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FILED 5/10/11  
Aquagreen LLC  
PO Box 28105  
Panama City, FL 32411  
850-233-7006

May 10, 2011

Florida Department Of State  
Division of Corporations

Dear Sirs:

Please consider this letter as a request to release the name of my company, Aquagreen LLC and approve its' dissolution. I am making this request so that I may use the name properly in a to be formed not for profit corporation.

Sincerely,



Charles W. Fuller  
Manager, Aquagreen LLC

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**ARTICLES OF INCORPORATION  
OF  
AQUAGREEN, INC.**

PURSUANT TO FLORIDA STATUTES, CHAPTER 617  
(FLORIDA NOT FOR PROFIT CORPORATION ACT)

**ARTICLE 1 - Name**

The name of the Corporation is AQUAGREEN, INC.

**ARTICLE 2 - Principal Office**

The street address of the principal office of the Corporation is 5115 Gulf Drive #1909  
Panama City Beach FF 32408.

The mailing address of the Corporation is P.O. Box 28105, Panama City FL 32411.

**ARTICLE 3 - Duration**

The duration of the Corporation is perpetual.

**ARTICLE 4 - Purposes**

The corporation is organized and will be operated exclusively for charitable, educational or scientific purposes within the provisions of Chapter 617 of the Florida Not For Profit Corporation Act and Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, corresponding provisions of any subsequent state, corporate or federal tax laws.

**ARTICLE 5 - Prohibitions**

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, 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 the Article hereof. No substantial part of the activities of the corporation shall be 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. 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

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government, for 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 6 - Management**

The number of directors constituting the initial Board of Directors of the Corporation is three (3), and the names and addresses of the persons who are to serve as initial directors of the Corporation are:

Director 1: Patrick J. Barnes  
P.O. Box 28105  
Panama City, FL 32411

Director 2: Charles W. Fuller  
P.O. Box 28105  
Panama City, FL 32411

Director 3: Michael Chambers  
18 Elder Osborne Drive  
Lee, New Hampshire 03861

The number of directors of the Corporation may be changed by amendment to the By-Laws of the Corporation, but shall never be less than three (3). The Directors shall be elected as provided in the By-Laws. There shall be no distinction between the privileges, rights and duties of ex officio and elected Directors.

#### **ARTICLE 7 - Registered Agent and Registered Office**

The initial registered agent is an individual resident of the state whose name is set forth below: Charles W. Fuller. The business address of the registered agent and the registered office address is: 5115 Gulf Drive #1909, Panama City Beach FL 32408

#### **ARTICLE 8 - Indemnification**

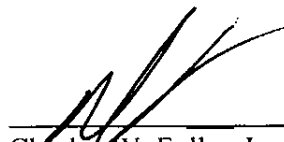
The Corporation shall indemnify the directors, officers, employees, and agents of the Corporation who are involved in any suit, action, or proceeding by reason of such person or persons being, or having served at the request of the Corporation as, a director, officer, employee, or agent of the Corporation, in the manner provided, and to the maximum extent permitted by law.

#### **ARTICLE 9 - Incorporator**

The name and street address of the incorporator of this Corporation is:

Charles W. Fuller  
5115 Gulf Drive #1909  
Panama City Beach FL 32408

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and  
filed the foregoing Articles of Incorporation under the laws of the State of Florida, this 27<sup>th</sup>  
day of May, 2011.

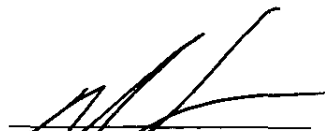
  
\_\_\_\_\_  
Charles W. Fuller, Incorporator

ACCEPTANCE OF DESIGNATION OF REGISTERED AGENT  
OF  
AQUAGREEN, INC.

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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.

Dated this 27<sup>th</sup> day of May, 2011.

  
\_\_\_\_\_  
Charles W. Fuller  
Registered Agent

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