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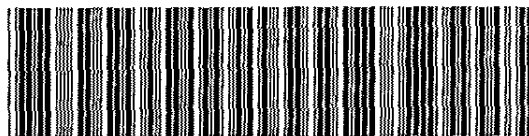
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*Amend & Restated
Articles*

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

07 SEP 10 AM 9:16

FILED

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Florida West Coast Avian Society Inc.

DOCUMENT NUMBER: N01000004934

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

Please return all correspondence concerning this matter to the following:

Karen Bastis

(Name of Contact Person)

Florida West Coast Avian Society Inc.

(Firm/ Company)

4757 Dunn Drive

(Address)

Sarasota, FL 34233-1430

(City/ State and Zip Code)

For further information concerning this matter, please call:

Karen Bastis

(Name of Contact Person)

at (941) 379-8334

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☐ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☒ \$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

Articles of Amendment
to
Articles of Incorporation
of

Florida West Coast Avian Society Inc.

(Name of corporation as currently filed with the Florida Dept. of State)

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07 SEP 10 AM 9:16
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N01000004934

(Document number of corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this **Florida Not For Profit Corporation** adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

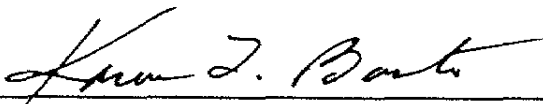
Please see attached "Amended and Restated" Articles of Incorporation

The date of adoption of the amendment(s) was: 06/21/2007

Effective date if applicable: Filing date
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(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.

Signature 
(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Karen Bastis
(Typed or printed name of person signing)

Treasurer
(Title of person signing)

FILING FEE: \$35

AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF THE
FLORIDA WEST COAST AVIAN SOCIETY INC.

A Florida Non-Profit Corporation

As Amended and Restated June 21, 2007

Members of the Board of Directors of the Florida West Coast Avian Society Inc., a Florida non-profit corporation, acting in accordance with the laws of the State of Florida and with the Articles of Incorporation of the Florida West Coast Avian Society Inc., as filed with the Secretary of State of Florida on July 9, 2001 and amended on the 21st of June, 2007, hereby acknowledge that on the 21st of June, they duly approved amendments to and a restatement of the Articles of Incorporation of the Florida West Coast Avian Society Inc., and acknowledge and file these Amended and Restated Articles of Incorporation with the Office of the Secretary of State of Florida. These Amended and Restated Articles of Incorporation include amendments to every Article of the Articles of Incorporation as filed on July 9, 2001 and were adopted pursuant to Sections 617.1002 and 617.1007, Florida Statutes (2006). These amended and restated Articles of Incorporation supersede the original Articles of Incorporation and all Amendments to them, pursuant to Section 617.1007(4), Florida Statutes (2006).

ARTICLE I – NAME

The name of this corporation shall be:

FLORIDA WEST COAST AVIAN SOCIETY INC.

The period of the duration of this corporation is perpetual unless dissolved according to law.
This corporation is organized under a non-stock basis.

ARTICLE II – PRINCIPAL OFFICE

The principal place of business of this corporation shall be:

4757 Dunn Drive
Sarasota, FL 34233-1430

The principal mailing address of this corporation shall be:

PO Box 18145
Sarasota, FL 34276-1145

ARTICLE III - PURPOSE

The purposes for which the corporation is organized are:

- To rescue, rehabilitate, temporarily house and/or re-home exotic pet and/or exotic wild birds which have been abandoned, lost, injured or are at-risk of neglect or mistreatment.
- To raise funds to support our rescue operation and other non-profit organizations whose purposes are to enhance the science of aviculture in respect to medical and behavioral research and studies.
- To educate the public and the membership to ensure the proper care, treatment, and preservation of exotic pet birds, and, to ensure the preservation of exotic birds in the wild.
- To keep informed of Federal, State, and Local laws/regulations pertaining to the keeping of exotic birds.
- To exchange knowledge, information, and experiences regarding care, diet, disease, and behavior relative to exotic birds.

The purposes for which the Florida West Coast Avian Society Inc. is organized are exclusively religious, charitable, scientific, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. This includes the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Notwithstanding any other provision of these Articles, this organization shall not carry on any activities not permitted to be carried on by (a) an organization exempt from Federal Income Tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

No part of the net earnings of the Florida West Coast Avian Society Inc. shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that this 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 the Purpose clause thereof. No substantial part of the activities of this organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this 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.

ARTICLE IV – MEMBERSHIP AND MANNER OF ELECTION

The qualification for members and the manner of their admission are:

In order to become a member of the Florida West Coast Avian Society Inc., an applicant must be dedicated to the purposes of the organization, be interested in, have, or plan to have birds, or, have a desire to support our rescue efforts. Prospective members must complete a membership application and remit dues as specified in the Bylaws.

The manner in which the Directors are elected or appointed is:

Election of Officers and Board members shall be by written ballot as specified in the Bylaws.

