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TALLAHASSEE, FLORIDA

TL 08/28/12

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314  
(850) 245-6052

Date: August 23, 2011

Re: Dolphin Census, Inc.

Dear Division of Corporations,

Please find enclosed an original and one (1) copy of the Articles of Incorporation for Dolphin Census, Inc., and a check for \$87.50 to include the Filing Fee, Designation of Registered Agent, Certified Copy and Certificate of Status.

Thank you.

Sincerely,

A handwritten signature in cursive script, appearing to read "Marilyn Mazzoil".

Marilyn Mazzoil  
9611 N US Highway 1, #382  
Sebastian, FL 32958  
(772) 473-3404  
Marilynm0453@gmail.com

**Articles of Incorporation  
of  
Dolphin Census, Inc.**

The undersigned incorporator, in compliance with Chapter 617, Florida Statutes (F.S.), for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

**Article I**

The name of the Corporation is: Dolphin Census, Inc.

**Article II**

The principal place of business of the Corporation and its mailing address is:  
9611 N US Highway 1, # 382, Sebastian, Florida 32958 in Indian River County.

**Article III**

The Corporation is organized and operated exclusively for charitable, educational and scientific purposes within the meaning of 501(c)(3) of the Internal Revenue Code of 1986, as amended (or corresponding provisions of any future United States internal revenue law) (the "Code"). In furtherance of these purposes, the Corporation is organized to: protect wild dolphins through scientific research, education and conservation initiatives in the public interest.

**Article IV**

The Corporation is formed exclusively for purposes for which a corporation may be formed under the Florida Nonprofit Corporation Law and not for pecuniary profit of financial gain. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons or organizations, 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 these articles.

No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), 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.

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 (b) by a

corporation, contributions to which are deductible under Sections 170(c)(2), 2055(a) and 2522(a) of the Internal Revenue Code.

#### **Article V**

The property of the Corporation is irrevocably dedicated to charitable, scientific and educational purposes. Upon the dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all debts and liabilities of the Corporation, distribute the assets of the Corporation to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable, scientific and/or educational purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code, or to the federal government or a state or local government for a public purpose. Any assets not so disposed of shall be disposed of by the appropriate court of law located in the county in which the principal office of the Corporation is then located, exclusively for such purposes, or to one or more organizations which are organized and operated exclusively for such purposes, as said court shall determine to best accomplish the exempt purposes of the Corporation.

#### **Article VI**

The period of the duration of the Corporation is perpetual.

#### **Article VII**

The manner in which the directors are elected or appointed is: As stated in the bylaws of the Corporation.

#### **Article VIII**

The initial officer(s) and/or director(s) of the Corporation are:

Marilyn Mazzoil (D) (P)  
9611 N US Highway 1, #382  
Sebastian, FL 32958

Byron Holmes (D) (VP)  
9611 N US Highway 1, #382  
Sebastian, FL 32958

Juli Bogatay (D) (S/T)  
52 E Gay Street  
Columbus, OH 43215

#### **Article IX**

The registered agent of the Corporation is:

Marilyn Mazzoil  
9611 N US Highway 1, #382  
Sebastian, FL 32958

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**Acceptance by Designated 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. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Signature of Registered Agent: *Marilyn Mazzoil* Date: 8/23/2012  
Printed Name: Marilyn Mazzoil

**Article X**

The incorporator of the Corporation is:  
Marilyn Mazzoil  
9611 N US Highway 1, #382  
Sebastian, FL 32958

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**Acceptance by Incorporator:**

I am the incorporator submitting these Articles of Incorporation and affirm the facts stated herein are true. I am aware that 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. I acknowledge that I have read the "Notice of Annual Report" statement and understand the requirement to file an annual report between January 1<sup>st</sup> and May 1<sup>st</sup> in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

Signature of Incorporator: *Marilyn Mazzoil* Date: 8/23/2012  
Printed Name: Marilyn Mazzoil