

# N 98000000/086

## TRANSMITTAL LETTER

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

500002437425--3  
-02/23/98--01044--003  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

**SUBJECT:** International Marine Educators, Incorporated  
(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

☐ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** Matt Miser  
Name (Printed or typed)  
5102 SE Nassau Terrace  
Address  
Stuart, FL 34997  
City, State & Zip  
561.283.1523  
Daytime Telephone number

FILED  
98 FEB 23 PM 1:03  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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

98-2-24-N

## Articles Of Incorporation

*The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation:*

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### **Article I — Name**

The name of the Corporation shall be International Marine Educators, Incorporated (hereafter referred to as the corporation).

### **Article II — Principal Office**

The principal office of the corporation is to be located in the City of Stuart, Florida, Martin County. 5102 SE NASSAU TERRACE, STUART, FL 34997.

### **Article III — Purpose(s)**

The general purpose for which the corporation is formed is to operate exclusively for charitable and educational 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.

The specific and primary purposes for which this corporation is formed are:

1. To operate for the advancement of education in boating and water safety as a unique and progressive academic discipline.
2. To establish goals and objectives for the promotion and delivery of boating and water safety information in print, electronic media (including the Internet), organized classroom education and on-the-water, hand-on instruction.
3. To make available boating and water safety information to the public, boaters, potential boaters, young boaters and potential young boaters without regard to age, race, creed, religion, gender, familial status or handicap.
4. To partner with and share resources with other Not For Profit organizations to promote and deliver said boating and water safety information.
5. To promote the education and training of boating and water safety instructors to continue a consistent, standardized method of instruction to reach the maximum amount of students through various media resources.
6. To establish and maintain an information network involving professional associations, higher learning institutions, government agencies, non-governmental

organizations, the private sector, and members of the general public that are involved in, or have an interest in, the promotion of boating and water safety information.

The corporation shall have the authority to accept, administer and apply, and to use contributions including, but not limited to money, property and services acquired by gift, grant, devise, bequest or otherwise in accordance with any purposes and objectives of the corporation that may be specified by the donor of any such property

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, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

#### **Article IV — Manner of Election of Directors**

The corporation shall maintain a Board of Directors of a minimum of three members, who need not be residents of the State of Florida. The initial appointed Directors shall serve until the first annual meeting after incorporation at such time there will be a formal election of directors. Subsequent appointment, election, terms for Directors, increase in the number of directors, resignation procedures, removal procedures, vacancies, meetings, etc. shall be outlined in the By Laws of the Corporation.

Directors elected in the first election, and at all times thereafter, shall serve for a term of two years, except that the bylaws may provide for a different term of office for some of the directors elected in the first election following incorporation, in order to introduce a system of staggered terms for directors.

Capt. Matt Miser  
5102 SE Nassau Terrace  
Stuart, FL 34997

Ms. Linda Cook  
P.O. Box 384  
Port Salerno, FL 34997

Capt. Bill Mount  
784 NW 10<sup>th</sup> Terrace  
Stuart, FL 34994

#### **Article V — Initial Registered Agent**

The initial registered agent for the corporations shall be:

Capt. Matt Miser  
5102 SE Nassau Terrace  
Stuart, FL 34997

**Article VII — Incorporator(s)**

The original Incorporator of the corporation is follows:

Capt. Matt Miser  
5102 SE Nassau Terrace  
Stuart, FL 34997

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**Article VIII — Distribution of Assets**

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 services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof.

**Article IX — 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 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 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.

Capt Matt Miser                      2/18/98  
Capt. Matt Miser                      Date  
Signature/Incorporator

*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 hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

Capt Matt Miser                      2/18/98  
Capt. Matt Miser                      Date  
Signature/Registered Agent