

THE ENVIRONMENTAL EDUCATION ALLIANCE, INC. 9008449

**Secretary of State**  
**Business Services and Regulation**

Suite 306, West Tower  
2 Martin Luther King Jr. Dr.  
Atlanta, Georgia 30334

CHARTER NUMBER : 9008449 DN  
DATE INCORPORATED: MAY 04, 1990  
COUNTY : HARRIS  
EXAMINER : MARILYN H. HAYES  
TELEPHONE : 404-656-2817

MAILED TO:

PATRICIA COLLINS  
ED. DEPT. CALLAWAY GARDENS  
PINE MOUNTAIN GA 31822

**CERTIFICATE OF INCORPORATION**

I, MAX CLELAND, SECRETARY OF STATE AND THE CORPORATIONS  
COMMISSIONER OF THE STATE OF GEORGIA DO HEREBY CERTIFY, UNDER THE  
SEAL OF MY OFFICE, THAT

-----  
"GEORGIA ENVIRONMENTAL EDUCATION COUNCIL, INC."  
-----

HAS BEEN DULY INCORPORATED UNDER THE LAWS OF THE STATE OF GEORGIA  
ON THE DATE SET FORTH ABOVE, BY THE FILING OF ARTICLES OF INCOR-  
PORATION IN THE OFFICE OF THE SECRETARY OF STATE AND THE FEES  
THEREFOR PAID, AS PROVIDED BY LAW, AND THAT ATTACHED HERETO IS A  
TRUE COPY OF SAID ARTICLES OF INCORPORATION.

WITNESS, MY HAND AND OFFICIAL SEAL, IN THE CITY OF ATLANTA  
AND THE STATE OF GEORGIA ON THE DATE SET FORTH BELOW.

DATE: MAY 07, 1990



*Max Cleland*

MAX CLELAND  
SECRETARY OF STATE

*H. Wayne Howell*

H. WAYNE HOWELL  
DEPUTY SECRETARY OF STATE

SECURITIES  
656-2894

CEMETERIES  
656-3079

CORPORATIONS  
656-2817

CORPORATIONS HOT-LINE  
404-656-2222  
Outside Metro-Atlanta

GEORGIA ENVIRONMENTAL EDUCATION COUNCIL, *Inc*  
CONSTITUTION

Preamble

Because problems of the environment span international, national, regional, and local sectors, comprehensive educational programs are needed to inform all citizens about the basic concepts dealing with man's living harmoniously with his natural environment. The end result should be a better quality of environment.

ARTICLE I

Name

The name of the corporation is "Georgia Environmental Education Council, Inc."

ARTICLE II

Purpose

The corporation is a non-profit corporation and is organized for the following purposes ~~will be governed under the Georgia non-profit corporation code;~~

- A. To promote formal and informal environmental education programs throughout the State of Georgia.
- B. To: 1) foster sharing of information about environmental education programs; 2) promote communication about environmental education; and 3) promote pooling of information, resources, and activities for such programs.

ARTICLE III

Membership

Membership in the Georgia Environmental Education Council shall consist of four types: individual, organization, business, and corporate. Membership is open to all individuals and organizations having an interest in environmental education.

Dues

Annual dues shall be paid to the Treasurer and are payable during the month of January of each year. Dues shall be \$10.00 for Individual, \$20.00 for Organization, \$35.00 for Business, and \$100.00 or more for Corporate.

### ARTICLE III

#### Dues

The annual list of dues-paying members shall constitute the newsletter mailing list, unless otherwise designated by the Executive Board.

### ARTICLE IV

#### Officers and Board Members

The officers of the organization shall be a Chairman, Chairman-elect, a Secretary, and a Treasurer. The Executive Board shall be composed of the Officers, the immediate past Chairman, and four (4) Board members-at-large.

1. To be nominated for Chairman-elect of the Council, an individual shall have been a member of the Executive Board for at least one (1) year at the time of nomination.
2. The Chairman-elect will succeed to the Chairmanship at the Winter meeting.
3. The Chairman-elect shall automatically fill a vacancy in the Chairmanship. If such a vacancy occurs when there is no Chairman-elect, a Chairman will be elected by the Executive Board. The term will consist of the unexpired term plus the term as elected.
4. Officers may succeed themselves if nominated and elected.
5. The Chairman shall preside at all meetings. In the Chair's absence, meetings shall be conducted by the Chairman-elect, Secretary, or Treasurer, in that order.
6. The Chairman shall designate chairmen and members (with the committee chairman's concurrence) of all standing committees. The term of said committee shall be concurrent to that of the Chairman.
7. The Chairman shall appoint a Nominating Committee at the Summer meeting, consisting of at least three (3) voting members of the organization.
8. The Secretary shall be responsible for the records and correspondence of the organization.

