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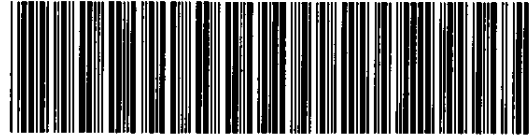
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MD 5/22

COVER LETTER

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

SUBJECT: Coastal and Environmental Research Applications, 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: Jo-Ann Rosario-Llantin
Name (Printed or typed)

1395 Palmwood Dr.
Address

Melbourne, FL 32935
City, State & Zip

321-271-6196
Daytime Telephone number

jrl.cera@gmail.com
E-mail address: (to be used for future annual report notification)

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

ARTICLES OF INCORPORATION

ARTICLE I

Coastal and Environmental Research Applications, Inc.

1.01 Name

The name of this corporation shall be (Coastal and Environmental Research Applications, Inc.) The business of the corporation may be conducted as (Coastal and Environmental Research Applications, Inc.) or (Coastal & Environmental Research Applications, Inc.) or (CERA, Inc.).

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ARTICLE II

DURATION

2.01 Duration

The period of duration of the corporation is perpetual.

ARTICLE III

PURPOSE

3.01 Purpose

(Coastal and Environmental Research Applications, Inc.) is a non-profit corporation and shall operate exclusively for scientific and educational purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. (Coastal and Environmental Research Applications, Inc.)'s purpose is to (apply scientific methodologies and creative technologies for the study of physical processes governing the coastal environment, and to promote awareness of marine systems through educational efforts.).

Purpose in detail: We engage in sampling activities of physical parameters in the marine environment through the use of classical or standard techniques as well as through the use of newer and creative technologies or methodologies, some of which are (and/or will be) instituted or created in-house or through the collaboration with other scientific/educational non-profit groups. We engage in educational efforts by giving free lectures in schools, libraries, and other public venues as well as utilizing social media channels and the corporation's website to provide facts, statistics, and other related data on current efforts and on related marine and environmental awareness efforts.

Our programs include providing support, including sending out ambassadors to raise social consciousness about the organization's scientific projects and environmental and educational efforts; and to hold fundraising events in order to provide immediate support to execute the corporation's scientific and educational programs.

To maximize our impact on current efforts, we may seek to collaborate with other non-profit organizations which fall under the 501(c) (3) section of the internal revenue code and are operated exclusively for scientific and educational purposes.

At times, per the discretion of the board of directors, we may provide internships or volunteer opportunities which will provide opportunities for involvement in said activities and programs in order to have a greater impact.

3.02 Public Benefit

(Coastal and Environmental Research Applications, Inc.) is designated as a public benefit corporation.

ARTICLE IV

NON-PROFIT NATURE

4.01 Non-profit Nature

(Coastal and Environmental Research Applications, Inc.) is organized exclusively for scientific and educational 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 corresponding section of any future federal tax code. No part of the net earnings of **(Coastal and Environmental Research Applications, Inc.)** 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 the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

(Coastal and Environmental Research Applications, Inc.) is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its scientific and educational purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The

corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

4.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of **(Coastal and Environmental Research Applications, Inc.)** of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

4.03 Dissolution

Upon termination or dissolution of the **(Coastal and Environmental Research Applications, Inc.)**, any assets lawfully available for distribution shall be distributed to one (1) or more qualifying organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or described in any corresponding provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving corporation.

The organization to receive the assets of the **(Coastal and Environmental Research Applications, Inc.)** hereunder shall be selected by the discretion of a majority of the managing body of the **(Coastal and Environmental Research Applications, Inc.)** and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against the **(Coastal and Environmental Research Applications, Inc.)** by one (1) or more of its managing body which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

In the event that the court shall find that this section is applicable but that there is no qualifying organization known to it which has a charitable purpose, which, at least generally, includes a purpose similar to this corporation, then the court shall direct the distribution of its assets lawfully available for distribution to the Treasurer of the State of Florida to be added to the general fund.

4.03 Prohibited Distributions

No part of the net earnings, or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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, Section 3.01.

4.04 Restricted Activities

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

4.05 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) 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.

ARTICLE V

BOARD OF DIRECTORS

5.01 Governance

(Coastal and Environmental Research Applications, Inc.) shall be governed by its board of directors.

5.02 Initial Directors

The initial directors of the corporation shall be (Jo-Ann Rosario-Llantín, Colleen M. Lindler, and Pamela J. Christian).

ARTICLE VI

MEMBERSHIP

6.01 Membership

(Coastal and Environmental Research Applications, Inc.) shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

ARTICLE VII

AMENDMENTS

7.01 Amendments

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

ARTICLE VIII

ADDRESSES OF THE CORPORATION

8.01 Corporate Address

The physical address of the corporation is:

(1395 Palmwood Dr. Melbourne, FL 32935)

The mailing address of the corporation is:

(1395 Palmwood Dr. Melbourne, FL 32935-6047)

ARTICLE IX

Appointment of registered agent

9.01 Registered Agent

The registered agent of the corporation shall be:

(Jo-Ann Rosario-Llantín; 1395 Palmwood Dr. Melbourne, FL 32935-6047)

ARTICLE X

INCORPORATOR

The incorporators of the corporation are as follow:

(Jo-Ann Rosario-Llantín; 1395 Palmwood Dr. Melbourne, FL 32935-6047)


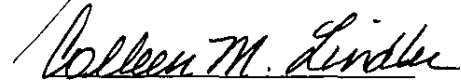
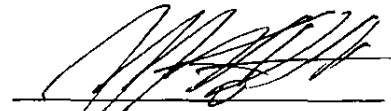
Certificate of Adoption of Articles of Incorporation

We, the undersigned, do hereby certify that the above stated Articles of Incorporation of (**Coastal and Environmental Research Applications, Inc.**) were approved by the board of directors on (**Monday May 5th, 2014**) and constitute a complete copy of Articles of Incorporation of the (**Coastal and Environmental Research Applications, Inc.**).

Jo-Ann Rosario-Llantín
(Board of Directors, Incorporator & Founder)
1395 Palmwood Dr. Melbourne, FL 32935-6047

Colleen M. Lindler
(Board of Directors)
834 Haftez St. NE Palm Bay, FL 32907

Pamela J. Christian
(Board of Directors)
3160 Cedar Bay Dr. Melbourne, FL 32934



Acknowledgment of consent to appointment as registered agent

I, (**Jo-Ann Rosario-Llantín**), agree to be the registered agent for (**Coastal and Environmental Research Applications, Inc.**) as appointed herein.

Registered Agent 

Date: 05-5-2014

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