

LAW OFFICES OF
GRACE ANNE GLAVIN, P.A.
ATTORNEY AND COUNSELOR AT LAW

1340 TUSKAWILLA ROAD
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NO20000006225
August 9, 2002

Florida Department of State
Division of Corporations
Corporate Filings
Post Office Box 6327
Tallahassee, Florida 32314

EFFECTIVE DATE
08-08-02

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-08/15/02--01033--001
*****71.25 *****71.25

RE: *Seminole Audubon Society, Inc.*

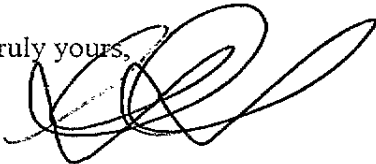
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-08/15/02--01033--002
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Dear Sir or Madam:

Enclosed please find the Articles of Incorporation for Seminole Audubon Society, Inc., a Florida not-for-profit corporation. Checks totaling \$78.75 are enclosed to cover the cost of the filing fees. Please return a certified copy of the Articles of Incorporation to my office in the enclosed self-addressed stamped envelope.

If you have any questions, please do not hesitate to contact my office.

Very truly yours,



Grace Anne Glavin

GAG/djm
Enclosures

FILED
02 AUG 15 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Dobbie GAVE
AUTHORIZATION BY PHONE TO
CORRECT Art. III
DATE 8/16
DOC. EXAM. Bm

Bm 8/16

ARTICLES OF INCORPORATION

FOR

SEMINOLE AUDUBON SOCIETY, INC.

EFFECTIVE DATE

08-08-02

FILED
02 AUG 15 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned citizens of the United States, desiring to form a not-for-profit corporation under the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, certify and acknowledged the following:

ARTICLE I
NAME OF CORPORATION

The name of the Corporation Not For Profit shall be **SEMINOLE AUDUBON SOCIETY, INC.** (hereinafter referred to as the "Corporation").

ARTICLE II
PRINCIPAL OFFICE

The principal office and mailing address of the Corporation shall be Post Office Box 2977, Sanford, Florida 32772-2977.

ARTICLE III
TERM OF EXISTENCE

This Corporation shall begin its existence as of the 8th day of August, 2002, and shall exist perpetually.

ARTICLE IV
GENERAL PURPOSE

This Corporation is organized and operating for charitable, scientific, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as may be amended. Specifically, the Corporation is organized to promote awareness and protection of the plants and animals in the St Johns River basin in order to sustain the beneficial coexistence of nature and humans.

ARTICLE V
REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial Registered Office of the Corporation in the State of Florida will be 1340 Tuskawilla Road, Suite 106, Winter Springs, Florida 32708, and the name of the initial Registered Agent at such address is GRACE ANNE GLAVIN, ESQUIRE.

ARTICLE VI
DIRECTORS AND INCORPORATORS

The initial number of directors of this Corporation shall be three (3). The directors of the Corporation shall be elected in accordance with the methods and qualifications specified in the bylaws of the Corporation. In no event, however, shall the number of directors be fewer than three (3).

The names and addresses of the incorporators of this Corporation are:

NAME	ADDRESS
FAITH B. JONES	763 Mallard Drive Sanford, Florida 32771
SHIRLEY FOLSE	445 Live Oak Avenue Chuluota, Florida 32766

ARTICLE VII
POWERS

The powers of the Corporation shall be provided in the bylaws of the Corporation in accordance with Chapter 617, Florida Statutes with the following limitations within the meaning of §501(c)(3) of the Internal Revenue Code, as may be amended:

1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, directors, officers, or other private interests. However, the Corporation shall be authorized and empowered to pay a reasonable flat salary for services rendered by its employees and to make payments and other distributions in furtherance of the purposes set forth in Article IV.

2. Only an insubstantial amount of the activities of the Corporation shall be in furtherance of a purpose not set forth in Article IV.

3. Only an insubstantial amount of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, within the meaning of §501(c)(3) of the Internal Revenue Code, as may be amended, unless the Corporation elects the provisions of §501(h) of the Internal Revenue Code, as may be amended.

