCORPORATOR


The incorporator of this Corporation is Matthew Marriott 2901 W San Carlos St. Tampa, FL 33629.

ARTICLE X – REGISTERED AGENT


The name and street address of the registered agent of this Corporation is Matthew Marriott 2901 W San Carlos St. Tampa, FL 33629.

ACCEPTANCE OF REGISTERED AGENT

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 the appointment as registered agent and agree to act in this capacity.


Matthew Marriott
Registered Agent

8/6/2010
Date


Matthew Marriott
Incorporator

8/6/2010
Date