

THORNTON, TORRENCE & GONZALES, P.A.

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February 8, 1995

95000000718

Secretary of State
Division of Corporations
Corporate Records Bureau
P. O. Box 6327
Tallahassee, FL 32314

FILED
02/14/95 10:11 AM
***122.50 ***122.50

Re: OCEAN/LAND RESCUE, INC.

Dear Sir:

Enclosed is an original and duplicate copy of the Articles of Incorporation for this proposed corporation.

The duplicate copy has been acknowledged by the incorporator in the same manner as the original. Please endorse your approval of the Articles on the duplicate copy and return it to the attention of the undersigned.

A check in the amount of \$122.50 is enclosed to cover the registered agent fee, the filing fee and the charter tax.

If you find any problems with the enclosed documents, please contact the undersigned by telephone rather than returning the same.

Thank you for your attention to this matter.

Very truly yours,

THORNTON, TORRENCE & GONZALES, P.A.

Alfred W. Torrence, Jr.
ALFRED W. TORRENCE, JR.

jm
Enclosure

N.P.
95000000718
2/10/95

ARTICLES OF INCORPORATION

of

OCEAN/LAND RESCUE, INC.

We, the undersigned, natural persons of the age of eighteen (18) years or more, acting as incorporators of a corporation not-for-profit, adopt the following Articles of Incorporation for such corporation not-for-profit pursuant to Chapter 617 of the Florida Statutes.

ARTICLE 1: CORPORATE NAME AND ADDRESS

The name and address of the Corporation shall be OCEAN/LAND RESCUE, INC., 8505 Windy Hill Drive, Bayonet Point, FL 34667.

ARTICLE 2: CORPORATE PURPOSE

The purposes for which the Corporation is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United State Internal Revenue law. More specifically, the Corporation is organized for the purpose of saving lives by providing efficient care and prompt response teams of EMT and scuba trained members who are willing to donate their time and efforts to provide a rapid response to emergency situations in West Pasco County and the immediate Gulf Coast areas.

ARTICLE 3: RESTRICTIONS ON CORPORATE POWERS

The Corporation shall possess all powers granted corporations not-for-profit under the laws of the State of Florida and shall be subject to all restrictions imposed upon such corporations and in addition thereto the following restrictions shall pertain:

3.01 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 expenditures in furtherance of the purposes set forth in Article 2 hereof.

3.02 Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law or by a corporation organized under Florida Statute Chapter 617.

ARTICLE 4: DURATION OF CORPORATE EXISTENCE

The Corporation shall have perpetual existence.

ARTICLE 5: DISPOSITION OF ASSETS UPON DISSOLUTION

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 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 in 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 6: MEMBERS

Membership shall be open to all persons who are interested in furthering the charitable purposes of this Corporation as set forth in Article 2. Membership status shall be determined by the Board of Directors in the adoption of Bylaws and Amendments thereto from time to time, and may embrace the qualifications for active, inactive, honorary, sustaining and lifetime membership, and establish membership fees therefor.

ARTICLE 7: SUBSCRIBERS

The name and residence of the sole subscriber to these Articles of Incorporation is:

NAME

ADDRESS

TODD SNYDER

8505 Windy Hill Drive
Bayonet Point, FL 34667

ARTICLE 8: OFFICERS

8.01 The affairs of the Corporation shall be managed by a president, a secretary, and treasurer who shall perform the usual functions of said offices together with such additional officers as may be from time to time constituted and appointed by the Board of Directors or as may be provided in the Bylaws.

8.02 Officers of the Corporation shall be elected by the Board of Directors at annual meetings of the Board of Directors. All officers shall continue to serve until the election of their successors.

8.03 The names and addresses of the officers who are to serve until the first annual meeting of the directors are:

<u>OFFICE</u>	<u>NAME AND ADDRESS</u>
PRESIDENT	TODD SNYDER 8505 Windy Hill Drive Bayonet Point, FL 34667
VICE-PRESIDENT	RHONDA GRZYB 15831 Tricourt Circle Hudson, FL 34667
SECRETARY	BOB TURNER 6809 Flicker Lane Hudson, FL 34667
TREASURER	JIM SNYDER 8505 Windy Hill Drive Bayonet Point, FL 34667

ARTICLE 9: BOARD OF DIRECTORS

9.01 The Corporation shall be governed by a Board of Directors each of whom shall be members of the corporation and shall be elected in the manner provided for in the Bylaws. The Board of Directors may be increased or decreased as provided in the Bylaws but in no case shall the number of Directors be less than three.

9.02 The number of Directors constituting the initial Board of Directors is three persons and the names and addresses of those who are to serve as initial Directors until the first annual meeting of the Corporation and the election and qualification of their successors are as follows:

NAME AND ADDRESS

TODD SNYDER
8505 Windy Hill Drive
Bayonet Point, FL 34667

RHONDA GRZYB
15831 Tricourt Circle
Hudson, FL 34667

JIM SNYDER
8505 Windy Hill Drive
Bayonet Point, FL 34667

ARTICLE 10: ADOPTION AND AMENDMENT OF BYLAWS

The Bylaws of the Corporation shall be as adopted by the first Board of Directors. The Bylaws may thereafter be amended by a majority vote of the Board of Directors at any regular or special meeting thereof provided that notice of such meeting containing the text of the proposed Bylaw amendment is furnished to each Director at least five days prior to such meeting.

ARTICLE 11: INDEMNIFICATION

The Corporation shall indemnify each current or former officer, director, employee and volunteer to the full extent permitted by the Florida Not for Profit Corporation Act and the Florida General Corporation Act.

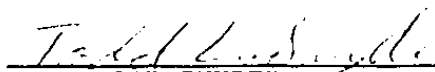
ARTICLE 12: AMENDMENT OF ARTICLES OF INCORPORATION

Amendments of the Articles of Incorporation shall be proposed by majority vote of the Board of Directors and shall be subject to ratification and approval by two-thirds of the membership voting at any regular or special meeting in which a quorum is present, provided that written notice of such meeting containing the text of the proposed amendments be furnished each member not less than ten days prior to such meeting.

ARTICLE 13: RESIDENT AGENT

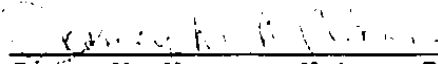
The Corporation's initial registered agent maintains offices at 8505 Windy Hill Drive, Bayonet Point, FL 34667, and the resident agent at that address shall be TODD SNYDER.

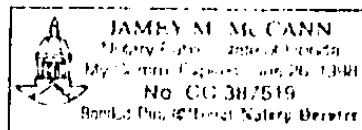
DATED this 2nd day of February, 1995.


TODD SNYDER
INCORPORATOR

STATE OF FLORIDA
COUNTY OF PASCO

The foregoing Articles of Incorporation were acknowledged before me this 2nd day of February, 1995, by TODD SNYDER, who is personally known to me or has produced a valid driver's license as identification and who did not take an oath.


Jamey M. McCann, Notary Public
State of Florida
My Commission Expires:



ACCEPTANCE BY RESIDENT AGENT

HAVING BEEN NAMED to accept service of process for the above stated nonprofit corporation, at the place designated in this certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 8th day of February, 1995.

Todd Snyder
TODD SNYDER, Registered Agent

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