

N21000007035

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

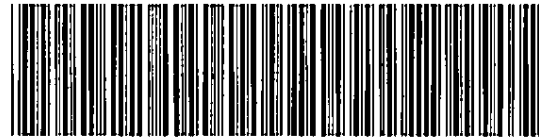
(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer: *Incomplete  
Articles*

1021000082453

Office Use Only



100365427681

05/10/21--01037--017 \*\*181.25

2021 JUN -7 10:59  
11-113

## COVER LETTER

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

6510117 L-1001000  
112

**SUBJECT:** Domestication of Harpseals.org, Inc.

Enclosed is an original and one (1) copy of the Certificate of Domestication and a check for:

**FEES:**

Certificate of Domestication	\$50.00
Articles of Incorporation and Certified Copy	<u>\$78.75</u>
Total to domesticate and file	<u>\$128.75</u>

**OPTIONAL:**

Certificate of Status	\$ 8.75
-----------------------	---------

Diana Marmorstein, Ph.D.

Name (printed or typed)

10905 High Noon Trl

Address

Parrish, FL 34219

City, State & Zip

760.810.1234

Daytime Telephone Number

contact@harpseals.org

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

2025 JUN -7 1410:59

in accordance with section 617.1803, Florida Statutes, does hereby certify:

- I am Diana Marmorstein, of Harpseals.org, Inc.

(Authorized Signature)

INHS53b (12/12)

**ARTICLES OF INCORPORATION**  
In compliance with Chapter 617, F.S. (Not for Profit)

FILED

2021 JUN -7 AM 10:59

**ARTICLE I      NAME**

The name of the corporation shall be:

**ARTICLE II      PRINCIPAL OFFICE**

The principal place of business/mailing address shall be:

Principal Address

Mailing Address

7901 4th St N STE 300

PO Box 115

St. Petersburg, FL 33702

Parrish, FL 34219

**ARTICLE III      PURPOSE**

The purpose for which the corporation is organized:

**ARTICLE IV MANNER OF ELECTION**

The manner in which the directors are elected or appointed:

---

---

---

---

---

---

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

The name(s) and address(es) and specific title(s):

Title/Name

Diana Marmorstein, Ph.D., CEO, Chairperson of Board

10905 High Noon Trl.

Parrish, FL 34219

Title/Name

Karin Braunsberger, Ph.D., Board Member

842 17th Ave. N

St. Petersburg, FL 33704

Title/Name

Ian Robichaud, Secretary, Board Member

2123 Delaware Ave.

Santa Monica, CA 90404

Title/Name

Robert Watson, Board Member

3501 Marwick Dr.

Plano, TX 75075

Title/Name

---

---

---

Title/Name

---

---

---

**ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS**

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

Registered Agents Inc.

7901 4th St N STE 300

St. Petersburg, FL 33702

**ARTICLE VII INCORPORATOR**

The name and address of the incorporator is:

Diana Marmorstein, Ph.D.

10905 High Noon Trl

Parrish, FL 34219

\*\*\*\*\*

*Having been named as registered agent and 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.*

Bill Hume  
Signature/Registered Agent

05/04/2021

Date

D  
Signature/Incorporator

5/6/21

Date

FILED

2021.03.17 AM 10:59

**ARTICLES OF INCORPORATION OF  
Harpseals.org  
A NONPROFIT CORPORATION**

**I**

**NAME/PRINCIPAL OFFICE**

- A. The name of this corporation is *Harpseals.org* (the "Corporation").
- B. The place in this state where the principal office of the Corporation is to be located is the city of Santa Monica, Los Angeles County.

**II**

**PURPOSE**

- A. This corporation is a nonprofit PUBLIC BENEFIT CORPORATION and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for public and charitable purposes. The Corporation is organized, and will be operated, exclusively for charitable and educational purposes within the meaning of sec. 501 (c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or the corresponding provision of any future Federal tax code, including, for such purposes, the making of distributions to organizations that also qualify as Section 501(c)(3) exempt organizations.
- B. The specific purpose of this corporation is to educate the public about the continuing massacres of harp seals in Canada. Public awareness is the key to ending these atrocities. Harpseals.org will conduct a publicity campaign to ensure that every American is fully aware of the conduct of the Canadian seal killers and of the support that they receive from the government of Canada.

**III**

**REGISTERED AGENT/OFFICE**

The name and address in the State of California of this corporation's initial agent for service of process is:

Ian Robichaud  
827 Bay St., Ste. 6  
Santa Monica, CA 90405

**IV**

**OPERATIONAL LIMITATIONS**

- A. This corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501(c)(3), Internal Revenue Code.
- B. No substantial part of the activities of this corporation shall consist of carrying on

propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office. The Corporation shall be empowered to make the election under sec. 501 (h) of the Code.

C. The Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from Federal income tax under sec. 501 (c)(3) of the Code or (ii) by a corporation, contributions to which are deductible under sec. 170 (c)(2) of the Code.

## V PECUNIARY LIMITATIONS

A. The property of this corporation is irrevocably dedicated to **charitable** purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person. The corporation shall not lend any of its assets to any officer or director of this corporation or guarantee to any person the payment of a loan by an officer or director of this corporation.

B. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for **charitable** purposes and which has established its tax exempt status under Section 501(c)(3), Internal Revenue Code.

## VI STATUS CHANGE

Notwithstanding anything to the contrary in these Articles, if the Corporation determines that it will not be treated as a corporation exempt from federal income tax under sec. 501(c)(3) of the Code, all references herein to sec. 501(c)(3) of the Code shall be deemed to refer to sec. 501(c)(4) of the Code and Article 4 shall be deemed not to be a part of these Articles.

## VII DIRECTORS/MEMBERS

A. The corporation shall have no voting members. The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's by-laws. No Director shall have any right, title, or interest in or to any property of the corporation.

B. The initial Board of Directors shall be comprised of the one natural person, who will act as Chairman of the Board of Directors.

### VIII PERSONAL LIABILITY

To the full extent permitted by the California Nonprofit Public Benefit Corporation Law or any other applicable laws presently or hereafter in effect, no director of the Corporation shall be personally liable to the Corporation or its members, should the Corporation elect to have members in the future, for or with respect to any acts or omissions in the performance of his or her duties as a director of the Corporation. Any repeal or modification of this Article 8 shall not adversely affect any right or protection of a director of the Corporation existing immediately prior to such repeal or modification.

### IX STOCK

This corporation, contemplating no pecuniary gain or profit to the Directors or Incorporators thereof, has no capital stock.

### X DURATION

The period of duration of the Corporation is perpetual.

### XI AMENDMENTS/ADDENDA

These Articles may be amended by the affirmative vote of at least two-thirds of the directors of the Corporation.

### XII INCORPORATOR


The incorporator of this corporation is:

Diana Marmorstein  
10090 S.W. 137 Ct.  
Miami, FL 33186

The undersigned incorporator certifies that she executes these Articles for the purposes herein stated.

 12/24/03  
Diana Marmorstein, Incorporator Date

The undersigned, being the registered agent listed in these Articles hereby accepts the position as such and agrees to act in such capacity. The undersigned further represents that he is familiar with the obligations of the position and agrees to comply with them.

 12/17/03  
Ian Robichaud, Registered Agent Date