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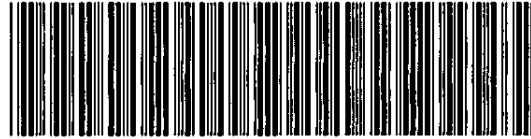
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DEPARTMENT OF
TALLAHASSEE, FLORIDA

2012 JUN -8 PM 1:12

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J. Shivers JUN 11 2012

COVER LETTER

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

SUBJECT: Aquarius 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: Debra A. Illes

Name (Printed or typed)

PO Box 1215

Address

Islamorada, FL 33036

City, State & Zip

305-304-0795

Daytime Telephone number

info@aquariusfdn.org

E-mail address: (to be used for future annual report notification)

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

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**ARTICLES OF INCORPORATION
OF THE
AQUARIUS FOUNDATION, INC.**

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TALLAHASSEE, FLORIDA

ARTICLE I NAME

The name of the corporation shall be: Aquarius Foundation, Inc. (hereinafter the "Corporation").

ARTICLE II PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office is: 91971 Overseas Highway, Suite 1, Tavernier, Florida, 33070. The mailing address of the Corporation is: P.O. Box 1215, Islamorada, Florida 33036.

ARTICLE III PURPOSE

The Corporation shall be organized and operated exclusively for charitable, educational, and scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or any successor provision (the "Code"). The Corporation's general purposes include, but are not limited to, fostering research, education and science regarding the ocean.

ARTICLE IV REGULATION OF INTERNAL AFFAIRS

Provisions for the regulation of the internal affairs of the Corporation are as follows:

- A. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to any director or officer of the Corporation, or any other private person, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to or for the Corporation and to make payments and distributions in furtherance of the purposes set forth in Article III hereof.
- B. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise permitted by Section 501(h) of the Code, and in any corresponding laws of the State of Florida), and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements concerning) any political campaign on behalf of (or in opposition to) any candidate for public office.

- C. Notwithstanding any other provisions of these Articles, the Corporation shall not directly or indirectly carry on any activity which would prevent it from obtaining exemption from Federal income taxation as a corporation described in Section 501(c)(3) of the Code, or cause it to lose such exempt status, or carry on any activity not permitted to be carried on by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code.

ARTICLE V NO MEMBERS

The Corporation shall not have members.

ARTICLE VI DIRECTORS

The Board of Directors shall at all times consist of at least three (3) directors. The number, qualifications, and manner of election of directors shall be as set forth in the Bylaws. The initial board of directors shall consist of the following individuals:

Audra Santoro
130 Aregood Lane
Islamorada, Florida 33036

Stephen Frink
PO Box 2720
Key Largo, Florida 33037

Joseph R. Pawlik
5600 Marvin K Moss Lane
Wilmington, North Carolina 28409

ARTICLE VII DISSOLUTION

In the event of dissolution or final liquidation of the Corporation, all of the remaining assets and property of the Corporation shall, after paying or making provision for the payment of all of the liabilities and obligations of the Corporation and for necessary expenses thereof, be distributed by the Board of Directors for one or more exempt purposes within the meaning of section 501(c)(3) of the Code, or shall be distributed to the federal government, or to a state or local government, for public purposes. In no event shall any of such assets or property be distributed to any director or officer, or to any private individual.

ARTICLE VIII INITIAL REGISTERED AGENT AND STREET ADDRESS

The address of the registered office of the Corporation is 91971 Overseas Highway, Suite 1, Tavernier, Florida, 33070. The name of the registered agent at that address is Debra A. Illes.

ARTICLE IX INCORPORATOR

The name and address of the incorporator is: Debra A. Illes, 91971 Overseas Highway, Suite 1, Tavernier, Florida, 33070.

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

Debra A. Illes
Signature of Registered Agent

6-5-2012
Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Debra A. Illes
Signature of Incorporator

6-5-2012
Date

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