

Advocates for Wild, Healthy Oceans

1725 DeSales Street, NW
Suite 600
Washington, DC 20036

202.429.5609 Telephone
202.872.0619 Facsimile
www.oceanconservancy.org

Formerly the Center for
Marine Conservation

October 25, 2001

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

The Ocean
Conservancy



Re: P38074

100004546831--0
-08/21/01--01038--007
*****35.00 *****35.00

Dear Ms. Lewis:

Enclosed please find a copy of an original, duly authenticated certificate from the District of Columbia evidencing the amendment of our name change.

If you have any questions, please don't hesitate to give me a call at the number on this letter.

Sincerely,

Mary F. McLean
Accounting Manager

Enclosure

FILED
01 OCT 29 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NC

OCT 29 2001

The Ocean Conservancy strives to be the world's foremost advocate for the oceans. Through science-based advocacy, research, and public education, we inform, inspire and empower people to speak and act for the oceans.

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 28, 2001

PETER JONES
THE OCEAN CONSERVANCY
1725 DESALES STREET, NW, SUITE 600
WASHINGTON, DE 20036

SUBJECT: CENTER FOR MARINE CONSERVATION, INC.
Ref. Number: P38074

We have received your document for CENTER FOR MARINE CONSERVATION, INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

An original, duly authenticated certificate from the state of incorporation/organization evidencing the amendment, must be submitted with the application. The certificate must have been issued within the past 90 days.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 901A00049042

RECEIVED
01 OCT 29 PM 8:50
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

August 6, 2001

PETER JONES
THE OCEAN CONSERVANCY
1725 DESALES STREET, NW, SUITE 600
WASHINGTON, DE 20036

SUBJECT: CENTER FOR MARINE CONSERVATION, INC.
Ref. Number: P38074

This will acknowledge receipt of your correspondence which is being returned for the following reason(s):

A foreign corporation which has changed its name, duration, jurisdiction, or purpose (nonprofit corporation only), should file an amended application in this office within 30 days after the occurrence of any such change. The form should be accompanied by an original certificate from the domicile state issued within the past 90 days evidencing the change and a filing fee of \$35.

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6905.

Thelma Lewis
Corporate Specialist Supervisor

Letter Number: 201A00045066

Advocates for Wild, Healthy Oceans

1725 DeSales Street, NW
Suite 600
Washington, DC 20036
202.429.5609 Telephone
202.872.0619 Facsimile
www.oceanconservancy.org

Formerly the Center for
Marine Conservation

July 13, 2001



Dear valued business associate:

We are pleased to announce that we have changed our name from the Center for Marine Conservation to **THE OCEAN CONSERVANCY**.

Our mailing address, telephone numbers, and IRS identification number remain the same. Please update your records accordingly. Our website address has changed to www.oceanconservancy.org, and we encourage you to visit the site.

We look forward to continuing our relationship with you, under our new name **THE OCEAN CONSERVANCY**.

Sincerely,

Peter Jones
Vice President
Finance and Administration

The Ocean Conservancy strives to be the world's foremost advocate for the oceans. Through science-based advocacy, research, and public education, we inform, inspire and empower people to speak and act for the oceans.

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NOT FOR PROFIT CORPORATION
APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION TO FILE
AMENDMENT TO APPLICATION FOR CONDUCTING AFFAIRS IN FLORIDA
(Pursuant to s. 617.1504, F.S.)

SECTION I
(1-3 MUST BE COMPLETED)

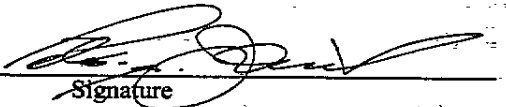
1. Center for Marine Conservation, Inc.
Name of corporation as it appears on the records of the Department of State.
2. District of Columbia 3. 3-26-92
Incorporated under laws of Date authorized to conduct affairs in Florida

01 OCT 29 AM 8:59
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION II
(4-7 COMPLETE ONLY THE APPLICABLE CHANGES)

4. If the amendment changes the name of the corporation, when was the change effected under the laws of its jurisdiction of incorporation? 6/25/01
5. The Ocean Conservancy, Inc.
Name of corporation after the amendment, adding suffix "corporation" or "incorporated", or appropriate abbreviation, if not contained in new name of the corporation. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.
6. If the amendment changes the period of duration, indicate new period of duration and the date the change was effected.
N/A
New Duration Date
7. If the amendment changes the jurisdiction of incorporation, indicate new jurisdiction and the date the change was effected.
N/A
New Jurisdiction Date
8. If the purpose which the corporation intends to pursue in Florida has changed indicate new purpose.
N/A

The corporation is authorized to pursue such purpose in the jurisdiction of its incorporation.


Signature

8/15/01
Date

Peter M. Jones
Typed or printed name

VP, Fin. & Admin.
Title

GOVERNMENT OF THE DISTRICT OF COLUMBIA
DEPARTMENT OF CONSUMER AND REGULATORY AFFAIRS



C E R T I F I C A T E

THIS IS TO CERTIFY THAT

OCEAN CONSERVANCY, INC. (THE)

A corporation incorporated and existing under and by virtue of District of Columbia Corporation Act has been duly authorized to transact business as a domestic corporation in the District of Columbia by virtue of the Certificate of Incorporation issued to it by this office.

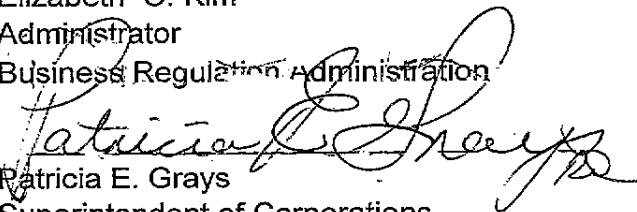
1. Articles of Incorporation of THE DELTA ORGANIZATION, INC. was filed September 7, 1972.
2. Certificate of Amendment was filed November 28, 1972.
3. Certificate of Amendment of THE DELTA ORGANIZATION, INC. changed to CENTER FOR ENVIRONMENTAL EDUCATION, INC. was filed January 17, 1975.
4. Certificate of Amendment of CENTER FOR ENVIRONMENTAL EDUCATION, INC. changed to THE CENTER FOR MARINE CONSERVATION, INC. was filed March 22, 1989.
5. Certificate of Amendment of THE CENTER FOR MARINE CONSERVATION INC. changed to THE OCEAN CONSERVANCY, INC. was filed June 25, 2001.

WE FURTHER CERTIFY THAT the aforementioned documents constitute all of the charter documents filed with this office for this corporation and that said corporation is in **Good Standing** according to the records of this office as of the date hereinafter mentioned.

IN TESTIMONY WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed this **13th** day of **September, 2001**.

David Clark
DIRECTOR

Elizabeth O. Kim
Administrator
Business Regulation Administration


Patricia E. Grays
Superintendent of Corporations
Corporations Division

Anthony A. Williams
Mayor