

N140.00008841

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

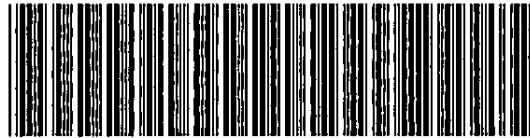
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



800264005418

09/22/14--01027--009 **78.75

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
14 SEP 22 PM 2:29

*QWS

COVER LETTER

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

SUBJECT: AMERICAN MARINE UNIVERSITY, INC.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check in the amount of \$78.75 for the Filing Fee and Certificate of Status.

FROM: James R. Simons
13045 Poinsettia Avenue
Seminole, Florida 33776
Jim@CenterForFishing.Org



James R. Simons

9/18/2014
September 18, 2014

ARTICLES OF INCORPORATION
OF
AMERICAN MARINE UNIVERSITY, INC.

ARTICLE I
NAME OF CORPORATION AND ADDRESS OF PRINCIPAL OFFICE

The name of the corporation is AMERICAN MARINE UNIVERSITY, INC. and its principal office is located at 13045 Poinsettia Avenue, Seminole, Florida 33776.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
14 SEP 28 PM 2:29

ARTICLE II
DURATION

The term of duration of the corporation shall be perpetual.

ARTICLE III
PURPOSES AND LIMITATION

Section 3.1. Purposes. The corporation is organized and shall be operated exclusively for educational, scientific and charitable purposes, and not for pecuniary profit, and to the extent consistent with such purposes to establish educational and instructional programs focused on preparing students for productive careers and responsible citizenship to support the needs of the marine industry and related fields. To achieve this purpose, the corporation is dedicated to the following:

To offer undergraduate, certification and graduate degree programs which prepare students for immediate productivity and career growth while providing a broad education with emphasis on communication and analytical skills.

To emphasize academic excellence in the teaching of all courses and programs; to recruit and develop excellent faculty and staff; and to pursue research and creative activities that maintain and extend knowledge in the marine industry and related fields.

To develop mature, responsible graduates capable of examining, evaluating and appreciating the economic, cultural, and technical aspects of the marine industry and our society, and to foster a better understanding of the working of the free enterprise system and its social and economic benefits.

To promote ethical and responsible behavior among its students and graduates in the local, national, and international marine industry.

To develop and effectively deliver educational programs for the adult student and professional at the undergraduate and graduate level, including off-campus programs, short courses, independent study, seminars, workshops and conferences.

To support each student's personal development by encouraging participation in programs, including internships and apprenticeships, which offer opportunities for enhanced mental, physical, social and emotional growth by complementing the educational experience thereby contributing to the development of a well-rounded individual prepared for personal and professional success.

To engage in research and related activities that address the current and future needs of the marine industry.

Section 3.2. Limitations. No part of the net earnings of the corporation shall inure to the benefit of or be distributed to its members, directors, 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 Section 3.1 of this Article. 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 any candidate for public office. Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on: (a) by an organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code; or (b) by an organization accepting contributions which are deductible under Section 170(c)(2) of the Code.

Section 3.3. Dissolution. Upon the dissolution of the corporation, the board of directors shall distribute the assets of the corporation in accordance with the applicable law, and to the extent not inconsistent therewith shall, after paying or making adequate provision for the payment of all the liabilities and obligations of the corporation, and after the return, transfer, or conveyance of assets which are held by the corporation under a condition requiring their return, transfer or conveyance by reason of dissolution, shall distribute all the assets of the corporation exclusively for the purposes of the corporation, or to such other organization or organizations organized for charitable, educational, or scientific purposes as the board of directors shall determine; provided however, that any organization to which assets are distributed pursuant to this paragraph shall, at the time, qualify as an organization exempt from federal income taxation under Section 501(c)(3) of the Code.