## Article IV

13. Initial Board member list:  
Georgia Environmental Education Council

Gary Breece - Georgia Power Co.  
333 Piedmont Ave.  
Atlanta, Ga.

Brenda Dreyer - Atlanta Botanical Garden  
P.O. Box 77246  
Atlanta, Ga.

Ann Foskey - Outdoor Activity Center  
1442 Rickland Rd. SW  
Atlanta, Ga.

Josiah Dole - Callaway Gardens  
Education Dept.  
Pine Mt, Ga.

David Harris - Outdoor Activity Center  
1442 Rickland Rd SW  
Atlanta, Ga.

Dr. Sidney Smith - Georgia State University  
University Plaza  
Atlanta, Ga.

My Deloitte - Callaway Gardens  
Education Dept  
Pine Mt, Ga.

Ive Shaddan - American Forest Council  
- 2900 Charles Tucker Rd  
Chamblee, Ga.



#### ARTICLE IV

##### Officers and Board Members

9. The Treasurer shall be responsible for all Council funds and financial reports. A report will be ready for the membership at each meeting. The Treasurer shall also keep an updated membership list.
10. Board members-at-large shall be nominated as part of the slate of officers.
11. The term of office for officers shall be one (1) year, winter meeting to winter meeting. For Board members-at-large term of office shall be for two (2) years, winter meeting to winter meeting.
12. To be eligible for nomination for a Board member-at-large position, and individual must be a voting member of the council.

#### ARTICLE V

##### Elections

Elections will be held at the Fall Meeting by voting members. Majority of those voting will constitute a quorum. Chairman, Chairman-elect, Secretary, Treasurer, and two Board members-at-large will be elected annually.

#### ARTICLE VI

##### Voting

Voting privileges shall be afforded to those members of the council who have paid their dues for the year as an individual, or as designated by a dues-paying organization. An organizational membership is entitled to only one vote.

#### ARTICLE VII

##### Meetings

The general membership of the Georgia Environmental Education Council shall meet at least three (3) times a year, with an Executive Board meeting at least two (2) times a year. All meetings

shall be conducted according to ROBERT'S RULES OF ORDER.

#### ARTICLE VIII

##### Amendments

This document may be amended by a quorum (majority of voting members present at a general membership meeting).

#### ARTICLE IX

##### Registered Office

The address of the initial registered office of the corporation is: Education Department, Callaway Gardens, Pine Mountain, GA 31822. The initial registered agent at such address is Patricia Collins.

#### ARTICLE X

The name and address of the incorporator is: Patricia Collins, Education Department, Callaway Gardens, Pine Mountain, GA 31822. In witness whereof, the undersigned incorporator has executed these Articles of Incorporation this 2nd day of May, 1990.

Patricia Collins

SECRETARY OF STATE  
MAY 4 10 12 AM '90  
637 (3)



SSDL SYSDATE 05/04/90 \*\*\* DOCKET \*\*\*

DOCKET#	----- CORPORATION NAME -----	TYPE	DISP
90124237	GEORGIA ENVIRONMENTAL EDUCATION COUNCIL	DP	76
##	Inv/Rec Amount : \$ 60.00	Cntr-trans	I/R R

BILL-TO INFORMATION :

Name: GEORGIA ENVIRONMENTAL EDUCATION COUNCIL

Addr: RT. 2 BOX 119-A

City: SOCIAL CIRCLE

State: GA Zip: 30279

COMMENT:

COMMAND: ENTER (C)ontinue (S)top (I)nvoice/receipt processor

MESSAGE: WOULD YOU LIKE ADDITIONAL COMMENTS ON I/R ? (Y/N) N



MAX CLELAND  
Secretary of State  
State of Georgia

**BUSINESS SERVICES AND REGULATION**

Suite 315, West Tower  
2 Martin Luther King Jr., Drive  
Atlanta, Georgia 30334  
(404) 656-2817

A100

Eff. 7/1/89  
J. F. GULLION  
Director

**ARTICLES OF INCORPORATION DATA ENTRY FORM  
FOR GEORGIA CORPORATIONS**

5/4/90  
I. Filing Date: March 27, 1990 Code: DN Docket Number: \_\_\_\_\_  
Assigned Exam: \_\_\_\_\_ Amount: \$ \_\_\_\_\_ By: 76  
Charter Number: 9008449 Completed: 5/8/90

DO NOT WRITE ABOVE THIS LINE - SOS USE ONLY

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE THE REMAINDER OF THIS FORM.