ARTICLE V – OFFICERS/DIRECTORS

The names and addresses of the persons who are currently serving are:

NAME TITLE	ADDRESS CITY, STATE, ZIP
Lynda Lewis President	5077 Bunyan Way Sarasota, FL 34232
Linda Mayo Vice President	P. O. Box 7182 Sarasota, FL 34278
Lynne Burrow Secretary	2009 Princeton Ave Bradenton, FL 34207
Karen Bastis Treasurer	4757 Dunn Drive Sarasota, FL 34233

ARTICLE VI - BYLAWS

The "Constitution and Bylaws of the Florida West Coast Avian Society Inc." shall be the governing document of the Florida West Coast Avian Society Inc. regarding any matter not addressed in these Articles of Incorporation, and may be altered, amended, or rescinded by the Board of Directors in the manner provided for in the Bylaws.

ARTICLE VII – AMENDMENTS TO ARTICLES OF INCORPORATION

Pursuant to Section 617.1007(1) of the Florida Statutes (2006), the Articles of Incorporation may be amended and/or restated by the Board of Directors without a vote of the members.

ARTICLE VIII - DISSOLUTION

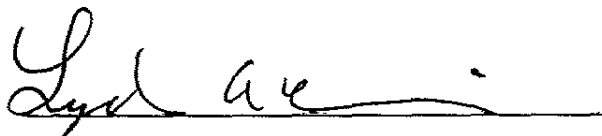
In the event the Florida West Coast Avian Society Inc. should dissolve or no longer exist, all remaining assets and funds in the Treasury shall be donated to an organization devoted to avian rescue, avian research and/or avian conservation, pursuant to the following clause:

Upon dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) and 170(c)(2) 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 exclusive public purpose.

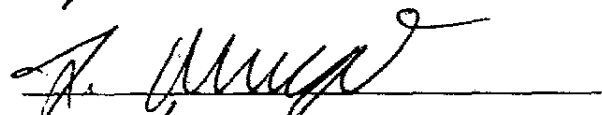
ARTICLE IX – REGISTERED AGENT

The Florida West Coast Avian Society Inc. hereby designates its Registered Office to be located at 4757 Dunn Drive, Sarasota, FL, 34233-1430, or such other place as it may designate in the future. The current Registered Agent is Karen Bastis, Treasurer of the Florida West Coast Avian Society Inc., and she shall remain as such until a successor is selected and duly designated.

IN WITNESS WHEREOF, the undersigned Officers of the Florida West Coast Avian Society Inc., a Florida non-profit corporation, have executed these Amended and Restated Articles of Incorporation on this 21st day of June 2007.



Lynda Lewis, President



Linda Mayo, Vice President

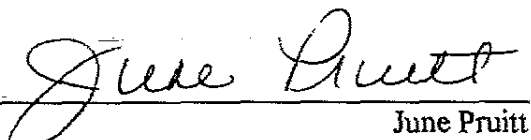


Karen Bastis, Treasurer

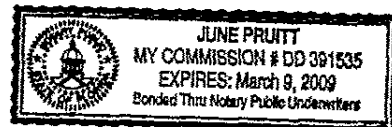
STATE OF FLORIDA)

COUNTY OF SARASOTA)

The foregoing instrument was acknowledged before me this 21st day of June 2007, by Lynda Lewis, Linda Mayo, and Karen Bastis, the President, Vice-President, and Treasurer, respectively, of the Florida West Coast Avian Society Inc., a Florida non-profit corporation, on behalf of the corporation. The aforementioned individuals are personally known to me and did not take an oath.



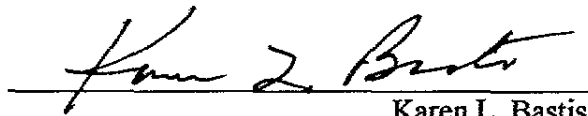
June Pruitt
Notary Public, State of Florida



CERTIFICATION

I, Karen L. Bastis, Registered Agent of the Florida West Coast Avian Society Inc., a Florida non-profit corporation, hereinafter referred to as the "Corporation", hereby certify that I am familiar with and accept the duties and responsibilities of the registered agent of the Corporation as stated in its Amended and Restated Articles of Incorporation dated, June 21st 2007.

IN WITNESS WHEREOF, I have hereunto set my hand, this 21st day of June, 2007.



Karen L. Bastis
Treasurer, Florida West Coast Avian Society Inc.

CERTIFICATION

I, Lynne Burrow, Secretary of the Florida West Coast Avian Society Inc., a Florida non-profit corporation, hereby certify that the attached Amended and Restated Articles of Incorporation were amended and adopted by the members of the Board of Directors on June 21st 2007, and further certify that after being put to vote, the number of votes cast for the amendment was sufficient for its approval.

IN WITNESS WHEREOF, I have hereunto set my hand, this 21st day of June, 2007.



Lynne Burrow
Secretary, Florida West Coast Avian Society Inc.