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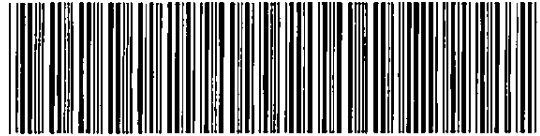
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TALLAHASSEE, FL

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COVER LETTER

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

SUBJECT: Crusty Crab Diving, 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: Joshua Daley
Name (Printed or typed)

3306 S. Harbour Cir.
Address

Panama City, FL 32405
City, State & Zip

(209) 401-1664
Daytime Telephone number

josh@crustycrabdiving.com
E-mail address (to be used for future annual report notification)

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

**ARTICLES OF INCORPORATION
OF
CRUSTY CRAB DIVING, INC.**

I, the undersigned Incorporator of Crusty Crab Diving, Inc. (the "Corporation"), a not-for-profit corporation, acting pursuant to Chapter 617, Florida Statutes, do hereby adopt the following Articles of Incorporation for the Corporation:

**ARTICLE I
NAME**

The name of the Corporation shall be Crusty Crab Diving, Inc.

**ARTICLE II
PRINCIPAL OFFICE**

The location and principal street address of the Corporation shall be:

1619 Moylan Rd.
Panama City Beach, FL 32407

The mailing address of the Corporation shall be:

3306 S. Harbour Cir.
Panama City, FL 32405

**ARTICLE III
PURPOSES**

The Corporation 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 section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Within the scope of the foregoing purposes and without limiting the generality of the foregoing, the Corporation is organized and will be operated to provide instruction in the sport of scuba diving to persons with special needs and/or disabilities, to provide facilities, equipment and specially-trained instructors for participants to engage in the promotion and participation of the sport of scuba diving, and to provide opportunities for participants to engage in recreational scuba diving as a therapeutic experience.

**ARTICLE IV
MANNER OF ELECTION**

The manner in which the directors are elected shall be provided for in the Corporation's Bylaws.

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ARTICLE V
INITIAL BOARD OF DIRECTORS

The Corporation shall have no members, as such, but, in lieu thereof, shall have a Board of Directors, in which Board there shall be vested all the power and authority to supervise, control, direct and manage the property, affairs and activities of the Corporation. The number of directors shall from time to time be fixed by the Bylaws; provided, however, that the number of directors shall not at any time be less than three (3). The names and addresses of those who are serving as directors at the time of the adoption of these Articles of Incorporation are as follows:

1. Joshua Daley
3306 S. Harbour Cir.
Panama City, FL 32405
2. Todd Yarbrough
13406 Agave St.
Panama City Beach, FL 32407
3. Sheldon Shockley
105 Barefoot Falls
Panama City Beach, FL 32407

ARTICLE VI
REGISTERED AGENT

The name and street address of the registered agent of the Corporation at the date of filing of these Articles of Incorporation is as follows:

Joshua Daley
3306 S. Harbour Cir.
Panama City, FL 32405

ARTICLE VII
INCORPORATOR

The name and address of the Incorporator is as follows:

Joshua Daley
3306 S. Harbour Cir.
Panama City, FL 32405

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ARTICLE VIII
NOT-FOR-PROFIT

- (a) The Corporation is not organized for the pecuniary profit, nor shall it ever operate for the primary purpose of carrying on a business for profit. The Corporation shall not have any power to issue certificates of stock or declare dividends. The balance, if any, of all money and other assets received by the Corporation, after the payment in full of all debts and obligations of the Corporation of whatsoever kind and nature, shall be used and distributed exclusively for carrying out only the purposes of the Corporation as particularly set forth in Article III hereof.
- (b) Notwithstanding any other provisions of these Articles of Incorporation or the Corporation's Bylaws, the Corporation shall neither have nor exercise any power nor shall it engage directly or indirectly in any activity that might invalidate its status (a) as a Corporation, which is exempt from federal income taxations as an organization described in Section 501(c)(3) of the Code; or (b) as a Corporation contributions to which are deductible under Section 170(c)(2) of the Code.
- (c) No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its directors, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for service rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof.
- (d) No substantial part of the activities of the Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation; nor shall it in any manner or to any extent participate in, or intervene in (including the publishing or distributing of statements for any political campaign on behalf of any candidate of public office); nor shall the Corporation engage in any activities that are unlawful under applicable federal, state, or local laws.
- (e) 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 X
AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be altered or amended in whole or part by the affirmative vote of a majority of the Directors of the Corporation in office.

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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.



Joshua Daley, Registered Agent
3306 S. Harbour Cir.
Panama City, FL 32405

16 MAY 23
Date

IN WITNESS WHEREOF, 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 §817.155, F.S.



Joshua Daley, Incorporator
3306 S. Harbour Cir.
Panama City, FL 32405

16 MAY 23
Date

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TALLAHASSEE, FL