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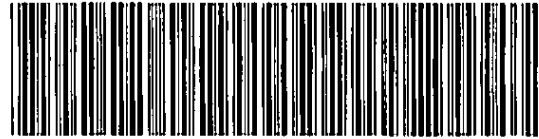
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Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: OKEANOS FOUNDATION, INC.
(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: Florencio N. Gomez Cuetara IV
Name (Printed or typed)

429 Lenox Ave, First Floor (Okeanos)
Address

Miami Beach, FL 33139
City, State & Zip

9494003041
Daytime Telephone number

ncuetara@madefromstone.com

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

NOTE: Please provide the original and one copy of the articles.

20 FEB 27 AM 9 56

**ARTICLES OF INCORPORATION
OF
OKEANOS FOUNDATION, INC.**

In compliance with the requirements of Chapter 617, F.S., (Not for Profit), the undersigned hereby acts as an incorporator in adopting and filing these Articles of Incorporation.

ARTICLE I: NAME

The name of the corporation shall be OKEANOS FOUNDATION, INC. (the "Corporation").

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The street and mailing address of the initial principal office of the Corporation is 429 Lenox Ave., First Floor, Miami Beach, FL 33139.

ARTICLE III: PURPOSE

The purpose for which the corporation is organized is exclusively for charitable, educational and scientific purposes relating to the protection and conservation of the environment, 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.

ARTICLE IV: MANNER OF ELECTION

The directors will be elected and appointed as set forth in the bylaws.

ARTICLE V: INITIAL DIRECTORS

The initial board of directors of the Corporation shall consist of five (5) directors. This number may be increased or decreased from time to time in accordance with the Corporation's bylaws, but shall never be less than three (3). The names and addresses of the individuals who will serve on the initial board of directors are:

1. GRACE M. LOZINSKI, residing at 37 Blue Heron, Irvine, CA 92603, US.
2. FLORENCIO J. GOMEZ CUETARA III, residing at 1000 S. Pointe Dr., Apt 1208, Miami Beach FL 33139, US.
3. RUSSELL S. PETRIE, M.D., residing at 37 Blue Heron, Irvine, CA 92603, US.
4. LARRY JAY WYMAN, residing at 50 S. Pointe Drive, Apt. 2703, Miami Beach FL 33139, US.
5. FLORENCIO N. GOMEZ CUETARA IV, residing at 1000 S. Pointe Dr., Apt 1208, Miami Beach FL 33139, US, who will also act as the Authorized Representative of the Corporation.

ARTICLE VI: REGISTERED OFFICE AND AGENT

The name and Florida street address of the registered agent is: FLORENCIO N. GOMEZ-CUETARA IV, 429 Lenox Ave., First Floor, Miami Beach, FL 3313.

ARTICLE VII: INCORPORATOR

The name and address of the Incorporator is: FLORENCIO N GOMEZ-CUETARA IV, 4294H 9 56
Lenox Ave., First Floor, Miami Beach, FL 3313.

ARTICLE VIII: 501(c)(3) TAX-EXEMPT PROVISIONS

The following language relates to the Corporation's tax-exempt status and is not a statement of purposes and powers. Consequently, this language does not expand or alter the Corporation's purposes or powers set forth in Article III.

- (a) 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 III hereof.
- (b) No 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.
- (c) The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- (d) The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- (e) The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- (f) The Corporation will not make any investments in a manner as to jeopardize the carrying out of any of its exempt purposes, or subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- (g) The Corporation will not make any taxable expenditures as defined in section 4945 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- (h) 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.

ARTICLE IX: EFFECTIVE DATE AND TIME

The effective date and time of these Articles of Incorporation shall be the date and time that these Articles of Incorporation are filed with Florida Department of State, Division of Corporations.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in these Articles of Incorporation, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

F. Uetana
Required Signature/Registered Agent

2/21/20
Date

I submit these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Florida Department of State constitutes a third degree felony as provided for in Section 817.155 of the Florida Statutes.

F. Uetana
Required Signature/Incorporator

2/21/20
Date

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