

N14000010011

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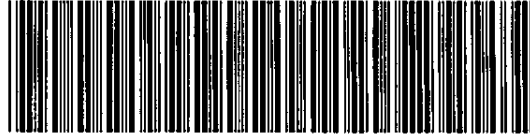
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TALLAHASSEE, FLORIDA

ARM
3/26/15

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: **Sea ME Be, Inc.**

DOCUMENT NUMBER: **N14000010011**

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Natasha Danskine

(Name of Contact Person)

Sea ME Be, Inc.

(Firm/ Company)

525 Jung blvd. West

(Address)

Naples, FL 34120

(City/ State and Zip Code)

Tasha@Seamebe.com

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

For further information concerning this matter, please call:

Natasha Danskine

(Name of Contact Person)

at (**305**) **490-0718**

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
Enclosed) |
|---|--|---|--|

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

FILED
15 MAR 24 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Amendment
to
Articles of Incorporation
of

FILED
15 MAR 24 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Sea ME Be, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

N14000010011

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent: Natasha Danskine

525 Jung Blvd. West

(Florida street address)

New Registered Office Address:

Naples

(City)

Florida 34120

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Natasha Danskine

Digitally signed by Natasha Danskine
DN: cn=Natasha Danskine, c=US
Reason: I am approving this document
Date: 2015.03.17 16:52:11 -0400

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input checked="" type="checkbox"/> Change ____ Add ____ Remove	<u>P</u>	<u>Natasha Danskine</u>	<u>525 Jung Blvd. West</u> <u>Naples, FL 34120</u>
2) <input checked="" type="checkbox"/> Change ____ Add ____ Remove	<u>VP</u>	<u>Richard Hickey</u>	<u>13155 Ixora Ct #605</u> <u>Miami, FL 33181</u>
3) ____ Change <input checked="" type="checkbox"/> Add ____ Remove	<u>T</u>	<u>Natali Garcia</u>	<u>13155 Ixora Ct #605</u> <u>Miami, FL 33181</u>
4) <input checked="" type="checkbox"/> Change ____ Add ____ Remove	<u>S</u>	<u>Grant Danskine</u>	<u>525 Jung Blvd. West</u> <u>Naples, FL 34120</u>
5) ____ Change ____ Add ____ Remove	_____	_____	_____ _____ _____
6) ____ Change ____ Add ____ Remove	_____	_____	_____ _____ _____

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

Please see attached form.

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☐ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 03/17/15

Signature Natasha Danskine
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Natasha Danskine

(Typed or printed name of person signing)

President

(Title of person signing)

Article I

NAME

1.01 Name

The legal name of this corporation shall be Sea ME Be, Inc. The business of the corporation may be conducted as Sea ME Be, Inc.

Article II

DURATION

2.01 Duration

The period of duration for the corporation shall be perpetual.

Article III

PURPOSE

3.01 Purpose

Sea ME Be, Inc. is a non-profit corporation organized exclusively for 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 the corresponding section of any future federal tax code.

We aim to improve the lives of individuals on and off the autism spectrum by teaching and promoting social development and gross motor skills through outdoor water activities.

3.02 Public Benefit

Sea ME Be, Inc. is designated as a public benefit corporation.

Article IV

NON-PROFIT NATURE/BENEFITS

4.01 Non-Profit Nature

Sea ME Be, 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 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 Sea ME Be, 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 Sea ME Be, Inc., any assets lawfully available for distribution shall be distributed to one or more qualified 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 shall 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 Sea ME Be, Inc. hereunder shall be selected by the discretion of a majority of the managing body of the Sea ME Be, 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 Sea ME Be, Inc. by one 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 Florida.

In the event 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.

4.04 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, 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.

4.05

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.

4.06

Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (a) 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 (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.

Article V

BOARD OF DIRECTORS

5.01 Governance

Sea ME Be, Inc. shall be governed by its board or directors.

5.02 Initial Directors

The initial directors of the corporation have been appointed by the incorporator(s) and shall be Sea ME Be, Inc.

5.03 Selection of Board Members

Initial board members were selected by the incorporator(s). Directors may be elected at any meeting by the majority vote of the existing Board of Directors.

Article VI

MEMBERSHIP

6.01 Membership

Sea ME Be, 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

8.01 Corporate Address

The physical address of the corporation is:

525 Jung Blvd West

Naples, Fl. 34120

The mailing address of the corporation is:

525 Jung Blvd West

Naples, Fl. 34120

Article IX

APPOINTMENT OF REGISTERED AGENT

9.01 Registered Agent

The registered agent of the corporation shall be:

Natasha Danskine

525 Jung Blvd. West

Naples, Fl 34120

Article X

INCORPORATOR

10.01 Incorporator

The incorporators of the corporation are as follows:

Natasha Danskine

525 Jung Blvd. West

Naples, Fl 34120