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FILED
11 MAY 31 PM 4:38
CLERK OF STATE
TALLAHASSEE FLORIDA

W11-27985

TC 06/01/11



RECEIVED

11 MAY 31 AM 11:47

FLORIDA DEPARTMENT OF STATE DIVISION OF CORPORATIONS
Division of Corporations

May 20, 2011

CRAIG D. GERMAN
115 AVE DE LA MAR, SUITE 702
PALM COAST, FL 32137

SUBJECT: THE FABIEN COUSTEAU INSTITUTE OF MARINE SCIENCE &
EXPLORATION, INC.
Ref. Number: W11000027985

We have received your document for THE FABIEN COUSTEAU INSTITUTE OF MARINE SCIENCE & EXPLORATION, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please verify the Date used with the Registered Agent and the Incorporator's signatures.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6949.

Thomas Chang
Regulatory Specialist II
New Filing Section

Letter Number: 211A00012611

*Returned to
State on May 26, 2011*

TRANSMITTAL LETTER

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

SUBJECT: The Fabien Cousteau Institute of Marine Science & Exploration, 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: Craig D. Germain
Name (Printed or typed)

115 Ave De La Mer, Suite 702
Address

Palm Coast, FL 32137
City, State & Zip

386-597-3134
Daytime Telephone number

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

ARTICLES OF INCORPORATION
Of
THE FABIEN COUSTEAU INSTITUTE OF MARINE SCIENCE &
EXPLORATION, INC.
A NONPROFIT CORPORATION

The undersigned, natural person of the age of eighteen years or older, acting as incorporator for the purpose of creating a nonprofit corporation under the laws of the State of Florida in compliance with Chapter 617, F.S., do hereby set forth:

Article I The name of the corporation is:

The Fabien Cousteau Institute of Marine Science & Exploration, Inc.

Article II The principal place of business and mailing address of this corporation is:

115 Ave De La Mer, Suite 702

Palm Coast, FL 32137

Article III The purposes for which the corporation is organized are:

a. **The Fabien Cousteau Institute of Marine Science & Exploration, Inc.** is organized for exclusively religious, charitable, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under said Section 501(c)(3) of the Internal Revenue Code of 1986. Specifically, the organization will provide charitable giving to other non-profit organizations.

b. Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

c. No part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

Article IV The board of directors of the corporation shall be elected or appointed in the manner and for the terms provided in the Bylaws.

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TALLAHASSEE, FLORIDA

Article V The names, addresses and titles of Directors / Officers are:
af
Myra Moody, P + D , 1710 Schumard Oak Lane, Irving, TX 75063
Craig D. Germain, S + D , 115 Ave De La Mer, Suite 702, Palm Coast, FL 32137
Fabien Cousteau, Director, 440 56th Street, New York, NY 10022

Article VI The address of the initial registered office of the corporation is
115 Ave De La Mer, Suite 702
Palm Coast, FL 32137

and the name of the corporation's original registered agent at such address is
Craig D. Germain

Article VII The name and address of the incorporator is as follows:
Craig D. Germain
115 Ave De La Mer, Suite 702
Palm Coast, FL 32137

Article VIII This corporation will not have members.

Article IX No part of the net earnings of the corporation shall inure to the benefit of any officer or director of the corporation; and upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for payment of all the liabilities of the corporation, dispose of the residual assets of the corporation exclusively for exempt purposes of the corporation in such manner, or to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding Sections of any future Internal Revenue Code. Any such assets not so disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation is then located, for such purposes or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

.....
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.

Craig D. Germain
Signature/Registered Agent
Craig D. Germain
Craig D. Germain
Signature/Incorporator
Craig D. Germain

May 26, 2011
Date
May 26, 2011
Date

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TALLAHASSEE, FLORIDA