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TALLAHASSEE, FLORIDA

Amended & Restated  
Art. of Inorp.  
2/17/08  
DC

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Apalachee Audubon Society, Incorporated

**DOCUMENT NUMBER:** 752248

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

Please return all correspondence concerning this matter to the following:

Elizabeth Platt, President

(Name of Contact Person)

Apalachee Audubon Society, Inc.

(Firm/ Company)

P.O. Box 1237

(Address)

Tallahassee, FL 32302-1237

(City/ State and Zip Code)

For further information concerning this matter, please call:

Dawn Saucier

(Name of Contact Person)

at ( 850 ) 561-5704

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☒ \$35 Filing Fee

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Certificate of Status

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☐ \$52.50 Filing Fee  
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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

February 1, 2008

Florida Department of State  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314  
Attn: Darlene Connell

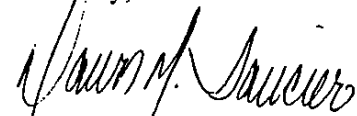
Re: Amended and Restated Articles of Incorporation  
Apalachee Audubon Society, Incorporated  
Document Number 752248

Ms. Connell:

Per our telephone conversation on Friday, February 1, I am submitting an original and one copy of Amended and Restated Articles of Incorporation for Apalachee Audubon Society, Inc. Please replace the original filing with the attached document.

Should you have any questions, please do not hesitate to contact me at 850.561.5704.

Sincerely,



Dawn M. Saucier  
Secretary  
Apalachee Audubon Society

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

2008 FEB -6 AM 8:00

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
APALACHEE AUDUBON SOCIETY, INCORPORATED**  
(A corporation not for profit)

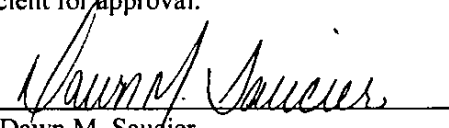
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TALLAHASSEE, FLORIDA

- I. Be it resolved that this organization shall be titled the Apalachee Audubon Society, Incorporated.
- II. This organization is a nonprofit corporation formed for the purposes of environmental education, the appreciation of wildlife and natural history, and conservation of the environment and resources. Be it also known that this organization shall express the concerns of its membership in dealing with conservation and environmental issues.
- III. Membership within this organization shall be open to and include all members of the National Audubon Society, Inc. who reside in the Florida Big Bend area (defined generally as that region of Florida located between the Apalachicola and Suwannee Rivers), plus any other members of the National Audubon Society, Inc. who desire membership in the Apalachee Audubon Society, Incorporated.
- IV. This organization is hereby set up in perpetuity.
- V. The mailing address of the organization is P.O. Box 1237, Tallahassee, FL 32302-1237.
- VI. This organization shall be governed by the following officers:
  1. A President;
  2. A Vice President;
  3. A Secretary; and
  4. A Treasurer.

The terms of office and procedures for the election of officers shall be as set forth in the organization's bylaws.

- VII. The Board of Directors shall be made up of no less than five members. The terms of office and procedures for the election of directors shall be as set forth in the organization's bylaws.
- VIII. The Articles of Incorporation may be amended as the need arises. Proposals for revised Articles shall be promulgated by the Officers and Board of Directors and approved by a 2/3 majority of those members present and voting at the next General Meeting of this organization after publication in the newsletter.
- IX. On dissolution, any assets and property of the organization remaining after all debts have been paid are to be distributed to the National Audubon Society, Inc.

These Amended and Restated Articles of Incorporation were adopted by the members on October 24, 2007, and the number of votes cast for the amendments was sufficient for approval.

  
Dawn M. Saucier  
Secretary