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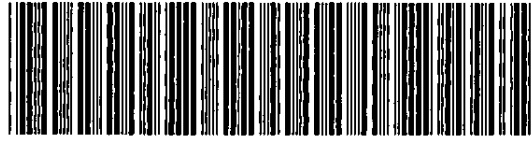
(Business Entity Name)

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FILED
15 MAY 28 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAY 27 2015
S. GILBERT

COVER LETTER

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

SUBJECT: St. Augustine Yacht Club Foundation, 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: Michael R. Fegen
Name (Printed or typed)

442 Ocean Vista Ave
Address

St. Augustine, FL 32080
City, State & Zip

904-824-9725
Daytime Telephone number

commodore@staugustineyachtclub.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
St. Augustine Yacht Club Foundation, Inc.
(In Compliance with Chapter 617, F.S., Not for Profit)**

FILED
15 MAY 28 AM 9:43
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 1.

The name of the corporation is St. Augustine Yacht Club Foundation, Inc.

Article 2.

The initial registered office of the Corporation shall be at: 442 Ocean Vista Ave, St. Augustine, FL 32080. The initial registered agent of the Corporation at such address shall be: Michael R. Fegen.

Article 3.

The name and address of the incorporator is:

Michael R. Fegen
442 Ocean Vista Ave
St. Augustine, FL 32080

Article 4.

The initial principal office address of the Corporation shall be at: 442 Ocean Vista Ave, St. Augustine, FL 32080.

Article 5.

Said organization 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 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The specific purpose of the organization is to promote safety in boating, conservation of natural resources, motor boating, sailing, sport fishing, racing, other marine activities of a social and recreational nature and the development of recognized charitable activities in the St. Augustine community.

Article 6.

The Corporation shall have perpetual duration.

Article 7.

The affairs of the Corporation shall be managed by a Board of Directors. The number of Directors of the Corporation and method of election shall be set out more specifically in the bylaws. Initial Board Members are:

James M. McNabb – President and Director
442 Ocean Vista Ave
St. Augustine, FL 32080

James O'Reilly – Secretary and Director
442 Ocean Vista Ave
St. Augustine, FL 32080

Foster B. Thorpe – Treasurer and Director
442 Ocean Vista Ave
St. Augustine, FL 32080

Michael R. Fegen - Director
442 Ocean Vista Ave
St. Augustine, FL 32080

Article 8.

Upon 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 disposed of shall be disposed of by a Court of Competent Jurisdiction of the County in which the principal office of the Corporation is then located, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article 9.

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 section 501(c)(3) purposes. No substantial part of the activities of the corporation shall be carrying on of propaganda, 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.

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 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.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 20th day of May, 2015.

Name of Incorporator

Michael R. Fegen

Signature of Incorporator

Michael R. Fegen

Date

5/20/2015

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Name of Registered Agent

Michael R. Fegen

Signature of Registered Agent

Michael R. Fegen

Date

5/20/2015

original