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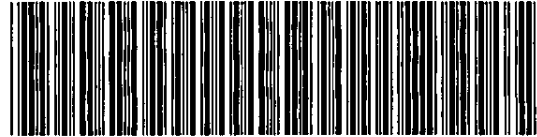
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 28, 2016

GLENN L ERICKSON
11551 43RD ST N
CLEARWATER, FL 33762

SUBJECT: REMEDIOCEAN INC.
Ref. Number: N16000006323

We have received your document for REMEDIOCEAN INC. and your check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please file the document as either Articles of Amendment or Restated Articles of Incorporation pursuant to applicable Florida Statutes.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Rebekah White
Regulatory Specialist II

Letter Number: 616A00020850

Corrected -
please see attached and file.
Thank you!

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
REMEDIOCLEAN INC.**

(a Florida not-for-profit corporation)

RemediOcean Inc. (the "Corporation"), a Florida not-for-profit corporation (Florida Document #N16000006323), filed its Articles of Incorporation with the Florida Department of State, Division of Corporation on June 23, 2016 (the "Original Articles"). The undersigned, the duly authorized President of the Corporation, does hereby certify that the Original Articles are amended and restated in their entirety to read as follows:

**"ARTICLE I
NAME**

The name of the corporation shall be REMEDIOCLEAN INC. (the "Corporation"). Pending any change authorized by the Corporation's Board of Directors, its principal office and mailing address shall be 11551 43rd Street North, Clearwater, Florida 33762.

**ARTICLE II
ADDRESS OF REGISTERED OFFICE**

The street address of the registered office of this Corporation is 9184 83rd Street North, Seminole, Florida 33777 and the name of the Registered Agent of this Corporation at that address is Glenn L. Erickson.

**ARTICLE III
PURPOSE**

The Corporation shall be 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 Section 501(c)(3) of the Internal Revenue Code, or any corresponding section of any future federal tax code (the "Code"). The objective of the Corporation shall be to develop, build and use equipment to remove plastic trash from the oceans of the world. To achieve this objective, the Corporation shall be authorized to carry out the following activities:

- a. to make distributions to organizations that qualify as exempt organizations under Section 501(c)(3) and Section 509(a)(1) of the Code;
- b. to borrow money and issue evidences of indebtedness in furtherance of any or all of the purposes of the Corporation;
- c. to act as trustee under any trust or endowment incidental to the principal objects of the Corporation, and in connection therewith to enter into any kind of activity and to perform and carry out contracts of any kind necessary to or in connection with or incidental to the accomplishment of any one or more of the not-for-profit purposes of the Corporation;

d. to collect funds in furtherance of the Corporation's objectives, to prudently expend all funds received and disburse the net interest and other earnings that may be received in satisfaction of its operating expenditures and expenses and in support of meritorious projects which may further its objectives.

e. the Corporation shall have a racially non-discriminatory policy and shall not discriminate on the basis of race, color or national or ethnic origin;

f. no part of the funds of the Corporation shall inure to the benefit of any private individual, and no part of the activities shall consist of carrying on propaganda, or otherwise attempting to influence legislation, or of participating in any political campaign on behalf of any candidate for public office;

g. the Corporation is not organized for pecuniary profit, nor shall it have any power to issue certificates of stock or declare dividends, and no part of its net earnings shall inure to the benefit of any individual and the balance, if any, of all money received by the Corporation from its operations, after the payment in full of all debts and obligations of the Corporation of whatever kind and nature, shall be used and distributed exclusively to organizations that qualify under Section 509(a)(1) or (2) of the Code;

h. the Corporation shall have the power to acquire and hold title in fee simple, in trust, acquired by gifts, or otherwise, to both real and personal property, and to improve, encumber, sell, convey, use, lease, mortgage, and dispose of all such property in conformity with the Bylaws of the Corporation; and

i. the Corporation shall further be authorized to invest, reinvest, and administer the principal or the income of the Corporation's assets in such manner as, in the judgment of the Board of Directors, will best promote the purposes of the Corporation and shall be further authorized to exercise each and every power and right granted to a not-for-profit corporation under the laws of the State of Florida as may be necessary for the furtherance of its purposes; all in accordance with its Bylaws or as the same may be hereafter modified or amended; provided, however, that such activities conform to the provisions of Section 501(c)(3) of the Code.

