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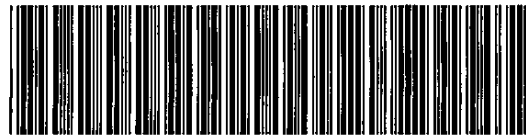
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED

9/19/06

COVER LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: FRIENDS OF THE ENVIRONMENT, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☒ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: David T. Price
Name (Printed or typed)

550 SW 12th Avenue
Address

Deerfield Beach, FL 33442
City, State & Zip

954-421-9399
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
FRIENDS OF THE ENVIRONMENT, INC.
(A Corporation Not for Profit)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby submit the following Articles of Incorporation for the formation of a corporation not-for-profit in accordance with the laws in the State of Florida.

I
NAME

The name of the corporation shall be FRIENDS OF THE ENVIRONMENT, INC. (The "Corporation").

II
ADDRESS

The address of the principal office of the Corporation and the mailing address of the Corporation shall be 550 SW 12th Avenue, Deerfield Beach, Florida 33442 but the Corporation may maintain offices and transact business in other places within or without the State of Florida as may from time to time be designated by the Board of Directors. Furthermore, the Board of Directors may from time to time relocate the principal office of the Corporation.

III
PURPOSE

- a. To preserve and protect Abaco's terrestrial and marine environments in order to achieve sustainable living for the wildlife and the people of Abaco, Bahamas.
- b. To raise funds to meet the operating costs of the Company and for specific environmental projects.
- c. To help facilitate research by both domestic and international organizations in the area of environmental preservation.
- d. To gather and store in an easily accessible form current and future data gathered by environmental and scientific researchers within and for The Bahamas.

IV
DIRECTORS

The governing body of this Corporation shall be the Board of Directors. The Board of Directors of FRIENDS OF THE ENVIRONMENT, INC. shall be elected or appointed in accordance with the Bylaws of the Corporation.

V
REGISTERED AGENT

The registered office of FRIENDS OF THE ENVIRONMENT, INC. shall be located at 550 SW 12th Avenue, Deerfield Beach, Florida 33442. The name and address of the initial registered agent of FRIENDS OF THE ENVIRONMENT, INC. is David T. Price, Esq., 550 SW 12th Avenue, Deerfield Beach, Florida 33442.

The name and address of the incorporators of FRIENDS OF THE ENVIRONMENT, INC. are:

<u>Name</u> David T. Price	<u>Address</u> 550 SW 12 th Avenue Deerfield Beach, Florida 33442
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VI
DIRECTORS

The names and addresses of the individuals who shall serve as the initial directors of FRIENDS OF THE ENVIRONMENT, INC. are as follows:

<u>Name</u>	<u>Address</u>
David T. Price	550 SW 12 th Avenue Deerfield Beach, FL 33442
Michael Albury	Man-O-War Cay Great Abaco The Bahamas
Lindsey McCoy	Hope Town Great Abaco The Bahamas

VII
OFFICERS

The affairs of this Corporation shall be managed on a day-to-day basis by the officers in accordance with the Bylaws. The officers shall be appointed from time to time by the Board of Directors. Officers shall serve at the pleasure of the Board of Directors.

VIII

DISSOLUTION

Upon dissolution of this Corporation assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, i.e. charitable, educational, religious or scientific, or corresponding section of any further Federal tax code, or shall be distributed to the Federal government, or to a state or local government for a public purpose.

IX

DURATION

The Corporation shall have perpetual existence.

X

BYLAWS

The first Bylaws shall be adopted by the directors and may be altered, amended or rescinded by the directors in the manner provided by the Bylaws.

XI

AMENDMENTS

These Articles may be amended or repealed, in whole or in part, by a majority vote at any duly organized meeting of the directors.

XII

CHARITABLE RESTRICTIONS AND LIMITATIONS

1. No part of the net earnings of FRIENDS OF THE ENVIRONMENT, INC. shall enure to the benefit of or be distributed to its governing Board of Directors, officers or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered, and to make payment and distribution in furtherance of the purposes set forth in Article III hereof.

2. The Corporation shall not attempt to influence legislation as a substantial part of its activities, nor shall it participate to any extent in any political campaign for or against any candidate for public office.

3. It is intended that this Corporation shall have the status of a Corporation which is exempt from Federal income taxation under Section 501 (a) of the Internal Revenue Code, as an organization described in Section 501 (c) (3) of the Code, and described in section 509 (a) (3) of the Code. These articles shall be construed accordingly, and all powers and activities of the corporation shall be limited accordingly.

4. At no time shall the Board of Directors of the Corporation be constituted so as to be controlled directly or indirectly by one or more disqualified persons with respect to the Corporation (as defined in Section 4946 of the Code) other than "foundation managers" as defined by the Code.

XIII
UNRELATED BUSINESS ACTIVITY

Notwithstanding any other provision of these Articles of Incorporation, FRIENDS OF THE ENVIRONMENT, INC., shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under the provisions of Sections 501 (c) (3) of the Internal Revenue Code as amended or the corresponding provision of any future United States Internal Revenue Code provision or other activities which are prohibited to a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code as amended or the corresponding provision of any future United States Internal Revenue Code provision or other activities which are prohibited to a corporation.

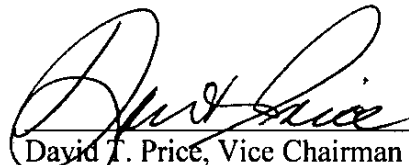
XIV
SUBSCRIBERS

The names and addresses of the subscribers to these Articles are:

Name David T. Price

Address 550 SW 12th Avenue
Deerfield Beach, FL 33442

IN WITNESS WHEREOF the subscribers have hereunto set their hands and seals, this
15th day of September, 2006.




David T. Price, Vice Chairman
Board of Directors and Incorporator

STATE OF FLORIDA
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 15th day of September, 2006 by DAVID T. PRICE, who is personally known to me ~~or~~

has produced _____ as identification and who did/did not take an oath.

NOTARY PUBLIC-STATE OF FLORIDA
 Najat M. Levy
Commission # DD393715
Expires: MAR. 20, 2009
Florida Notary Publics, Inc.

Najat M. Levy Notary
NAJAT M. LEVY Printed Name

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation at the place designated in paragraph V of these Articles, I hereby accept said appointment and agree to act in this capacity and I agree to comply with the provisions of Chapter 48.091, Florida Statutes relative to keeping open said office.

By: David T. Price
David T. Price

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA