

N98000004649


MARINERS
OF FLORIDA, INC.

*A Non-Profit Corporation Providing
Marine Education for Florida's Youth*

April 23, 1999


9751 1st Street NE
St. Petersburg, FL 33702

(727) 577-3259 • Fax (727) 217-9123

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

Gentlemen,
Enclosed is an amended Article of Incorporation for YOUNG MARINERS OF
FLORIDA, INC. Also included is the letter from the Internal Revenue Service stating
that we must change Article #9 to read to their specifications, along with their
Certification Statement that I submitted the amended Articles to you.
If you have any questions please contact me. Your prompt attention will be appreciated.

Sincerely,



Madeline Newcomb
President

Encl.
MN; mn

N98-4649

FILED
99 MAY 20 PM 2:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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MAY 20 PM 6:17
DIVISION OF CORPORATIONS
FLORIDA DEPARTMENT OF STATE

Amend
38
5/21/99



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

May 5, 1999

Madeline Newcomb
Young Mariners of Florida, Inc.
9751 1st Street NE
St. Petersburg, FL 33702

SUBJECT: YOUNG MARINERS OF FLORIDA, INC.
Ref. Number: N98000004649

We have received your document for YOUNG MARINERS OF FLORIDA, INC. .
However, the enclosed document has not been filed and is being returned to you
for the following reason(s):

Amendments for nonprofit corporations are filed in compliance with section
617.1006, Florida Statutes. Please see the attached information.

The fee to file articles of amendment is \$35. Certified copies are optional and are
\$8.75 for the first 8 pages of the document, and \$1 for each additional page, not
to exceed \$52.50.

Please return a copy of this letter along with your document to ensure proper
handling.

If you have any questions concerning this matter, please either respond in writing
or call (850) 487-6901.

Susan Payne
Senior Section Administrator

Letter Number: 799A00024295

RECEIVED
MAY 10 11:12:05
AMERICAN CIVIL LIBERTIES UNION

ARTICLES OF AMENDMENT

FILED

to

99 MAY 20 PM 2:59

ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

of

YOUNG MARINERS OF FLORIDA, INC
(present name)

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

NINTH: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, trustees, 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 Section 501 (c)(3) purposes. 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 other 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 corresponding section of any future Federal tax code.)

SECOND: The date of adoption of the amendment(s) was: 4/23/99

THIRD: Adoption of Amendment (CHECK ONE)

- ☐ The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

YOUNG MARINERS OF FLORIDA, INC
Corporation Name

M. M. M. M.
Signature of Chairman, Vice Chairman, President or other officer

MADELINE NEWCOMB
Typed or printed name

PRESIDENT
Title

5/12/99
Date

Nonstock

Nonprofit

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 environmental 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 until 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, trustees, 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 Section 501 (c)(3) purposes. 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 other 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 corresponding section of any future Federal tax code.)

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 23 day of APRIL 1999 A.D.



(Signature of Incorporator)

REGISTERED AGENT AFFIDAVIT

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



(Signature of Registered Agent)