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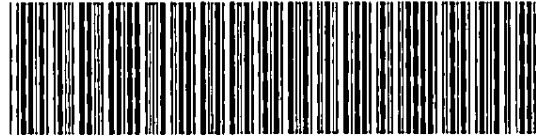
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FILED
19 MAR - 7 PM 1:48
TALLAHASSEE, FLORIDA

MAR 16 2019

S. YOUNG



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

March 3, 2019

**Re: Amended and Restated Articles of Incorporation of Community Ocean, Inc., a
Florida Nonprofit Corporation**

Dear Corporate Specialist:

Enclosed is an original and one copy of the Articles of Incorporation for Community Ocean Inc.
Please have this document filed in your records.

Also enclosed is a check in the amount of \$52.50 to pay for the filing fee, certified copy, and
certificate of status.

Please contact me at 571-442-6281 if you need additional information.

Please return all documents to:

Community Ocean
515 East Las Olas Boulevard, STE 120
Fort Lauderdale, FL 33301

Sincerely Yours,

A handwritten signature in black ink, appearing to read "Claire Ellis", written in a cursive style.

Claire Ellis, President and Registered Agent, Community Ocean, Inc.

ARTICLES OF INCORPORATION
(as restated on January 21, 2019)

OF

Community Ocean, Inc.

FILED
19 MAR -7 PM 4:48
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

The undersigned, a natural person over the age of eighteen years, hereby certifies as follows:

Manner of Adoption

There are no members or members entitled to vote on the amendment/restatement. These Restated Articles were adopted by the Board of Directors of the Corporation at a special meeting with a quorum being present which was held on December 5, 2018. This meeting of the Directors met the requirements of both the Articles of Incorporation and the Bylaws.

ARTICLE I — NAME

The name of the corporation is **Community Ocean, Inc.** (hereinafter referred to as the "Corporation").

ARTICLE II — REGISTERED OFFICE ADDRESS

The principal office of the Corporation is to be located at 515 East Las Olas Boulevard, Suite 120, Fort Lauderdale, Florida 33301. The name and address of the Corporation's agent for service of process is: Registered Agents Inc., 7901 4th ST N, STE 300, St. Petersburg, FL 33702.

ARTICLE III — PURPOSE

The Corporation is organized exclusively for charitable, educational, and scientific purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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. The specific purpose of the Corporation is to support community-based grassroots marine and ocean conservation programs, educational activities and scientific research through grantmaking to local organizations.

The Corporation shall not be conducted or operated for profit and no part of the net earnings of the Corporation shall inure to the benefit of any individual, nor shall any of the net earnings or assets of the Corporation be used other than for the purposes of the Corporation.

ARTICLE IV — EXEMPTION REQUIREMENTS

At all times the following shall operate as conditions restricting the operations and activities of the Corporation:

1. 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 the purposes set forth in Article Third hereof.

2. 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 or in opposition to any candidate for public office.

3. 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.

ARTICLE V — DURATION / DISSOLUTION

The duration of the corporate existence shall be perpetual. In the event of liquidation, dissolution, or winding up of the Corporation, whether voluntary, involuntary, or by the operation of law, the property or other assets of the Corporation remaining after the payment, satisfaction, and discharge of liabilities or obligations, 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 so 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 organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, I have subscribed my name this 20th day of January 2018.

Claire Ellis

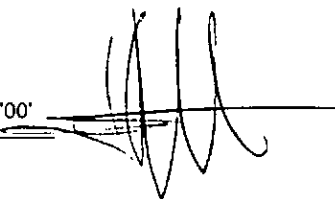
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Claire Ellis, Incorporator

Jd Walter

Digitally signed by Jd Walter
Date: 2019.01.21 10:36:04 -05'00'



Jd Walter, Incorporator

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(as restated on January 21, 2019)

OF

Community Ocean, Inc.

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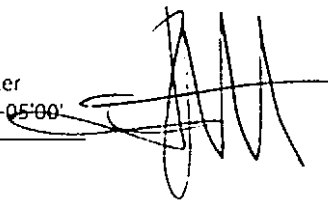
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