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**FLORIDA PROFIT/NON PROFIT CORPORATION
SAVIORS OF SEAS, INC.**

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T. SCOTT

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**ARTICLES OF INCORPORATION
OF
SAVIORS OF SEAS, INC.**

The undersigned, acting as incorporator of Saviors of Seas, Inc., under the Florida Not For Profit Corporation Act, Chapter 617 of the Florida Statutes, submits the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is Saviors of Seas, Inc. (the "Corporation").

ARTICLE II. ADDRESS

The street address of the initial principal office and the mailing address of the Corporation are:

2550 Eisenhower Blvd.
#316
Fort Lauderdale, Florida 33316

ARTICLE III. DURATION AND COMMENCEMENT

The Corporation will exist perpetually, commencing on the date these Articles of Incorporation are executed, unless the filing of these Articles of Incorporation occurs more than five (5) business days thereafter, in which event such existence commences on the date of filing of these Articles of Incorporation.

ARTICLE IV. PURPOSE

A. The Corporation is organized as a corporation not-for-profit. The Corporation is organized and shall be operated exclusively for such charitable, educational, literary, or scientific purposes as will qualify it for exemption from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code"), or the corresponding provision of any future United States Internal Revenue Law. Within the scope of the foregoing, the purposes of the Corporation shall include, but not be limited to, the following:

1. preserving and protecting the world's oceans through cleanup, recovery, and conservation efforts;
2. educating the public on the need to preserve and protect the world's oceans;
3. (a) soliciting, collecting and otherwise raising funds, (b) administering and investing funds received, and (c) expending, contributing or otherwise disbursing

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such funds either directly or through contributions to other organizations for one of the foregoing, or for other, charitable, educational, literary, or scientific purposes; and

4. engaging in any and all lawful activities that may be incidental or reasonably necessary to any of those purposes, and in doing so, exercising all other power and authority now or hereafter conferred upon corporations not for profit in the State of Florida.

ARTICLE V. LIMITATIONS ON CORPORATE POWER

The corporate powers of the Corporation are as provided in Section 617.0302, Florida Statutes, except to the extent such powers are limited by the following provisions of this Article:

(a) No part of the assets or net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, unless such member, director, officer or other private person is itself an organization qualifying for exemption from federal income tax as an organization described by Section 501(c)(3) of the Code or the corresponding section of any future United States Internal Revenue Law and except as reasonable compensation for services rendered or to make payments and distributions in furtherance of the purposes set forth in Article IV hereof.

(b) No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except to the extent permitted pursuant to an election made under Section 501(h) of the Code), and the Corporation shall not participate in or intervene in any political campaign (including the publishing or distributing of statements) on behalf of or in opposition to any candidate for public office.

(c) Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on (i) by a corporation qualifying for exemption from federal income tax as an organization described in Section 501(c)(3) of the Code, or corresponding section of any future United States Internal Revenue Law, or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code, or corresponding section of any future United States Internal Revenue Law.

ARTICLE VI. MEMBERS

The Corporation shall have no members and has no authority to issue capital stock.

ARTICLE VII. INITIAL REGISTERED OFFICE AND AGENT

The Corporation designates 11380 Prosperity Farms Road, #221E, Palm Beach Gardens, FL 33410, as the street address of the initial registered office of the corporation and names Corporate Creations Network Inc. as the Corporation's initial registered agent at that address to accept service of process within this state.

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ARTICLE VIII. DIRECTORS

The affairs of the Corporation shall be managed by its Board of Directors, which shall consist of such number of persons as shall be fixed by the bylaws from time to time, but shall not be less than three. The qualifications to serve as a director, the rights and powers of the directors, and the manner and selection of the directors shall be as specified in the bylaws of the Corporation. The names and addresses of the initial directors of the Corporation are:

<u>Name</u>	<u>Address</u>
Eugene B. Gargiulo Jr.	1816 NE 26 th Avenue Unit #1 Fort Lauderdale, FL 33305
David Olin, PE	16334 Port Dickinson Dr. Jupiter, FL 33477
Jon Compton	7803 NE 75 th Avenue Tamarac, FL 33321

ARTICLE IX. INCORPORATOR

The name and street address of the incorporator are:

<u>Name</u>	<u>Address</u>
Kenneth W. Parsons	Holland & Knight LLP 800 17 th Street, N.W. Suite 1100 Washington, D.C. 20006

ARTICLE X. DISSOLUTION

In the event of the dissolution of the Corporation, the residual assets of the Corporation shall be distributed to one or more organizations that themselves are exempt from federal income taxation as organizations described by Section 501(c)(3) of the Code, or corresponding section of any future United States Internal Revenue Law, 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 the Circuit Court for the County in which the principal office of the Corporation is then located, exclusively for charitable, educational, literary, or scientific purposes, or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes. No part of the assets or net earnings of the Corporation may be distributed or inure to the benefit of any individual.

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ARTICLE XI. INDEMNIFICATION

(a) The Corporation shall indemnify any person who is or was a party to any proceeding by reason of the fact that such person is or was a director or officer of the Corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as a director or officer of the Corporation or its subsidiaries. To the fullest extent not prohibited by law, the Corporation shall advance indemnification expenses for actions taken in the capacity of such person as an officer or director, within twenty (20) days after receipt by the Corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses.

(b) The Corporation by action of its Board of Directors, in its sole discretion, may indemnify any person who is or was a party to any proceeding, by reason of the fact that such person is or was an employee or agent of the Corporation or its subsidiaries, to the fullest extent not prohibited by law, for actions taken in the capacity of such person as an employee or agent of the Corporation or its subsidiaries. The Corporation by action of its Board of Directors, in its sole discretion, may advance indemnification expenses for actions taken in the capacity of such person as an employee or agent, after receipt by the Corporation of (1) a written statement requesting such advance, (2) evidence of the expenses incurred, and (3) a written statement by or on behalf of such person agreeing to repay the advanced expenses if it is ultimately determined that such person is not entitled to be indemnified against such expenses. Absent specific action by the Board of Directors, the authority granted to the Board of Directors in this paragraph (b) shall create no rights in the persons eligible for indemnification or advancement of expenses and shall create no obligations of the Corporation relating thereto.

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The undersigned incorporator, for the purpose of forming a corporation not-for-profit under the laws of the State of Florida, has executed these Articles of Incorporation on July 9, 2018.



Kenneth W. Parsons
Incorporator

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ACCEPTANCE OF REGISTERED AGENT

That Saviors of Seas, Inc. desiring to organize under the laws of the State of Florida, has named Corporate Creations Network Inc. as its agent to accept service of process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-referenced Corporation at is 11380 Prosperity Farms Road, #221E, Palm Beach Gardens, FL 33410, the undersigned hereby agrees to act in this capacity, agrees to comply with the provisions of all statutes relative to the proper and complete performance of the duties of a registered agent, and accepts the duties and obligations of Section 617.0503, Florida Statutes.

Dated this 9th day of July, 2018.

Corporate Creations Network Inc.

By: 

Name:

Title:

Jim Perkins
CEO

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