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(Business Entity Name)

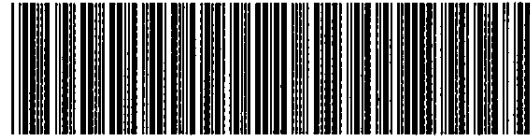
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DIVISION OF REGISTRATION  
14 MAY -5 PM 2:10

*[Handwritten signature]*  
5-6-14

## COVER LETTER

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

**SUBJECT:** Science Under Sail Institute for 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:** Susan J. Keeton, CPA, P.A.

Name (Printed or typed)

677 N. Washington Blvd.

Address

Sarasota, FL 34236

City, State & Zip

(941) 364-5760

Daytime Telephone number

skeeton@susanjkeetoncpa.com

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

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

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
14 MAY -5 PM 2:10

**Articles of Incorporation  
For  
Science Under Sail Institute for Exploration, Inc.**

**A FLORIDA NOT-FOR-PROFIT CORPORATION**

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

**ARTICLE I  
CORPORATE NAME**

The name of the corporation is: Science Under Sail Institute for Exploration, Inc.

**ARTICLE II  
PRINCIPLE OFFICE AND MAILING ADDRESS**

The principle place of business address: 8648 Dunmore Drive  
Sarasota, FL 34231

The mailing address of the corporation is: P.O. Box 3715  
Sarasota, FL 34230

**ARTICLE III  
GENERAL AND SPECIFIC PURPOSE**

- A. Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, 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, or the corresponding section of any future federal tax code.
- B. The specific purpose for which this corporation is organized is to pioneer innovative marine-science field study programs for college students combined with a unique modern mentorship program.

**ARTICLE IV  
BOARD OF DIRECTORS**

The manner in which directors are elected or appointed is as provided for in the bylaws.

**ARTICLE V  
501(c) (3) LIMITATIONS**

- A. **NO PRIVATE INUREMENT:** 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.

- B. **LOBBYING AND POLITICAL CAMPAIGNS:** 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 of or in opposition to any candidate for public office.
- C. **CORPORATE PURPOSES:** 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 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.
- D. **DISSOLUTION:** 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 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 principle 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 VI** **REGISTERED AGENT**

The name and Florida street address of the registered agent is: Robin T. Smith  
8648 Dunmore Drive  
Sarasota, FL 34231

I certify that I am familiar with and accept the responsibilities of registered agent.


  
\_\_\_\_\_  
Robin T. Smith, Registered Agent

#### **ARTICLE VII** **INCORPORATOR**

The name and address of the incorporator is: Robin T. Smith  
P.O. Box 3715  
Sarasota, FL 34230

I am the incorporator submitting these Articles of Incorporation and affirm that 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 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.

  
Robin T. Smith, Incorporator

**ARTICLE VIII**  
**INITIAL OFFICERS AND/OR DIRECTORS**

The initial officers and/or directors of the corporation:

President	Robin T. Smith P.O. Box 3715 Sarasota, FL 34230
Vice President	Mark E. Warner 700 Pilottown Road Smith Building, 113 Lewes, DE 19958
Treasurer, Secretary	Jerah Coviello 2427 River Ridge Drive Sarasota, FL 34239

**ARTICLE IX**  
**EFFECTIVE DATE**

The effective date for this corporation shall be: 05/01/2014