

# N-98000004649

NEWCOMB  
9795 1ST ST. NORTHEAST  
ST. PETERSBURG, FL 33702

City/State/Zip

Phone #

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

800002594438-0102  
-07/21/98-0102  
\*\*\*\*122.50 \*\*\*\*122.50

1. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
2. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
3. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)
4. \_\_\_\_\_ (Corporation Name) \_\_\_\_\_ (Document #)

☐ Walk in

☐ Pick up time \_\_\_\_\_

☐ Certified Copy

☐ Mail out

☐ Will wait

☐ Photocopy

☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

FILED  
98 AUG 12 PM 1:14  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Examiner's Initials

T.S.M. AUG 12 1998



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

August 4, 1998

NEWCOMB  
9795 1ST ST. N.E.  
ST. PETERSBURG, FL 33702

SUBJECT: YOUNG MARINERS OF FLORIDA, INC.  
Ref. Number: W98000017637

We have received your document for YOUNG MARINERS OF FLORIDA, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You failed to make the correction(s) requested in our previous letter.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6927.

Tracy Smith  
Document Specialist

Letter Number: 698A00040670

Nonstock

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CERTIFICATE OF INCORPORATION  
of  
*Young Mariners of Florida, Inc.*

**FIRST:** The name of this corporation is *Young Mariners of Florida, Inc.*

**SECOND:** Its principal office in the state of *Florida* is to be located at 9795 1st Street Northeast in the City of *St. Petersburg*, County of *Pinellas*. The registered agent in charge there of is Madeline Newcomb, and is located at the same address.

**THIRD:** The nature of the business and the objects and purposed proposed to be transacted, promoted and carried on, are to do any and all the things herein mentioned, and fully and to do the same extent as natural persons might or could do, and in any part of the world, vis:

This is a nonstock, nonprofit corporation. The purpose of the corporation is to engage in any lawful act or activity for which nonprofit corporations may be organized under the General Corporation Law of Florida.

Said Corporation is organized exclusively for charitable, religious, educational and scientific purposed, including, for such purposes, the making of distribution to organizations that qualify exempt organizations under Section 501(c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), to wit:

To educate children in small boat navigation, safety afloat, Florida's ecosystem and marine history. The corporation will focus on providing equipment and instruction to schools, boys and girls clubs, and public and private organizations. In

addition it will provide important curriculum for their educational and enviornmental programs.

**FOURTH:** The corporation shall not have any capital stock and conditions of membership shall be stated in the Bylaws.

**FIFTH:** The name and mailing address of the incorporators are:

Madeline Newcomb 9795 1st St. Northeast St. Petersburg, Florida

**SIXTH:** The powers of the incorporators are to terminate upon filing of the Certificate of Incorporation, and the names and mailing addresses of the persons who are to serve as directors are as follows:

Madeline Newcomb 9795 1st St. Northeast St.Petersburg, Florida

Debby Obst 9399 Oak St. St. Petersburg, Florida

Scott Renner 2000 Gandy Bvd NE St. Petersburg, Florida

Jim Wilkin 9366 Treasure Lane St. Petersburg, Florida

**SEVENTH:** The activities and affairs of the corporation shall be managed by a Board of Directors. The number of directors which shall constitute the whole Board shall be such as from time to time shall be fixed by, or in the manner provided in , the Bylaws or by Statute.

The Board of Directors shall be elected by the members at the annual meeting of the corporation to be held on such date as the Bylaws may provide, and shall hold office unit their successors are respectively elected and qualified. The Bylaws of the corporation, shall have and may exercise all the powers of the Board of Directors in the management of the activities and affairs of the corporation. They may further have power to authorize the seal of the corporation to be affixed to all papers with may require it; and such

committee or committees shall have such name or names as may be stated in the Bylaws of the corporation or as may be determined from time to time by resolution adopted by the Board of Directors. The directors of the corporation may, if the Bylaws so provide, be classified as to term of office. The corporation may elect such officers as the Bylaws may specify, subject to the provision of the Statute, who shall have titles and exercise such duties as the Bylaws may provide. The Board of Directors is expressly authorized to make, alter, or repeal the Bylaws of this corporation. This corporation may in its Bylaws confer powers upon its Board of Directors in addition to the foregoing, and in addition to the powers and authorities expressly conferred upon them by the Statute. This is true provided that the Board of directors shall not exercise any of authority conferred herein or by Statute upon the members.

**EIGHTH:** Meeting of members may be held without the State of Florida, if the Bylaws so provide. The Books of the corporation may be kept (subject to any provisions contained in the Statutes) outside the State of Florida at such place or places as may be from time to time designated by the Board of Directors.

**NINTH:** No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered to make payments and distributions in furtherance of the purposes set forth in Article Three hereof. No substantial part of the activities of the corporation shall consist of the carrying on of propaganda, or otherwise attempting to intervene in (including the publishing or distribution of statements) any of these articles. The corporation shall not carry on any other activities not permitted to be

carried by (a) by a corporation exempt from federal income Tax under Section 501(c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

**TENTH:** Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations and operated exclusively for charitable, education, religious or scientific purposes as shall at the time qualify as an exempt organization under Section 501(c) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Law) as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposed or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such designated purposes.

**ELEVENTH:** The corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by the Statute, and all rights conferred upon members herein are granted subject to their reservation.

**TWELFTH:** Directors of the corporation shall not be liable to either the corporation or its members for monetary damages for a breach of fiduciary duties unless the breach involves: (1) a director's duty of loyalty to the corporation; (2) acts or omissions not in good faith or which involve intentional misconduct to a knowing

violation of law; (3) a transaction from which the director derived an improper personal benefit.

I, **THE UNDERSIGNED**, being each of the incorporators hereinbefore named for the purpose of forming a nonprofit corporation pursuant to *Chapter 617 of the Florida Code* do make this certificate, hereby declaring and certifying that the facts herein sated are true, and accordingly have hereunto set my hand this 10TH day of AUGUST, 1998 A.D.

M. Hunt  
(Signature of Incorporator)

**REGISTERED AGENT AFFIDAVIT**

I, Madeline Newcomb hereby am familiar with and accept the duties and responsibilities as Registered Agent.

M. Hunt  
(Signature of Registered Agent)

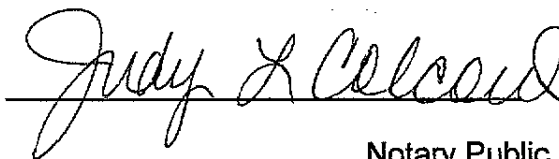
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**NOTARY'S AFFIDAVIT**

State of Florida, County of Pinellas, THIS IS TO CERTIFY that on this date,

August 10, 1998 before me, a Notary Public, personally appeared

Madeline Newcomb, who I am satisfied is the named incorporator and executor of the foregoing Articles of Incorporation, and who by her respective signature in my presense have acknowledged the same as her voluntary act. IN TESTIMONY THEREOF, I have hereunto set my hand and affixed my official seal on the date given above.



Notary Public

My commission expires: \_\_\_\_\_



Judy L. Colcord  
My Commission CC841065  
Expires April 23, 2001