ARTICLE IV POWERS

Subject to the restrictions and limitations set forth in Article III, the corporation shall have and may exercise all powers, rights and authorities as are now or may hereafter be granted to

corporations not for profit under the laws of the State of Florida, including but not limited to the power, right and authority:

- to elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation;
- to make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations, and secure any of its obligations by mortgage and pledge of all or any of its property, franchises or income, to conduct its affairs, carry on its operations, and have offices and exercise its powers in any state, territory, district or possession of the United States or any foreign country;
- to purchase, take, receive, lease, take by gift, devise, or bequest or otherwise acquire, own, hold, improve, use or otherwise deal in and with the real or personal property, or any interest therein, wherever situated;
- to acquire, enjoy, utilize and dispose of patents, copyrights and trademarks and any licenses and other rights or interests thereunder or therein;
- to sell, convey, mortgage, grant security interests in, pledge, lease, exchange, transfer or otherwise dispose of all or any part of its property and assets;
- to purchase, take, receive, subscribe for or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of and otherwise use and deal in and with, shares and other interests in, or obligations of other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships or individuals, or direct or indirect obligations of the United States, or of any other government, state, territory, governmental district or municipality, or of any instrumentality thereof;
- to lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested;
- to make donations for the public welfare or for charitable, scientific, educational or other similar purposes; and
- to exercise all powers necessary or convenient to effect any or all the purposes for which the corporation is organized, including the power to make guaranties when deemed by the board of directors to be in furtherance of such purpose or purposes.

ARTICLE V MEMBERSHIP

Section 5.1. Nonstock Basis. The corporation is organized upon a nonstock basis and shall not issue shares of stock. Membership may be evidenced by a certification of membership.

Section 5.2. Members. The members of the corporation shall be those persons who from time to time shall constitute the board of directors of the corporation.

Section 5.3. No Voting Rights. Members of the corporation, as such, shall have no voting rights.

ARTICLE VI
BOARD OF DIRECTORS

Section 6.1. Board of Directors. All corporate powers shall be exercised by or under the authority of, and the affairs of the corporation shall be managed under the direction of, the board of directors, except as otherwise provided by the law or, in these Articles or the bylaws of the corporation. Directors may also be known as or referred to as "Trustees".

Section 6.2. Number and Election. The number of directors constituting the initial board of directors is three (3). The number of directors may be increased or decreased from time to time in accordance with the bylaws, but shall never be less than three (3). The directors, including any ex officio directors who may be provided for in the bylaws of the corporation, shall be elected or appointed in such a manner and to serve for such terms as shall be provided in the bylaws of the corporation.

ARTICLE VII
INDEMNIFICATION

Subject to the bylaws, the board of directors is hereby specifically authorized to make provisions for indemnification of directors, officers, employees and agents to the full extent permitted by law.

ARTICLE VIII
BYLAWS

Bylaws, not inconsistent with the law or these Articles, for the administration of the affairs of the corporation and the exercise of its corporate powers, shall be adopted and may be changed, amended and repealed by the board of directors or the corporation.

ARTICLE IX
AMENDMENTS

These Articles may be amended by the board of directors of the corporation.

ARTICLE X
INITIAL REGISTERED OFFICE AND REGISTERED AGENT

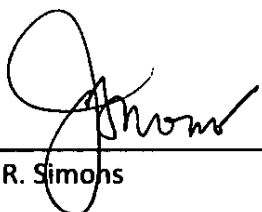
The street address of the initial registered office of the corporation is 13045 Poinsettia Avenue, Seminole, Pinellas County, Florida 33776, and the name of its initial registered agent at such address is James R. Simons.

ARTICLE XI
INCORPORATOR

The name and address of the incorporator of the corporation is:

James R. Simons
13045 Poinsettia Avenue
Seminole, Florida 33776

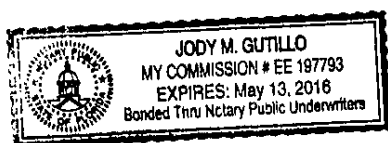
IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation the 18th day of September, 2014.



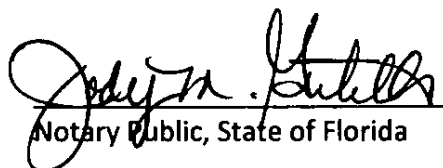
James R. Simons

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me on the 18th day of September, 2014 by James R. Simons (identified by Florida Drivers License No. S552-456-54-302-0).



(Notary Seal)




Notary Public, State of Florida

AMERICAN MARINE UNIVERSITY, INC.

ACCEPTANCE OF SERVICE AS REGISTERED AGENT

JAMES R. SIMONS, having been named as registered agent to accept service of process for the above-named corporation, at the registered office designated in the Articles of Incorporation, hereby agrees and consents to act in that capacity. The undersigned is familiar with and accepts the duties and obligations of Section 617.0503, Florida Statutes.

DATED this 18th day of September, 2014.



James R. Simons