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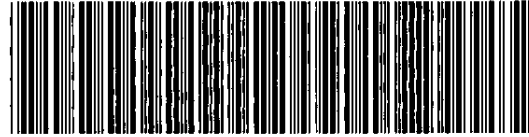
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MRS  
6/28

**PORTIA B. SCOTT, CHARTERED**

921 SE CENTRAL PARKWAY  
STUART, FLORIDA 34994  
Telephone: (772) 287-0096  
Facsimile: (772) 287-8069  
E-Mail: [PortiaBScott@gmail.com](mailto:PortiaBScott@gmail.com)

June 23, 2011

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

***In Re: Martin County Birds and Songbirds, Inc.***

Dear Sir/Madam:

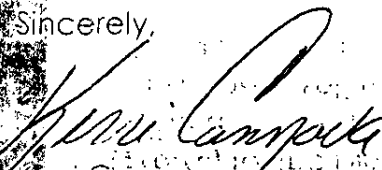
Enclosed please find the following, pertaining to the above-referenced matter:

1. The original and one copy of the Articles of Incorporation of Martin County Birds and Songbirds, Inc.; and
2. A check in the amount of Seventy Eight Dollars and seventy five cents (\$78.75) for the filing fees, registered agent designation and a certified copy of the articles; and
3. A stamped, self-return envelope for your convenience in forwarding the certified copy of the Articles of Incorporation back to our office.

If you should have any questions, or are in need of any additional information, please don't hesitate to contact our office.

Thank you very much for your assistance and God Bless America.

Sincerely,



Kerri Cannova  
Legal Assistant to  
Portia B. Scott

/kc

enclosures: four

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**ARTICLES OF INCORPORATION  
MARTIN COUNTY BIRDS AND SONGBIRDS, INC.**

**SECRETARY OF STATE  
TALLAHASSEE FLORIDA**

- ARTICLE I:** The name of this corporation is MARTIN COUNTY BIRDS AND SONGBIRDS, INC., hereinafter "Corporation."
- ARTICLE II:** The address of the Corporation is 921 SE Central Parkway, Stuart, Florida 34994.
- ARTICLE III:** This Corporation is intended to be an independent, not-for-profit Organization, as contemplated by the Internal Revenue Code section 501 as amended from time to time, or any like provision of the Code, which is designed to encourage the promotion of tourism throughout Martin County, Florida through choral competitions, birding and any other manner permissible by, through or under the Code so as to benefit the residents of Martin County and the tourists we endeavor to attract focusing on the unusual charm and distinction to our community.
- ARTICLE IIII:** The Corporation shall not, nor shall any officers or directors of the Corporation acting in their capacity as such, solicit, campaign, contribute funds or time, or in any other way support the candidacy of any person for political office, be it in federal, state, or local elections.
- ARTICLE V:** The method of appointment of the members of the Board of Directors shall be set forth in the By-Laws of the Corporation.
- ARTICLE VI:** The name of the registered agent is Portia B. Scott, whose address is 921 SE Central Parkway, Stuart, Florida 34994.
- ARTICLE VII:** The names of the initial incorporators are Portia B. Scott, whose address is 921 SE Central Parkway, Stuart, Florida 34994; Robyn Pisano, whose address is 3443 SW Sawgrass Villas Drive, Palm City, Florida 34990; and Troy A. McDonald, whose address is 917 SE Central Parkway, Stuart, Florida 34994.
- ARTICLE VIII:** There shall be only one (1) class of members.
- ARTICLE VIIII:** The requirements, obligations, rights and benefits of memberships shall be as defined in the by-laws.
- ARTICLE X:** Memberships are not transferable.
- ARTICLE XI:** Termination of a membership, and the procedures leading thereto, shall be as set out in the By-laws.
- ARTICLE XII:** Upon the termination of any membership, any and all work done or performed by, or produced by, the member whose

membership is terminated, any funds contributed to the Corporation by the member, and the rights to any such work or works, remain the property of the Corporation.

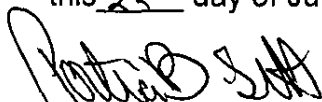
**ARTICLE XIII:** Petition for reinstatement of any membership may be made at any time after termination thereof.

**ARTICLE XIV:** These Articles of Incorporation shall be amended, altered or rescinded only by a 2/3rds vote of a quorum (as defined in the By-Laws) of the Members.

**ARTICLE XV:** The Corporation shall exist in perpetuity.

**ARTICLE XVI:** Upon dissolution of the Corporation, the assets of the corporation shall be liquidated, in such a manner as, reasonably, to insure the highest dollar value therefor, and with every effort to protect the integrity of the assets, and after such liquidation, the proceeds shall be disbursed to such creditors as the Corporation shall have in priority as determined by law. In the event there exists a surplus of funds after the payment of all legally enforceable debts, then that amount shall be donated in whole to The United Way of Martin County or its successor.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 23<sup>rd</sup> day of June, 2011.


  
\_\_\_\_\_  
Portia B. Scott

STATE OF FLORIDA  
COUNTY OF MARTIN


The foregoing instrument was acknowledged before me this 22<sup>nd</sup> day of June, 2011, by Portia B. Scott, (☒) who is personally known to me or (☐) who has produced as identification, and who (☐) did (☐) did not take an oath.



KERRI C. CANNOVA  
MY COMMISSION # DD 921790  
EXPIRES: October 22, 2013  
Bonded Thru Budget Notary Services

  
\_\_\_\_\_  
Notary Public

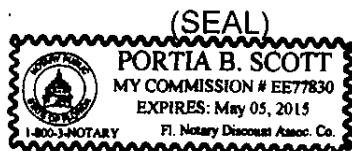
IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 22<sup>nd</sup> day of June, 2011.

  
\_\_\_\_\_  
Robyn Pisano

STATE OF FLORIDA  
COUNTY OF MARTIN

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SECRETARY OF STATE  
TALLAHASSEE, FL

The foregoing instrument was acknowledged before me this \_\_\_\_ day of June, 2011 by Robyn Pisano (X) who is personally known to me or ( ) who has produced \_\_\_\_\_ as identification, and who ( ) did ( ) did not take an oath.



\_\_\_\_\_  
Notary Public

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida this 22 day of June, 2011.

\_\_\_\_\_  
Troy A. McDonald

STATE OF FLORIDA  
COUNTY OF MARTIN

The foregoing instrument was acknowledged before me this 22<sup>nd</sup> day of June, 2011, by Troy A. McDonald, ( ✓ ) who is personally known to me or ( ) who has produced \_\_\_\_\_ as identification, and who ( ) did ( ) did not take an oath.



\_\_\_\_\_  
Notary Public  
ACCEPTANCE

I hereby accept the foregoing designation of Registered Agent of Martin County Birds and Songbirds, Inc.

DATED this 22<sup>nd</sup> day of June, 2011.

\_\_\_\_\_  
Portia B. Scott  
Registered Agent

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