II. Corporate Name: Georgia Environmental Education Council, Inc.  
Mailing Address: Callaway Gardens Education Department  
City: Pine Mountain County: Harris State: Georgia Zip Code: 31822  
III. Fees Submitted By: Gary Buca Amount Enclosed: \$ 60.00 Check Number: 149  
IV. Incorporator: Patricia Collins  
Address: Callaway Gardens, Education Department  
City: Pine Mountain, GA State: 31822 Zip Code: \_\_\_\_\_  
Incorporator: \_\_\_\_\_  
Address: \_\_\_\_\_  
City: \_\_\_\_\_ State: \_\_\_\_\_ Zip Code: \_\_\_\_\_  
V. Registered Agent/Office: Patricia Collins  
Address: Education Department, Callaway Gardens  
City: Pine Mountain County: Harris State: GA Zip Code: 31822  
VI. ARTICLES OF INCORPORATION FILING CHECK-OFF LIST  

	Applicant	Examiner
1. Original and one conformed copy of Articles of Incorporation		
2. Corporate name verification number		
3. Authorized shares stated		
4. Incorporator's signature		
5. Post effective date, if applicable		
6. Number of pages attached:		

  
VII. Applicant/Attorney: Patricia Collins Telephone: 404-663-5155  
Address: Education Dept. Callaway Gardens  
City: Pine Mountain State: GA Zip Code: 31822

NOTICE: Attach original and one copy of the Articles of Incorporation and the Secretary of State filing fee (\$80.00). Mail or deliver to the above address. This form does not replace the Articles of Incorporation.

I understand that the information on this form will be used in the Secretary of State Corporate database. I certify that a notice of intent to incorporate and a publishing fee of \$40.00 has been mailed or delivered to an authorized newspaper, as required by law.

Signed: Patricia Collins Date: March 27, 1990

900 28

174 0000

**Secretary of State  
Business Services and Regulation  
Suite 315, West Tower  
2 Martin Luther King Jr. Dr.  
Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 930050693  
CONTROL NUMBER: 9008449  
EFFECTIVE DATE: 12/28/1992  
REFERENCE : 0010  
PRINT DATE : 02/10/1993  
FORM NUMBER : 614

ENVIRONMENTAL EDUCATION ALLIANCE  
BUDDY SPENCER  
1575 NORTHSIDE DR., SUITE 375  
ATLANTA GA 30318

**CERTIFICATE OF RESTATED ARTICLES WITH NAME CHANGE**

I, **MAX CLELAND**, Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that the articles of incorporation of

**GEORGIA ENVIRONMENTAL EDUCATION COUNCIL, INC.  
A DOMESTIC NONPROFIT CORPORATION**

have been duly restated and amended and the corporate name changed to

**THE ENVIRONMENTAL EDUCATION ALLIANCE, INC.**

by the filing of articles of restatement in the office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles of restatement.

WITNESS my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



*Max Cleland*

MAX CLELAND  
SECRETARY OF STATE

*Verley J. Spivey*

VERLEY J. SPIVEY  
DEPUTY SECRETARY OF STATE

SECURITIES  
656-2894

CEMETERIES  
656-3079

CORPORATIONS  
656-2817

CORPORATIONS HOT LINE  
404-656-2222  
Outside Metro-Atlanta

930050693

CERTIFICATE AND  
AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
THE ENVIRONMENTAL EDUCATION ALLIANCE, INC.  
Formerly Known As  
THE GEORGIA ENVIRONMENTAL EDUCATION COUNCIL, INC.

ARTICLE ONE  
Name

The name of the corporation shall be THE ENVIRONMENTAL EDUCATION ALLIANCE, INC.

ARTICLE TWO  
Perpetual Duration

The corporation shall have perpetual duration.

ARTICLE THREE  
Nonprofit Corporation and Charitable Purposes

The corporation shall be a nonprofit corporation under the provisions of the Georgia Nonprofit Corporation Code. It shall be organized and operated exclusively for public charitable and educational uses and purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, that, in the absolute discretion of the Board of Directors, most effectively will promote the sharing of information and skills among organizations and professionals involved in environmental education. In furtherance of such purposes the corporation shall have full power and authority:

(a) To promote communication among environmental education organizations and professionals.

(b) To encourage the professional management of environmental education organizations.

(c) To foster the sharing of information about environmental education programs and issues.

(d) To assist environmental education organizations and professionals in the development and presentation of environmental education programs.

(e) To work with governmental agencies, schools and school systems, the business community, environmental education programmers, and others to develop the widest possible exposure and understanding of environmental education concepts and principles.

(f) To assist environmental education organizations in the areas of management, fundraising, and programming.

(g) To solicit gifts, grants, and contributions to support the programs and activities of the corporation.

(h) To receive and accept property (real, personal, or mixed) by way of gift.

(i) To acquire, own, manage, and operate properties and resources.

(j) To perform other acts as determined by the Board of Directors in order to carry out any of the purposes of the corporation.

#### ARTICLE FOUR

##### Publicly Supported Tax-Exempt Community Foundation

The corporation shall be neither organized nor operated for pecuniary gain or profit.

(a) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any member, director, officer, or trustee of the corporation, or any other private person; but the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes as set forth in Article Three hereof.

(b) The corporation shall not attempt to carry on propaganda, or otherwise attempt to influence legislation, to an extent that would disqualify it for tax-exemption under section 501(c)(3) of the Internal Revenue Code by reason of attempting to influence legislation. The corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

It is intended that the corporation shall have, and continue to have, the status of an organization which is exempt from federal income taxation under section 501(c)(3) of the Internal Revenue Code and which is other than a private foundation within the meaning of section 509(a) of the Internal Revenue Code. All terms and provisions of these Articles of Incorporation and the Bylaws of the corporation, and all authority and operations of the corporation, shall be construed, applied and carried out in accordance with such intent.

#### ARTICLE FIVE

##### Board of Directors

The Board shall have general charge of the affairs, property, and assets of the corporation. The Directors shall be elected in accordance with the Bylaws of the corporation and shall have the powers and duties set forth in these Articles of Incorporation and in the Bylaws.

#### ARTICLE SIX

##### Members

The Board shall have the power to admit members to the corporation in such manner as may be provided in the Bylaws. More than one class of membership may be established.



ARTICLE SEVEN  
Principal Office

Education Department, Callaway Gardens, Pine Mountain, GA 31822

ARTICLE EIGHT  
Amendments

These Articles of Incorporation may be amended at any time and from time to time by the affirmative vote of a majority of all Directors then in office.

ARTICLE NINE  
Limitation of Director Liability

(a) A director of the corporation shall not be personally liable to the corporation or its members for monetary damages for breach of duty of care or other duty as a director, except for liability (i) for any appropriation, in violation of his or her duties, of any business opportunity of the corporation, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, or (iii) for any transaction from which the director derived an improper personal benefit.

(b) Any repeal or modification of the provisions of this Article shall be prospective only, and shall not adversely affect any limitation on the personal liability of a director of the corporation with respect to any act of omission occurring prior to the effective date of such repeal or modification.

(c) If the Georgia Nonprofit Corporation Code or, by reference, if appropriate, the Georgia Business Corporation Code hereafter is amended to authorize the further elimination or limitation of the liability of directors, the liability of a director of the corporation, in addition to the limitation on personal liability provided herein, shall be limited to the fullest extent permitted by the amended Georgia Nonprofit Corporation Code or the amended Georgia Business Corporation Code, as appropriate.

(d) In the event that any of the provisions of this Article (including any provision within a single sentence) are held by a court of competent jurisdiction to be invalid, void, or otherwise unenforceable, the remaining provisions are severable and shall remain enforceable to the fullest extent permitted by law.

ARTICLE TEN  
Amendments to Original Articles of Incorporation

The foregoing Amended and Restated Articles of Incorporation



eliminate Articles Two through Ten from the corporation's original Articles of Incorporation, and substitute therefor Articles Two through Nine; and, except for those deletions expressly permitted by Section 14-3-155(e) of the Georgia Nonprofit Corporation Code, otherwise purport merely to restate but not to change all those provisions of the original Articles of Incorporation now in effect not being amended by such new amendments.

#### ARTICLE ELEVEN

Date of Adoption of Amended and Restated Articles of Incorporation and Vote of Directors

(a) The date of adoption of the Amended and Restated Articles of Incorporation by the Directors of the Corporation was November 19, 1992.

