

No9000001793

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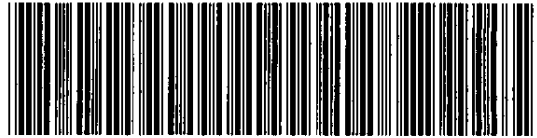
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TALLAHASSEE, FLORIDA

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9/4/09

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** H2OUTDOORS, INC.

**DOCUMENT NUMBER:** N09000001793

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

H.B. Stivers  
(Name of Contact Person)

Levine & Stivers LLC  
(Firm/ Company)

245 East Virginia Street  
(Address)

Tallahassee, FL 32301  
(City/ State and Zip Code)

HB.LSLegal@electro-net.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

H.B. Stivers at ( 850 ) 222-6580  
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- |   |   |  |  |
|---|---|--|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input type="checkbox"/> \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed) |
|---|---|--|--|

**Mailing Address**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

August 11, 2009

H.B. STIVERS  
245 EAST VIRGINIA STREET  
TALLAHASSEE, FL 32301

SUBJECT: H2OUTDOORS, INC.  
Ref. Number: N09000001793

We have received your document for H2OUTDOORS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

Please return 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) 245-6916.

Carol Mustain  
Regulatory Specialist II

Letter Number: 609A00027389

**AMENDED AND RESTATED ARTICLES OF INCORPORATION**

**for**

**H2OUTDOORS, INC.**

In Compliance with Chapter 617.F.S., (Not for Profit), these amendments were adopted by the board of directors on August 4, 2009, in that there are no members entitled to vote on the amendments at this time.

ARTICLE I

NAME

The name of the corporation shall be H2OUTDOORS, INC.

ARTICLE II

PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

3112 Tipperary Drive  
Tallahassee, Florida 32309

and the mailing address of the corporation shall be:

3112 Tipperary Drive  
Tallahassee, Florida 32309

ARTICLE III

PURPOSE

The purpose for which the corporation is organized is to raise and administer funds to support outdoor education and outdoor programs and for any other lawful purpose. Said organization 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 Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal Tax Code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation,

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and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal Tax Code, or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or any corresponding section of any future Federal Tax Code.

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 fecarl 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 of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

#### ARTICLE IV

##### MANNER OF ELECTION

The manner in which the Board of Directors are elected or appointed shall be as set forth in the Company's bylaws.

The Board will elect our organization's officers and these officers will hold a term of two (2) years. The Board and officers will be made of at least 51% non-related persons. Officer roles of president and treasurer (or person making distributions) will not be held by the same or related persons.

#### ARTICLE V

##### INITIAL DIRECTORS/OFFICERS

The name(s), address(es) and title(s):

Brian Hurley, Director, 3112 Tipperary Drive, Tallahassee, FL 32309

Mark Glore, Director, 630 S. Sapodilla Avenue, #522, West Palm Beach, FL 33401

Blair Wiggins, Director, 5990 Gilson Avenue, Cocoa, FL 32927

ARTICLE VI

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

Brian Hurley  
3112 Tipperary Drive  
Tallahassee, Florida 32309

ARTICLE VII  
INCORPORATOR

The name and address of the Incorporator is:

Brian Hurley  
3112 Tipperary Drive  
Tallahassee, Florida 32309

.....  
*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

Brian Hurley  
Signature/Registered Agent

8-4-09  
Date

Brian Hurley  
Signature/Incorporator/Director

8-4-09  
Date