



THE UNITED STATES
CORPORATION
COMPANY

N99000000232

ACCOUNT NO. : 072100000032

REFERENCE : 065293 80749A

AUTHORIZATION :

Patricia Pizzuto

COST LIMIT : \$ 78.75

ORDER DATE : December 15, 1998

ORDER TIME : 11:30 AM

ORDER NO. : 065293-005

CUSTOMER NO: 80749A

CUSTOMER: Robert C. Sifrit, Esq
FARR FARR EMERICH SIFRIT AND
FARR FARR EMERICH SIFRIT AND

2315 Aaron Street
Port Charlotte, FL 33952

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DIVISION OF CORPORATION

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99 JAN 13 PM 5:29

DOMESTIC FILING

NAME: CHARLOTTE MARINE RESEARCH
TEAM, INC.

EFFECTIVE DATE:

300002739803--8

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS:

g 1/13/99

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ARTICLES OF INCORPORATION

OF

**CHARLOTTE MARINE RESEARCH TEAM, INC.,
A NON-PROFIT CORPORATION**

We, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated as a corporation not-for-profit under the laws of the State of Florida, and we do hereby subscribe to and adopt the following articles of incorporation:

***ARTICLE I
NAME***

The name of the corporation shall be CHARLOTTE MARINE RESEARCH TEAM, INC..

***ARTICLE II
OFFICES***

The place in this state where the principal office of the Corporation is to be located is 1373 Jacana Ct., City of Punta Gorda, County of Charlotte, and the name of the initial Registered Agent of this corporation at that address is GERALD P. TREMBLAY.

***ARTICLE III
PURPOSE***

Said corporation is organized exclusively for charitable, religious, educational and scientific purposes including for such purposes the making of distributions to organizations that qualify as exempt organizations under 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code.

***ARTICLE IV
MEMBERSHIP***

The membership of this corporation shall consist of all persons hereinafter named as directors and such other persons as may become members by being approved for membership by the Board of Directors.

***ARTICLE V
DURATION***

This corporation is to exist perpetually.

**ARTICLE VI
DIRECTORS**

The names and addresses of the persons who are the initial directors of the corporation are as follows:

| <u>Name</u> | <u>Address</u> |
|--------------------|--|
| GERALD P. TREMBLAY | 1373 Jacana Ct. Punta Gorda, FL 33950 |
| VERNON WARD | 369 Portofino Dr. Punta Gorda, FL 33950 |
| T.J. VOLPE | 18942 McGrath Circle Port Charlotte, FL 33948 |
| RICHARD PURCELL | 3319 Dominica Court Punta Gorda, FL 33950 |

**ARTICLE VII
OFFICERS**

Section 1. The officers of the corporation shall be President, Vice-President, a Secretary, a Treasurer and such other officers as may be provided in the By-Laws.

Section 2. The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

| <u>Office</u> | <u>Name</u> |
|----------------|--------------------|
| President | GERALD P. TREMBLAY |
| Vice President | VERNON WARD |
| Secretary | RICHARD PURCELL |
| Treasurer | T.J. VOLPE |

**ARTICLE VIII
BOARD OF DIRECTORS - EXECUTIVE COMMITTEE**

Section 1. The business affairs of this corporation shall be managed by a Board of Directors. This corporation shall have four (4) directors initially. The number of directors

may be increased from time to time by the By-Laws but shall never be more than eleven (11). At the first membership meeting, a total of four (4) board members shall be elected from a slate of nominations determined and presented by the Board. At that time, nominations can be taken from the membership. Afterwards, Directors shall be elected and shall hold office in accordance with the By-Laws.

Section 2. The Board of Directors shall be members of the corporation.

Section 3. The names and addresses of the initial elected directors are:

| <u>Name</u> | <u>Address</u> |
|--------------------|--|
| GERALD P. TREMBLAY | 1373 Jacana Ct. Punta Gorda, FL 33950 |
| VERNON WARD | 369 Portofino Dr. Punta Gorda, FL 33950 |
| T.J. VOLPE | 18942 McGrath Circle Port Charlotte, FL 33948 |
| RICHARD PURCELL | 3319 Dominica Court Punta Gorda, FL 33950 |

Elected directors shall serve a term of two years and may serve an additional two year term if re-elected at the annual meeting. Elected directors shall be residents of the greater Charlotte County, Florida area. In the event of the death, resignation or disability of a director, his successor shall be selected in the manner set forth in the By-Laws.

ARTICLE IX ***BY-LAWS***

Section 1. Members of this corporation may provide such By-Laws for the conduct of business and for carrying out the purposes of the corporation as may be necessary

from time to time.

Section 2. The By-Laws may be amended, altered or rescinded by the members in the manner set forth in the By-Laws.