4. In no event shall the Corporation have the power to participate in, or intervene in, including the publishing or distributing of statements, any political campaign on behalf of, or in

opposition to, any candidate for public office, all within the meaning of §501(c)(3) of the Internal Revenue Code, as may be amended.

5. In the event the Corporation chooses to litigate, using its own staff attorneys on behalf of its members or other clients, the Corporation shall comply with the guidelines provided within Revenue Procedure 92-59, 1992-2 C.B. 411-12, as may be amended, superseded, or modified. The bylaws of the Corporation shall adopt these provisions accordingly.

ARTICLE VIII
AMENDMENT TO ARTICLES

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment thereto.

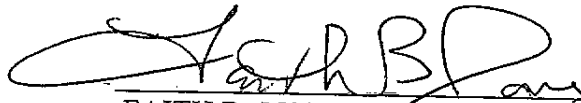
ARTICLE IX
INDEMNIFICATION

The Corporation shall indemnify any incorporator, officer, director, or any former incorporator, officer, or director, to the full extent permitted by law.

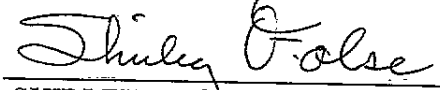
ARTICLE X
DISSOLUTION

Upon dissolution and upon payment or adequate discharge of all liabilities and obligations, the assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of §501(c)(3) of the Internal Revenue Code, as amended, or shall be distributed to a state or the Federal government for a public purpose.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at Winter Springs, Florida, on the 7th day of August, 2002.



FAITH B. JONES



SHIRLEY FOLSE

STATE OF FLORIDA
COUNTY OF SEMINOLE

BEFORE ME, the undersigned authority, personally appeared FAITH B. JONES, who has produced her Florida Drivers License as identification and who has executed the foregoing Articles of Incorporation, and she acknowledged that she subscribed the foregoing instrument for the uses and purposes set forth therein.

WITNESS my hand and official seal in the County and State last aforesaid this 7th day of August, 2002.



Grace Anne Glavin
MY COMMISSION # CC848178 EXPIRES
June 21, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

[Signature]
NOTARY PUBLIC

Printed Name:

[Notary stamp or seal]

STATE OF FLORIDA
COUNTY OF SEMINOLE

BEFORE ME, the undersigned authority, personally appeared SHIRLEY FOLSE, who has produced her Florida Drivers License as identification and who has executed the foregoing Articles of Incorporation, and she acknowledged that she subscribed the foregoing instrument for the uses and purposes set forth therein.

WITNESS my hand and official seal in the County and State last aforesaid this 7th day of August, 2002.



Grace Anne Glavin
MY COMMISSION # CC848178 EXPIRES
June 21, 2003
BONDED THRU TROY FAIN INSURANCE, INC.

[Signature]
NOTARY PUBLIC

Printed Name:

[Notary stamp or seal]

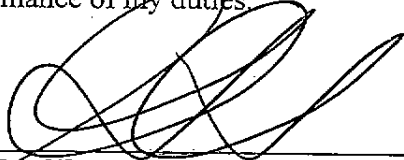
CERTIFICATE OF REGISTERED AGENT

Pursuant to 48.091, Florida Statutes, the following is submitted in compliance with said Act; that SEMINOLE AUDUBON SOCIETY, INC., desiring to organize under the Laws of the State of Florida, with its principal place of business at Longwood, Florida, has named GRACE ANNE GLAVIN, located at 1340 Tuskawilla Road, Suite 106, Winter Springs, Florida, as its Agent to accept service of process within Florida.

Acknowledgment

Having been named to accept service of process for the above stated corporation at the place designated in the Certificate, I hereby agree to act in this capacity and to comply with provisions of said Statutes relative to the proper and complete performance of my duties.

DATED this 9th day of August, 2002.



GRACE ANNE GLAVIN

FILED
02 AUG 15 PM 2:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA