

ARTICLES OF INCORPORATION
OF
TAMPA AUDUBON SOCIETY INC.
(A CORPORATION NOT FOR PROFIT)

We, the undersigned, with other persons being desirous of forming a corporation for charitable and philanthropic purposes, under provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I. NAME

The name of this corporation is TAMPA AUDUBON SOCIETY, INC.

ARTICLE II. PURPOSES

The general nature of the objects and purposes of this corporation shall be:

(a) Working for the conservation of all natural resources, including native birds and mammals and their environment; to seek to make the public aware of its responsibility to the land and to all life, both human and wild, that is dependent upon the land; to work to protect the environment against abuse, pollution and destruction in the belief that the preservation of the environment is necessary if mankind is to continue to live a quality life.

(b) Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person.

(c) Adopt and use a common corporate seal and alter the same; provided, however, that such seal shall always contain the words "corporation not for profit."

(d) Elect or appoint such officers and agents as its affairs shall require and allow them reasonable compensation.

(e) Adopt, change, amend and repeal by-laws, not inconsistent with law or its articles of incorporation, for the administration of the affairs of the corporation and the exercise of its corporate powers.

(f) Increase, by a vote of its members cast as the by-laws may direct, the number of its directors, managers or trustees so that the number shall not be less than three but may be any number in excess thereof.

(g) Make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage and pledge of all or any of its property, franchises or income.

(h) Conduct its affairs, carry on its operations, and have offices and exercise the powers granted by Part 1 of this chapter in any state, territory, district or possession of the United States or any foreign country.

(i) Purchase, take, receive, lease, take by gift, devise or bequest, or otherwise acquire, own, hold, improve, use or otherwise deal in and with real or personal property, or any interest therein, wherever situated.

(j) Acquire, enjoy, utilize and dispose of patents, copyrights and trademarks and any licenses and other rights or interests thereunder or therein.

(k) Sell, convey, mortgage, pledge, lease, exchange, transfer or otherwise dispose of all or any part of its property and assets.

(l) Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge or otherwise dispose of and otherwise use and deal in and with, shares and other interests in, or obligations, partnerships or individuals, or direct or

indirect obligations of the United States or of any other government, state, territory, governmental district, municipality, or of any instrumentality thereof.

(m) Lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested.

(n) Make donations for the public welfare or for religious, charitable, scientific, educational or other similar purposes.

(o) Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is organized.

ARTICLE III. QUALIFICATION OF MEMBERS

The membership of this corporation shall constitute all persons hereinafter named as subscribers and such other persons as, from time to time hereafter, may become members, in the manner provided in the by-laws.

ARTICLE IV. TERM OF EXISTENCE

This corporation is to exist perpetually.

ARTICLE V. SUBSCRIBERS

The names and residences of the subscribers to these articles are:
Lamar F. Cox, 3317 E. Sevilla Circle, Tampa, Florida
William Horne, 1705 Park Circle, Tampa, Florida
Mark Swingley, 2113 W. Powhatan Avenue, Tampa, Florida

ARTICLE VI. OFFICERS

Section 1. The officers of the corporation shall be a President, such number of Vice Presidents, a Secretary, a Treasurer, and such other officers as may be provided in the by-laws.

Section 2. The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

President	Lamar F. Cox
First Vice President	William Horne
Second Vice President	William R. McFarland, Jr.
Treasurer	Marian Kreuzinger
Recording Secretary	Edith V. Wood
Corresponding Secretary	Mark Swingley

Section 3. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the by-laws.

ARTICLE VII. BOARD OF DIRECTORS

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have three directors initially. The number of directors may be increased from time to time, by the by-laws, but shall never be less than three.

Section 2. The Board of Directors shall be members of the corporation.

Section 3. Members of the Board of Directors shall be elected and hold office in accordance with the by-laws.

Section 4. The names and addresses of the persons who are to serve as

directors for the ensuing year, or until the first annual meeting of the corporation, are:

Lamar F. Cox, 3317 E. Sevilla Circle, Tampa, Florida
William H. Horne, 1705 Park Circle, Tampa, Florida
William R. McFarland, Jr., Route 1, Box 304-A, Valrico, Florida
Mark Swingley, 2113 W. Powhatan Avenue, Tampa, Florida
Edith V. Wood (Mrs. Parker) 404 Barbara Lane, Tampa, Florida
Marian Kreuzinger, Route 1, Box 345, Lutz, Florida
Olivia Cox, 3317 E. Sevilla Circle, Tampa, Florida
Lois Tannen, 4302 Kensington Avenue, Tampa, Florida
Nan Christian, 1107-B South Moody, Tampa, Florida
Dwight Medberry, 5219 El Toro Court #174, Tampa, Florida
Mary Ann Creidt, 2810 West Kenmore, Tampa, Florida
Claris Summers, 6915 Concord Drive, Tampa, Florida
Carmen DePaula, Lake Fern, Odessa, Florida

ARTICLE VIII. BY-LAWS

Section 1. The Board of Directors of this corporation may provide such by-laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Section 2. Upon proper notice the by-laws may be amended, altered or rescinded at any general meeting by a two-thirds vote of the members present provided the proposed amendments were read at the previous meeting. Proposed amendments shall be submitted in writing and signed by three members.

ARTICLE IX. AMENDMENTS

Section 1. These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose, by a two-thirds vote of those present.

Section 2. Amendments may also be made at a regular meeting of the membership upon notice given, as provided by the by-laws, of intention to submit such amendments.

ARTICLE X. LOCATION

The location of this corporation shall be: 3317 E. Sevilla Circle, Tampa, Florida 33609.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunto set our hands and seals this 26 day of January, 1971, for the purpose of forming this corporation not for profit under the laws of the State of Florida.

Lamar Cox
William Horne
Mark Swingley

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared LAMAR F. COX, WILLIAM HORNE and MARK SWINGLEY, to me known to be the persons described as subscribers in and who executed the foregoing articles of incorporation,

and they acknowledged before me that they executed and subscribed to these articles of incorporation.

WITNESS MY hand and official seal in the county and state named above
26 day of January, 1971.

Notary Public (signed)

AMENDMENT TO ARTICLES OF INCORPORATION
TO
TAMPA AUDUBON SOCIETY, INC.

I HEREBY CERTIFY that I am the duly elected and qualified secretary to TAMPA AUDUBON SOCIETY, INC. and the keeper of the records and corporate seal of said corporation and that the following is a true and correct copy of a Resolution duly passed at a Special Meeting of the Membership of said corporation held in accordance with the Articles of said corporation at its meeting held at Tampa, Florida, on the 12th day of January, 1972, for the purpose of amendment to the Articles of Incorporation.

The following was proposed and unanimously adopted, to-wit:

ARTICLE XI

That upon dissolution of the corporation, the remaining assets of the corporation will be donated to the Florida Audubon Society, Inc., or its successor or its designee.

Edith V. Wood, Secretary

Lamar F. Cox, President

CORPORATE SEAL

STATE OF FLORIDA
COUNTY OF HILLSBOROUGH

BEFORE ME, the undersigned authority, this day personally appeared LAMAR F. COX, President, and EDITH V. WOOD, Secretary of TAMPA AUDUBON SOCIETY, INC. and acknowledged to me that they executed the foregoing as a true copy of an Amendment duly adopted by said TAMPA AUDUBON SOCIETY, INC.

WITNESS my hand and official seal this 12 day of JANUARY, 1972.

Merrill C. Dulin, Notary Public