ARTICLE IV **MEMBERSHIP**

The Corporation shall be organized as an entity without members.

ARTICLE V **INCORPORATORS**

The name and address of the incorporator of this Corporation is Glenn L. Erickson, 11551 43rd Street North, Clearwater, Florida 33762.

ARTICLE VI
OFFICIAL BOARD OF DIRECTORS/OFFICERS

The powers of this Corporation shall be exercised, its properties controlled and affairs supervised by a Board of Directors, the precise number of which shall be set by the Bylaws of the Corporation, provided that there shall be a minimum of three directors at all times. Each member of the Board of Directors shall be elected in the manner and for the terms prescribed in the Bylaws, and shall hold office until their respective successors are duly elected and qualified. The affairs of the Corporation shall be managed by the Board of Directors, who shall elect the following officers: President, Vice-President, Secretary and Treasurer, which officers shall be provided for in the Bylaws. Each officer shall be elected from time to time in accordance with the Bylaws and each officer shall hold office until his or her successor is elected and qualified.

The names and addresses of the current Board of Directors until their successors are elected and qualified are as follows:

Glenn L. Erickson
11551 43rd Street North
Clearwater, Florida 33762

Larry Norman
803 North Church Avenue
Mulberry, Florida 33860

Mark Bryan
1498 Excalibur Drive
Clearwater, Florida 33764

ARTICLE VII
AMENDMENTS

The Articles of Incorporation of this Corporation may be amended, altered or restated at any regular meeting or a special meeting of the Board of Directors by a majority vote of the Board of Directors then in office.

ARTICLE VIII
BYLAWS

Subject to any limitations set forth in the Florida Not For Profit Corporation Act, the Corporation's Bylaws shall be adopted by the Board of Directors and may be altered, amended, or rescinded by the Board of Directors in a manner provided by the Bylaws.

ARTICLE IX
TERM

The term of the Corporation shall be perpetual or until dissolved by due process of law.

ARTICLE X
DISTRIBUTION OF ASSETS

In the event of dissolution of the Corporation, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations

described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, as amended, or corresponding sections of the Internal Revenue Code, or to the Federal, State or local government for exclusive public use.

Notwithstanding any other provision of these Articles of Incorporation, this Corporation shall not carry on any other activities not permitted to be carried on by (a) an entity exempt from Federal Income Tax under Section 501(c)(3) of the United States Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue Code, (b) an entity to which contributions are deductible under Section 170(c)(2) of the United States Internal Revenue Code of 1986, as amended, or any other corresponding provision of any future United States Internal Revenue Code, or (c) an organization which is a private foundation described in Section 509(a) of the Internal Revenue Code of 1986, as amended (or any successor thereto), including without limitation the restrictions contained in Florida Statutes Section 617.0835.

ARTICLE XI
DEFENSE AND INDEMNIFICATION
OF OFFICERS AND DIRECTORS

The Corporation shall defend, indemnify and hold harmless every registered agent, director or officer and his or her heirs, personal representatives and administrators against liability and against expenses reasonably incurred by him or her in connection with any action, suit or proceeding to which he or she may be made a party by reason of his or her having been a director or officer of this Corporation, except in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to be liable for willful misconduct."

The foregoing Amended and Restated Articles of Incorporation ("Restated Articles") were approved by the Corporation's Board of Directors pursuant to a Written Action of the Board of Directors dated as of the date hereof. The Corporation has no members. As such, the Restated Articles do not contain an amendment to the articles of incorporation that require member approval. These Restated Articles shall become effective as of the close of business on the date they are approved by the Florida Department of State and all filing fees then due have been paid, all in accordance with the corporation laws of the State of Florida.

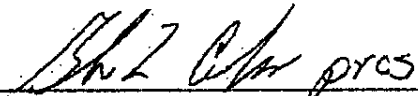
IN WITNESS WHEREOF, the Corporation has caused these Amended and Restated Articles of Incorporation to be prepared under the signature of the President on Sept 2, 2016 2016.

REMEDIOCLEAN INC.

By: Glenn L. Erickson *pres*
Glenn L. Erickson, President

ACKNOWLEDGMENT

GLENN L. ERICKSON hereby accepts the appointment as Registered Agent of the above named Corporation, and agrees to act as such in accordance with the provisions of §§48.091 and 607.0505, Florida Statutes.



Glenn L. Erickson