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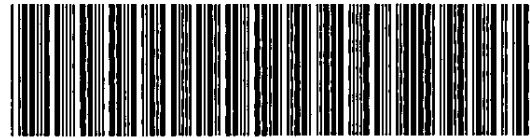
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14 SEP 23 AM 9:25
CLERK OF STATE
TALLAHASSEE, FLORIDA

SEP 25 2014

S. GILBERT

COVER LETTER

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

SUBJECT: Lionfish Eliminators Organization, 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: Erum Kistemaker

Name (Printed or typed)

1651 N. Clyde Morris Blvd, Suite 1

Address

Daytona Beach, FL 32117

City, State & Zip

(386) 310-7997

Daytime Telephone number

EKistemaker@E-KBusinessLaw.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
OF
LIONFISH ELIMINATORS ORGANIZATION, INC.
A FLORIDA NOT FOR PROFIT CORPORATION

FILED

14 SEP 23 AM 9:25

CLERK OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby files these Articles of Incorporation for the purpose of becoming a corporation for not for profit under Chapter 617 of the Florida Statutes.

ARTICLE I – NAME

The name of this corporation is and shall be:

LIONFISH ELIMINATORS ORGANIZATION, INC.

ARTICLE II - ADDRESS

The principal place of business/mailling address for this corporation shall be: 1034 Oak Forest Drive, Ormond Beach, Florida 32174.

ARTICLE III – INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1651 N. Clyde Morris Boulevard., Suite 1, Daytona Beach, Florida 32117. The name of its initial registered agent at that address is Kistemaker Business Law Group.

ARTICLE IV – NO MEMBERS

The corporation shall not have members and shall not issue membership certificates. The corporation shall not issue shares of stock.

ARTICLE V – NOT FOR PROFIT

The corporation is a not for profit corporation under Chapter 617, Florida Statutes. The corporation is not formed for pecuniary profit. No part of the income or assets of the corporation is distributable to or for the benefit of its directors or officers, except to the extent permissible under these Articles, under law and under 26 U.S.C.A. § 501(c)(3) (referred to below as "Code"). If the corporation ever has members, no members shall have any vested right, interest or privilege in or to the assets, income or property of the corporation and no part of the income or assets of the corporation shall be distributable to or for the benefit of its members, except to the extent permissible under these Articles, under law and under 26 U.S.C.A. § 501(c)(3).

ARTICLE VI – DURATION

The duration (term) of the corporation is perpetual.

ARTICLE VII – PURPOSES

The corporation is organized, and shall be operated exclusively for charitable, scientific and educational purposes, including but not limited to sponsoring, organizing, administering, and operating assemblies and activities that benefit and utilize the public for purposes of developing

a scheme premised on the eradication of the invasive, predatory species, lionfish (*Pterois miles*, *Pterois volitans*), which are otherwise detrimental to biodiversity and ecosystem function.

ARTICLE VIII – POWERS

Solely for the above purposes, the corporation shall have the following powers:

A. To arrange for, sponsor, co-sponsor, organize, promote or operate the assemblies and activities geared toward the purpose of developing and maintaining a scheme premised on the eradication of the invasive, predatory species, lionfish (*Pterois miles*, *Pterois volitans*), which are otherwise detrimental to biodiversity and ecosystem function.

B. To exercise all rights and powers conferred by the laws of the State of Florida on nonprofit corporations, including but not limited to those set forth in Florida Statutes Chapter 617 and the following powers: to acquire by bequest, devise, gift, grant, donation, contribution, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of the property and the income, principal and proceeds of the property.

C. To engage in and transact any other lawful activity, solely in furtherance of the above purposes, for which nonprofit corporations may be incorporated under the Florida Not For Profit Corporation Act, and any successor or amendment to the Florida Not For Profit Corporation Act.

D. To do any other things as are incidental to the powers of the corporation or necessary or desirable in order to accomplish the purposes of the corporation.

ARTICLE IX – LIMITATION

No part of the net earnings of the corporation shall inure directly or indirectly to the benefit of or be distributable to its members (if the corporation ever has any), directors or officers, but 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 7 (Purposes) of these Articles.

ARTICLE X – TAX EXEMPT STATUS

It is intended that the corporation shall have and continue to have the status of a corporation that is exempt from federal income taxation 26 U.S.C.A. § 501(a) as an organization described in 26 U.S.C.A. § 501(c)(3) and which is other than a private foundation as defined in 26 U.S.C.A. § 509. These articles shall be construed accordingly, and all powers and activities of the corporation shall be limited accordingly. The corporation shall not carry on propaganda or otherwise attempt to influence legislation to such an extent as would result in the loss of exemption under 26 U.S.C.A. § 501(c)(3) All references in these articles to sections of the Internal Revenue Code shall be considered references to the Internal Revenue Code of 1986, as from time to time amended, and to the corresponding provisions of any similar law subsequently enacted.

