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FLORIDA PROFIT/NON PROFIT CORPORATION
The Cat Cay Restoration and Preservation Foundation.

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**ARTICLES OF INCORPORATION
OF
THE CAT CAY RESTORATION AND PRESERVATION FOUNDATION, INC.**

(In compliance with Chapter 617, F.S. (Florida Not For Profit Corporation Act))

ARTICLE I

The name of the corporation shall be The Cat Cay Restoration and Preservation Foundation, Inc. (the "Corporation").

ARTICLE II

The street address of the initial principal office is 1050 Lee Wagener Boulevard, Ft. Lauderdale, FL 33315.

ARTICLE III

A. The purposes for which the Corporation is organized is (i) to provide resources to restore historic Cat Cay, Bahamas and its residents, reefs, historic features, structures and infrastructure from the devastation of natural and other disasters; (ii) to provide resources to protect the reefs and other historic features and character of Cat Cay, Bahamas, and (iii) to engage in any other lawful act or activity for which corporations may be organized under Chapter 617 of the Florida Not For Profit Corporation Act (the "Act") so long as the corporation does not engage in any activity or activities not in furtherance of one or more tax exempt purposes as contemplated in Section 501(c)(3) of the Code.

B. The Corporation is organized exclusively for religious, charitable, scientific, literary and/or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or corresponding provisions of any subsequent federal tax laws (the "Code"), and, in particular, to provide food for the impoverished and underprivileged within the meaning of Section 501(c)(3) of the Code.

C. In furtherance and not in limitation of the general powers conferred by the laws of the State of Florida and the objects and purposes set forth in these Articles of Incorporation, it is expressly provided that to such extent as a nonprofit corporation organized under the Act may now or in the future lawfully do, the Corporation shall have the power to do, either as principal or agent and either alone or in connection with other corporations, firms or individuals, all things that are necessary, suitable, convenient or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more of the objects enumerated in these Articles of Incorporation, or designed directly or indirectly to promote the interests of the Corporation or to enhance the value of its properties; and in general to do any and all things and exercise any and all powers, rights and privileges which a corporation may now or in the future be authorized to do or to exercise under the Act or under any act amending, supplementing or substituting for the Act.

D. The provisions of this Article III shall be construed both as purposes and powers and each as an independent purpose and power. The specific purposes and powers enumerated above in this Article III shall, except when otherwise provided in this Article III, in no way be limited or restricted by reference to, or inference from, the terms of any provision of this or any other Article of these Articles of Incorporation.

E. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, 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 the purpose clause hereof. 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 any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on (i) by any organization exempt from federal income tax under Section 501(c)(3) of the Code, or (ii) by an organization, contributions to which are deductible under section 170(c)(2) of the Code.

ARTICLE IV

The initial directors of the Corporation shall be appointed in these Articles. Thereafter, directors shall be elected in accordance with the Bylaws of the Corporation.

The initial directors of the Corporation shall be:

John McCranie
1050 Lee Wagener Boulevard
Ft. Lauderdale, Florida 33315

Michael Skenian
10480 West Atlantic Blvd.
Delray Beach, Florida 33486

William G. Miller
101 S.E. 23rd Avenue
Ft. Lauderdale, Florida 33301

ARTICLE V

The name and Florida street address of the registered agent of the Corporation shall be John McCranie, 1050 Lee Wagener Boulevard, Ft. Lauderdale, FL 33315.

ARTICLE VI

The name and address of the incorporator is Lynn E. Fowler, Esq., Kilpatrick Townsend & Stockton LLP, Suite 2800, 1100 Peachtree Street, Atlanta, Georgia 30309.

ARTICLE VII

Subject to any approvals described in these Articles of Incorporation or the Bylaws of the Corporation, in the event of dissolution, whether voluntary or involuntary, the residual assets of the Corporation will be turned over to one or more organizations which, at the time of such distribution(s), themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Code, or to the federal, state or local government for exclusive public purpose, and in no event shall any benefit accrue by reason of any such dissolution to any of the incorporators, officers or Directors of the Corporation.

ARTICLE VIII

The Corporation shall not have members.

ARTICLE IX

The Directors of the Corporation shall be immune from liability to the Corporation to the fullest extent permitted from time to time by the Act or any applicable successor law or laws.

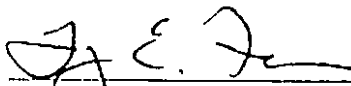
ARTICLE X

References herein to the Act shall be deemed to include any amendments to the Act hereinafter enacted. In the event that any of the provisions of these Articles of Incorporation (including any provision within a single sentence) is held by a court of competent jurisdiction to be invalid, void, or otherwise unenforceable, the remaining provisions are severable and shall remain enforceable to the fullest extent permitted by law.

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

JEF


August 20
Dated April, 2018.


Lynn E. Fowler, Incorporator

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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.

~~August 20~~
Dated ~~April~~ August 20, 2018.


John McCranie, Registered Agent