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CRARY BUCHANAN

NO. 6808 P. 1/3

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DIVISION OF CORPORATIONS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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COR AMND/RESTATE/CORRECT OR O/D RESIGN

MARITIME AND YACHTING MUSEUM OF THE TREASURE COAST,

Certificate of Status	0
Certified Copy	0
Page Count	02
Estimated Charge	\$35.00

C. Coulliette NOV 13 2006

RESTATED AND AMENDED
ARTICLES OF INCORPORATION
OF
MARITIME AND YACHTING MUSEUM
OF THE TREASURE COAST, INC.

FILED
2006 NOV 13 PM 3:12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 817.1007, Florida Statutes, this Florida corporation not for profit adopts the following Restated and Amended Articles of Incorporation:

1. The name of the corporation not for profit shall be Maritime and Yachting Museum of the Treasure Coast, Inc.
2. The current address of the principal office of the corporation is 3250 S.W. Kanner Hwy, Stuart, FL 34994. The mailing address of the corporation is P.O. Box 1448, Stuart, FL 34995.
3. The duration of the corporation shall be perpetual.
4. The corporation is organized exclusively for charitable, educational, and scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding provision of any future United States Internal Revenue law, which such purposes shall include activities in connection with the maritime and yachting history and interests in the State of Florida and such other lawful purposes and powers as may be permitted under Florida Statutes, Chapter 617.
5. The method of election of the Directors of the corporation shall be as stated in the By-Laws.
6. The incorporators of this corporation were as stated in the original Articles of Incorporation.
7. The current registered agent for the corporation is Mark Brechbill at the current registered office located at 215 S. Federal Hwy, Suite 100, Stuart, FL 34994, which such registered agent and registered office may be changed from time to time by appropriate filing in accordance with Florida law.

8. 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 4 herein. 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 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 provision 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.
9. 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.
10. The undersigned officer of the corporation hereby certifies that these articles as restated contain amendments. There are no members entitled to vote. The Directors of the corporation have the sole voting power for the corporation. Accordingly this restatement of our original Articles of Incorporation, including amendments set forth herein, was passed and adopted by a majority vote of the directors in office at a meeting of the Board of Directors of the corporation held on October 16, 2006.

Signature

WILLIAM R. LEBESCH

(Typed or printed name of person signing)

President

(Title of person signing)