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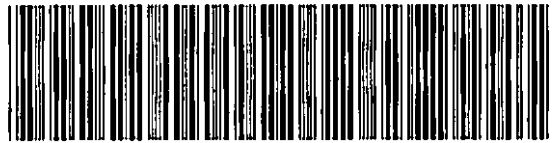
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2021 MAY 25 PM 2:00

## COVER LETTER

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

**SUBJECT:** RESCUE OUR AQUATIC RESOURCES, 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:** Garry Johnson  
\_\_\_\_\_  
Name (Printed or typed)

200 SW First Avenue, Suite 800  
\_\_\_\_\_  
Address

Fort Lauderdale, FL 33301  
\_\_\_\_\_  
City, State & Zip

954-882-8570  
\_\_\_\_\_  
Daytime Telephone number

gwj@511LAW.com  
\_\_\_\_\_  
E-mail address: (to be used for future annual report notification)

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

RECEIVED  
FEB 25 11 00 AM  
2011

**RESCUE OUR AQUATIC RESOURCES, INC.**  
(A NOT-FOR-PROFIT FLORIDA CORPORATION)

**ARTICLES OF INCORPORATION**

THE UNDERSIGNED, as incorporator and on behalf of a not-for-profit, non-stock corporation (the "Corporation") under the laws of the State of Florida, hereby adopts the following Articles of Incorporation:

**ARTICLE I. NAME AND ADDRESS**

**Section 1.1.** The name of this Corporation shall be:

RESCUE OUR AQUATIC RESOURCES, INC...

**Section 1.2.** The street address of the principal office of this Corporation in the State of Florida is:

RESCUE OUR AQUATIC RESOURCES, INC.  
200 S.W. First Avenue, Suite 800  
Fort Lauderdale, Florida 33301

The Board may, from time to time, move its principal office in the State of Florida to another place in this state.

**ARTICLE II. DURATION**

**Section 2.1.** This Corporation shall have perpetual existence unless dissolved pursuant to law.

**ARTICLE III. NON-STOCK CORPORATION**

**Section 3.1.** This Corporation shall be organized on a non-stock basis under the Florida Not for Profit Corporation Act.

**ARTICLE IV. PURPOSE**

**Section 4.1.** The purposes for which this Corporation is organized are to further, promote, advance, foster and support "clean water," meaning efforts to clean, refresh, and restore both fresh and salt water bodies, to plant, cultivate and restore related mangroves, sea grasses, oysters and reefs, to advance and support the development of new technology and processes helpful to these purposes, to emphasize and focus upon the pollution concentration within historically disadvantaged areas, to educate, inform and train youth, veterans and others in "green jobs" within the "clean water" environmental sector, to aid in the rehabilitation of veterans utilizing the environment, to support emergency rescue efforts to support ecosystems in distress and to further, promote, advance, foster and support the charitable efforts of cities, counties, government agencies and other not-for-profit charities and organizations, in same or similar "clean water" efforts, and to transact any and all lawful business or activities in pursuit or in furtherance of any or all of such purposes of this Corporation and to distribute the whole or any part of the income therefrom and the principal thereof exclusively for any or all of such purposes of this Corporation.

**Section 4.2.** This Corporation shall have the power, either directly or indirectly, either alone or in conjunction or cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, suitable, desirable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which this Corporation is

organized, and to aid or assist cities, counties, government agencies or other not-for-profit charities and organizations.

**Section 4.3.** No part of the net earnings of this Corporation shall inure to the benefit of, or be distributable to, any Director or officer of this Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for this Corporation affecting one or more of its purposes); and no Director or officer of this Corporation, or any private individual, shall be entitled to share in the distribution of any of the corporate assets upon dissolution of this Corporation.

**Section 4.4.** 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 or intervene in (including the publication or distribution of statements) any political campaign on behalf of or in opposition of any candidate for public office.

**Section 4.5.** The Corporation has elected to apply for a determination of 501(c)(3) status of the Corporation.

**Section 4.6.** Upon the dissolution of this Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of this Corporation, transfer all of the assets of the Corporation to not-for-profit charities and organizations to be used for any legal purpose of such not-for-profit charities and organizations.

