

2/13/2019

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19-02-13 12:49:56 PST

LegalZoom.com, Inc. v. State of Florida

Division of Corporations

Florida Department of State  
Division of Corporations  
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**FLORIDA PROFIT/NON PROFIT CORPORATION**  
**Reef Cells Corporation**

Certificate of Status	0
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**COVER LETTER**

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

**SUBJECT:** Reef Cells Corporation

(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:** Cheyenne Moseley, LegalZoom.com, Inc  
\_\_\_\_\_  
Name (Printed or typed)

101 N Brand Blvd, 10th Floor  
\_\_\_\_\_  
Address

Glendale, CA 91203  
\_\_\_\_\_  
City, State & Zip

323 962 8600 x 7625  
\_\_\_\_\_  
Daytime Telephone number

onlinefilings@Legalzoom.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

In compliance with Chapter 617, F.S. (Not for Profit)

**ARTICLE I NAME**

The name of the corporation shall be Reef Cells Corporation

**ARTICLE II PRINCIPAL OFFICE**

Principal street address  
141 Commerce Rd

Mailing address, if different is

Boynton Beach, Florida 33426

**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is Please see attached

**ARTICLE IV MANNER OF ELECTION** The manner in which the directors are elected and appointed The method by  
 which the directors of the corporation are elected or appointed will be stated in the bylaws

**ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS**

Name and Title	<u>Christopher Francis O'Hare, P, D</u>	Name and Title	<u>Irene Titarahardja, T, D</u>
Address	<u>141 Commerce Rd</u>	Address	<u>141 Commerce Rd</u>
	<u>Boynton Beach, Florida 33426</u>		<u>Boynton Beach, Florida 33426</u>
Name and Title	<u>Tina Martin, S, D</u>	Name and Title	
Address	<u>141 Commerce Rd</u>	Address	
	<u>Boynton Beach, Florida 33426</u>		
Name and Title		Name and Title	
Address		Address	

Name and Title _____	Name and Title _____
Address _____	Address _____
_____	_____
_____	_____
Name and Title _____	Name and Title _____
Address _____	Address _____
_____	_____
_____	_____

**ARTICLE VI REGISTERED AGENT**

The name and Florida street address (P O Box NOT acceptable) of the registered agent is

Name Christopher O'Hare  
Address 141 Commerce Rd  
Boynton Beach, FL 33426

**ARTICLE VII INCORPORATOR**

The name and address of the Incorporator is

Name Cheyenne Mosley, Legalzoom.com, Inc.  
Address 101 N. Brand Blvd., 11th Floor  
Glendale, CA 91203

**ARTICLE VIII EFFECTIVE DATE:**

Effective date, if other than the date of filing \_\_\_\_\_ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five business days prior or 90 business days after the filing.)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records

*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.*

\_\_\_\_\_  
Required Signature of Registered Agent Christopher O'Hare

2-7-19  
Date

*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.*

\_\_\_\_\_  
Required Signature of Incorporator

2/13/2019  
Date

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**Attachment to**  
**Articles of Incorporation of**  
**Reef Cells Corporation**

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 the section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The business activity for said organization is as follows: Raise funds to create underwater habitat for marine organisms, create and deploy those habitats, provide alternative underwater structure to relieve diver pressure on natural habitat areas, promote the importance of marine ecosystem protection, restoration and enhancement. Educate people about marine ecosystems.

No part of the net earnings of this organization 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 herein. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this 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 this document, 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.

Upon the dissolution of this corporation, assets remaining shall be distributed for one or more exempt purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code, or 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 by a Court of Competent Jurisdiction of the county in which the principal office of the organization 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.