ARTICLE X AMENDMENTS

Section 1. These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose by a majority vote of those present either in person or by proxy. Notice of such special meeting shall be given at least fourteen (14) days prior to the meeting in the manner set forth in the By-Laws.

Section 2. Amendments may also be made at a regular meeting of the membership upon notice given, as provided for in the By-Laws, of intention to submit such amendments, which notice shall be given at least fourteen (14) days prior to the meeting at which such amendment shall be considered.

Section 3. Any proposed amendments shall be submitted to the membership in the manner provided for in the By-Laws at least thirty (30) days prior to the time of the meeting at which the amendment shall be considered.

ARTICLE XI ACTIVITIES

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 Third hereof. 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 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.

Notwithstanding any other provision of these articles, this 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.

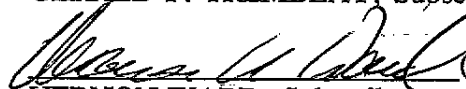
ARTICLE XII DISSOLUTION

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 the Court of Common Pleas 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.

IN WITNESS WHEREOF, we have hereunto subscribed our names this 10 day of November, 1998.

 (SEAL)
GERALD P. TREMBLAY, Subscriber

 (SEAL)
VERNON WARD, Subscriber

 (SEAL)
T.J. VOLPE, Subscriber

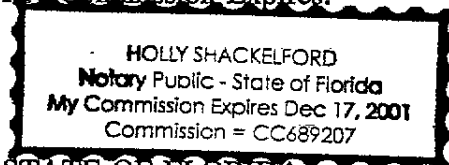
 (SEAL)
RICHARD PURCELL, Subscriber

STATE OF FLORIDA
COUNTY OF CHARLOTTE

Before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, appeared GERALD P. TREMBLAY, who is [☒] personally known to me or [☐] produced _____ as identification and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to these Articles of Incorporation

WITNESS my hand and official seal in the County of Charlotte and State of Florida, the day and year last aforesaid.

My Commission Expires:



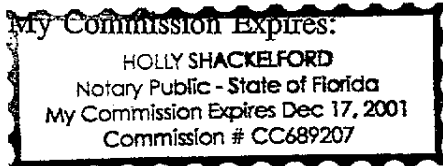

Notary Public

STATE OF FLORIDA
COUNTY OF CHARLOTTE

Before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, appeared VERNON WARD, who is [☒] personally known to me or [☐] produced _____ as identification and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to these

Articles of Incorporation

WITNESS my hand and official seal in the County of Charlotte and State of Florida, the day and year last aforesaid.



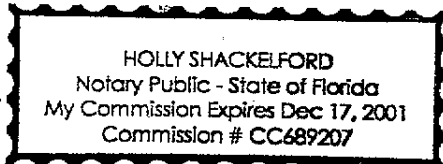
Holly Shackelford
Notary Public

STATE OF FLORIDA
COUNTY OF CHARLOTTE

Before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, appeared T.J. VOLPE, who is [☒] personally known to me [] produced _____ as identification and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to these Articles of Incorporation

WITNESS my hand and official seal in the County of Charlotte and State of Florida, the day and year last aforesaid.

My Commission Expires:



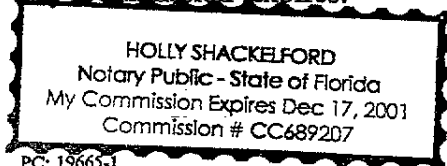
Holly Shackelford
Notary Public

STATE OF FLORIDA
COUNTY OF CHARLOTTE

Before me, a Notary Public duly authorized in the State and County named above to take acknowledgments, appeared RICHARD PURCELL, who is [☒] personally known to me or [] produced _____ as identification and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed and subscribed to these Articles of Incorporation

WITNESS my hand and official seal in the County of Charlotte and State of Florida, the day and year last aforesaid.

My Commission Expires:



Holly Shackelford
Notary Public

**CERTIFICATE
DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 JAN 13 PM 4:33

Pursuant to Florida law, the following is submitted, in compliance therewith:

First: That, CHARLOTTE MARINE RESEARCH TEAM, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Punta Gorda, County of Charlotte, State of Florida, has named:

GERALD P. TREMBLAY

located at 1373 Jacana Ct., City of Punta Gorda, County of Charlotte, State of Florida, as its agent to accept service of process within this State.

CHARLOTTE MARINE RESEARCH TEAM, INC.

By: 
GERALD P. TREMBLAY, Subscriber

By: 
VERNON WARD, Subscriber

By: 
RICHARD PURCELL, Subscriber

By: 
T.J. VOLPE, Subscriber

ACCEPTANCE

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said law relative to keeping open said office.


GERALD P. TREMBLAY
Registered Agent