#### **ARTICLE V. MEMBERS**

**Section 5.1.** This Corporation shall have no members or owners.

#### **ARTICLE VI. BOARD OF DIRECTORS**

**Section 6.1.** All powers of this Corporation shall be exercised by and under the authority of a Board of Directors (hereinafter referred to individually as a "Director" and collectively as the "Board"), and the property, business and affairs of this Corporation shall be managed under the Board's direction. The Board may not take any action, except upon the approval thereof by the affirmative vote of a majority of the Directors present at a meeting at which a quorum as required pursuant to the Bylaws is present, except as otherwise set forth herein or in the Bylaws.

**Section 6.2.** The number of Directors shall be three (3) initially and may be increased or decreased from time to time by a unanimous vote of the Board in accordance with the Bylaws of this Corporation, but in any event there shall never be fewer than three (3).

**Section 6.3.** The members of the Board of Directors shall be elected by unanimous vote of the Directors and shall serve such terms as set forth in the Bylaws.

**Section 6.4.** The initial Directors named below shall serve until their earlier death, resignation or removal as provided in the Bylaws. The names and street addresses of the initial Directors are as follows:

<u>Name</u>	<u>Address</u>
Greg Brewton	6410 SW 183 Way Southwest Ranches, FL 33331
Andrew S. Maurodis	1200 N Federal Hwy, Suite 312 Boca Raton, FL 33432
Matt Feiler	<u>5471 NW 93<sup>rd</sup> Terrace</u> <u>Sunrise, FL 33351</u>

#### ARTICLE VII. AMENDMENT

**Section 7.1.** These Articles of Incorporation may be amended only with the unanimous vote of the Directors then serving as set forth in the Bylaws.

#### ARTICLE VIII. BYLAWS

**Section 8.1.** The Directors of this Corporation shall adopt Bylaws for the governance of this Corporation which shall be subordinate only to these Articles of Incorporation and the laws of the United States and the State of Florida. The Bylaws may be amended from time to time by the unanimous vote of the Directors then serving as set forth in such Bylaws.

#### ARTICLE IX. REGISTERED AGENT AND REGISTERED OFFICE

**Section 9.1.** The registered agent and registered office of this Corporation shall be:

GARRY W. JOHNSON, P.A.  
200 S.W. First Avenue, Suite 800  
Fort Lauderdale, Florida 33301

#### ARTICLE X. INCORPORATOR

**Section 10.1.** The name and address of the incorporator of this Corporation are as follows:

GARRY W. JOHNSON, P.A.  
200 S.W. First Avenue, Suite 800  
Fort Lauderdale, Florida 33301

#### ARTICLE XI. INDEMNIFICATION

**Section 11.1.** The Corporation shall indemnify and advance expenses to, and may purchase and maintain insurance on behalf of, its officers and Directors to the fullest extent permitted by law as now or hereafter in effect. Without limiting the generality of the foregoing, the Bylaws may provide for indemnification and advancement of expenses to officers, Directors, employees and agents on such terms and conditions as the Board of Directors may from time to time deem appropriate or advisable.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation as of May 20, 2021.

INCORPORATOR:

  
GARRY W. JOHNSON

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

---

In pursuance of Section 48.091 and Section 617.0501(3), Florida Statutes, the following is submitted in compliance with said Sections:

**RESCUE OUR AQUATIC RESOURCES, INC.**, desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation, at 200 S.W. First Avenue, Suite 800, Fort Lauderdale, Florida 33301 appoints the following person as its agent to accept service of process within this State:

GARRY W. JOHNSON, P.A.  
200 S.W. First Avenue, Suite 800  
Fort Lauderdale, Florida 33301

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Sections relative to keeping open said office.

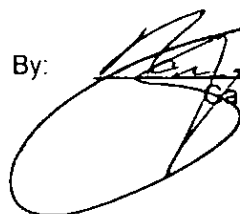
REGISTERED AGENT:

GARRY W. JOHNSON, P.A.

Date:

May 20, 2021

By:

  
Garry W. Johnson