

12/16/2019

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 THERAPEUTIC SCUBA INSTITUTE INC.**

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: THERAPEUTIC SCUBA INSTITUTE INC.

DOCUMENT NUMBER: N19000010999

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

PAUL SALVER

(Name of Contact Person)

SALVER & COOK LLP

(Firm/ Company)

2721 EXECUTIVE PARK DR STE 4

(Address)

WESTON, FL 33331

(City/ State and Zip Code)

D.SANTANA@PSCCPAS.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

PAUL SALVER

954-389-1333

(Name of Contact Person)

at

(Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

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Mailing Address
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address
Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

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**AMENDED ARTICLES OF INCORPORATION
OF
THERAPEUTIC SCUBA INSTITUTE, INC.**

1. The Articles of Incorporation for this Corporation were filed effective as of October 14, 2019 and assigned Florida docket number
2. The Articles of Incorporation of the Corporation are hereby amended in their entirety to read as follows: 19000010999

**ARTICLE I
NAME OF CORPORATION AND ADDRESS**

The name of the corporation is Therapeutic Scuba Institute Inc. The principal office of the Corporation is located at 2333 Brickell Avenue, Suite A-1 Miami, FL 33129. The mailing address of the corporation is 4001 Southwest 132nd Ave., Miramar, FL 33027.

**ARTICLE II
TERM**

This Corporation shall have a perpetual existence, beginning on the date of the filing of these Articles with office of the Florida Secretary of State.

**ARTICLE III
REGISTERED AGENT**

The name of the registered agent of the Corporation is Michael R Kaufman. The address of this registered agent is 4001 SW 132nd Ave., Miramar, FL 33027.

**ARTICLE IV
INCORPORATOR**

The name and address of the incorporator is Michael R. Kaufman, 2333 Brickell Avenue, Suite A-1, Miami, FL 33129.

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ARTICLE V

PURPOSE

The Corporation is organized and shall be operated exclusively for charitable purposes. The term charitable shall have the same meaning herein as it has in section 501 (c) (3) of the Internal Revenue Code of 1986, or the corresponding provisions of any future federal Internal Revenue laws then in effect (the "Internal Revenue Code"). Without limiting the generality of the foregoing, the purpose of this Corporation shall include the following:

- (A) To develop, promote, implement, and support adaptive scuba and related therapeutic programs for individuals with disabilities, emphasizing education, training, research and safety.
- (B) To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chest, funds and foundations organized and operated exclusively for charitable, educational or scientific purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation; and,
- (C) To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, in either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trust, institution, foundations, government bureaus, departments or agencies: provided, however, that notwithstanding the foregoing particular purposes found in this article, this Corporation shall not engage in any activity that may not be engaged in by a Corporation that is exempt under Section 501 (c) (3) of the Internal Revenue Code.

ARTICLE VI

MANNER OF ELECTION

The manner in which the directors are elected or appointed is provided in the bylaws of the corporation.

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ARTICLE VII

501(c)(3) LIMITATIONS

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 Five 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 or in opposition to any candidate for public office.

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 VIII

DISSOLUTION

Upon the dissolution of the corporation, assets 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.

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ARTICLE IX
MANNER OF ELECTION

The manner in which the directors are elected or appointed is provided in the bylaws of the Corporation.

ARTICLE X.

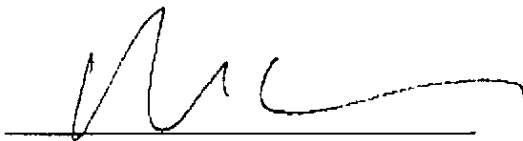
DIRECTORS

The number of directors constituting the initial Board of Directors is five (5) and the names and addresses of the persons who are to serve as directors until the 1st meeting of the Corporation or until their successors are elected and qualified are:

1. Michael R Kaufman 2333 Brickel Ave., Suite A-1, Miami, FL 33129
2. Rosemary Ciotti 900 N. Stafford St #2322 Arlington VA 22203
3. Craig Ress 5479 Piping Rock Drive Boynton Beach FL 33437
4. Kay Pearson 22 E Steele Street Orlando FL 32804
5. Tania Santiago Perez 11200 SW 8th St, Miami, FL 33199

AUTHORIZED AMENDMENT: The foregoing amendment of the Corporation's Articles of Incorporation were adopted at the meeting of the Board of Directors of the Corporation signed on November 21, 2019, manifesting the Board of Directors intention that this amendment of the articles of incorporation be adopted, pursuant to Section 617.1007, Florida Statutes. There are no members required to vote on the foregoing amendment.

These Amended Articles of Incorporation are hereby executed on this 21st day of November 2019.



Michael R Kaufman, President

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