ARTICLE XI – DISSOLUTION

On the dissolution of the corporation, the board of directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, distribute all of the assets of the corporation exclusively for charitable, scientific or educational purposes in such manner and to such qualified organization or organizations as the board of directors shall determine. Any of the assets not so distributed shall be distributed in accordance with the direction of any court having jurisdiction in the county in which the principal office of the corporation is then located, exclusively for the above purposes of the corporation or to a qualified organization or organizations as the court shall determine. For purposes of this article, an organization is a "qualified organization" only if, at the time of receiving the assets, it is operated exclusively for the purposes described in 26 U.S.C.A. § 170(c)(1) or 26 U.S.C.A. § 170(c)(2)(B) and is described in 26 U.S.C.A. § 509(a)(1), (2) or (3).

ARTICLE XII – BOARD OF DIRECTORS

There shall be a board of directors consisting of at least three individuals. The initial directors are elected by the incorporators. After that, each director shall be elected by majority vote of the board of directors in the manner and at the times set forth in the bylaws. Any director may be removed by the affirmative vote of at least two-thirds of the board of directors.

ARTICLE XIII – INITIAL BOARD OF DIRECTORS

The following persons shall constitute the corporation's initial Board of Directors. They shall hold office in accordance with the provisions of the corporation's Bylaws:

<u>NAME</u>	<u>ADDRESS</u>
David Lee Garrett	1304 Oak Forest Drive Ormond Beach, Florida 32174
James D. Spencer	711 North Halifax Avenue, #204 Daytona Beach, Florida 32118
Julie T. Cage	104 Spencer Circle South Daytona, Florida 32119

ARTICLE XIV – OFFICERS

The officers of the corporation may consist of a president, one or more vice presidents, a secretary, a treasurer, and any other officers and assistant officers as may be provided for in the bylaws or by resolution of the board of directors. Each officer shall be elected by majority vote of the board of directors (and may be removed by majority vote of the board of directors) at such a time and in such a manner as may be prescribed by the bylaws or by law.

ARTICLE XV – INITIAL OFFICERS

Subject to the Board of Directors' direction, the corporation's affairs shall be administered by its Officers, all of whom shall be elected as may be prescribed by the bylaws or by law. The following persons shall serve as Officers until the first election of Officers is held:

<u>NAME</u>	<u>ADDRESS</u>
David Lee Garrett President	1304 Oak Forest Drive Ormond Beach, Florida 32174
James D. Spencer Vice-President	711 North Halifax Avenue, #204 Daytona Beach, Florida 32118
Julie T. Cage Treasurer	104 Spencer Circle South Daytona, Florida 32119
Julie T. Cage Secretary	104 Spencer Circle South Daytona, Florida 32119

ARTICLE XVI – INCORPORATORS

The name and address of each incorporator is as follows:

David Lee Garrett	1304 Oak Forest Drive Ormond Beach, Florida 32174
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ARTICLE XVII - BYLAWS

The bylaws of the corporation are to be made and adopted by the board of directors, and may be altered, amended or rescinded by the board of directors.

ARTICLE XVIII - AMENDMENT

The corporation reserves the right to amend or repeal any provision contained in these articles of incorporation or any amendment to them.

ARTICLE XIX – INDEMNIFICATION AND CIVIL LIABILITY IMMUNITY

The corporation shall indemnify each director and officer, including former directors and officers, to the fullest extent allowed by law, including but not limited to Florida Statutes Chapter 617. It is intended that the corporation be an organization the officers and directors of which are immune from civil liability to the extent provided under Florida Statutes Chapter 617 and other similar laws.

ARTICLE XX – COMMENCEMENT OF CORPORATE EXISTENCE

The date when corporate existence shall commence is 17 Sep 2014.

IN WITNESS WHEREOF, the undersigned subscribing incorporator, has hereunto set his hand and seal for the purpose of forming this not for profit corporation under the laws of the State of Florida, and does hereby make, subscribe, acknowledge and file in this office of the Florida Department of State these Articles of Incorporation and further, does hereby certify that the facts stated herein are true, all on this 17 day of September, 2014.



David Lee Garrett

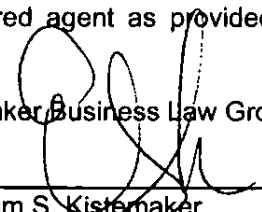
**CERTIFICATE OF DESIGNATION
OF REGISTERED AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

1. The name of the Corporation is Lionfish Eliminators Organization, Inc.
2. The name of the registered agent is Kistemaker Business Law group. Its Florida street address and the location of the registered office of the corporation is 1651 N. Clyde Morris Boulevard, Suite 1, Daytona Beach, Florida 32117.

Having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this certificate, Kistemaker Business Law Group hereby accepts the appointment as registered agent and agrees to act in this capacity. Kistemaker Business Law Group further agrees to provide the corporation with the provisions of all statutes relating to the proper and complete performance of its duties and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 617, Florida Statutes.

Kistemaker Business Law Group



By: Erum S. Kistemaker

Date: September 17 2014