(b) The number of Directors who have voted to adopt the Amended and Restated Articles of Incorporation was the affirmative vote of at least a majority of the Directors: The number of Directors entitled to vote was 9 (NINE), and the vote for the Amended and Restated Articles of Incorporation was the affirmative vote of 6 (SIX) Directors.

#### ARTICLE TWELVE

Supersedure of Original Articles of Incorporation

These Amended and Restated Articles of Incorporation supersede the original Articles of Incorporation adopted by the corporation under the name of The Georgia Environmental Education Council, Inc.

IN WITNESS WHEREOF, The Environmental Education Alliance, Inc. has caused these Amended and Restated Articles of Incorporation to be executed by its President, and the foregoing to be attested by its Secretary.

This 19th day of November, 1992.

THE ENVIRONMENTAL EDUCATION ALLIANCE, INC.

By: *Reed Taylor*  
President

ATTEST:

*E. Vague Hunter*  
Secretary

*Betty Hartness*

Notary Public, Fulton County, Georgia  
My Commission Expires April 25 1993

SECRETARY OF STATE  
FEB 9 2 36 PM '93  
(8) 258

SECRETARY OF STATE  
FEB 20 11 30 AM '92

MAX CLELAND  
Secretary of State  
State of Georgia

BUSINESS SERVICES AND REGULATION  
Suite 315, West Tower  
2 Martin Luther King, Jr. Drive  
Atlanta, Georgia 30334-1530

J.F. GULLION  
Director

DEFICIENT CORPORATE FILING NOTICE

Environmental Education Alliance  
Buddy Spencer  
1575 Northside Dr., Ste. 325  
Atlanta, GA 30318

DATE RECEIVED: 12-28-92

EXAMINER : Quint Robinson

TELEPHONE : (404) 656-2968

CHARTER # : 9008449

CORRECTIONS TO BE MADE BY APPLICANT.

IMPORTANT: RETURN THIS FORM WITH THE REQUESTED CORRECTION.

Amount Paid: \$20.00

Docket Number: 930050693

RE: Georgia Environmental Education Council, Inc.

- ☐ Incorrect fee. Secretary of State \$ \_\_\_\_\_
- ☒ Failure to sign \_\_\_\_\_
- ☒ Failure to include certificate of restatement; see attached notice
- ☐ Corporate name does not satisfy requirements of Code Section 14-2-401.
- ☐ Failure to include mailing address of the principal office. (This is required by O.C.G.A. 14-2-202).
- ☐ Failure to attach Form A-100, as revised July 1, 1989. (This form includes the certification of request for publication required by O.C.G.A. 14-2-201.1).
- ☐ Failure to submit articles of incorporation with Form A-100.
- ☐ Failure to include number of shares corporation is authorized to issue.
- ☐ Failure to include street address and county of corporation's initial registered office/the name of the initial registered agent at that office.
- ☐ Failure to include name and address of each incorporator.
- ☐ Failure to file certificate of existence from home state. This document must be certified by the home state within 90 days of filing in Georgia.
- ☐ Corporation has not filed its annual registration for the years \_\_\_\_\_. Complete the enclosed annual registration form and return with a check for \$ \_\_\_\_\_ for accumulated fees.
- ☒ OTHER: The "heading" of the restated articles must state the present corporate name.

IF THE DOCUMENTS ARE RECEIVED WITHIN 30 DAYS WITH THE ABOVE NOTED DEFICIENCY(IES) CORRECTED, THEY WILL BE FILED AS OF THE ORIGINAL DATE RECEIVED. FILINGS ARE DEEMED ABANDONED AFTER 60 DAYS. FEES ARE NON REFUNDABLE.

Business Services and Regulation Division  
Office of the Secretary of State  
Suite 315, West Tower  
2 Martin Luther King, Jr. Drive  
Atlanta, Georgia 30334

RE: Filing Procedures for Restated Articles of Incorporation

Dear Sir or Madam:

This office has received documents to be filed with the Secretary of State on behalf of  
Georgia Environmental Education Council, Inc.

These documents are required to comply with O.C.G.A. Sections 14-2-1007 or 14-3-1006. It is the position of the Division that paragraph (d) of section 14-2-1007 and paragraph (e) of section 14-3-1006 require the filing of two separate documents: the text of the restated articles and a certificate, prepared by the filer, which states the information required by the Code regarding approval of the restated articles. If the filer chooses to file all the information required by the Code in one document, the title of the document must reflect the fact that it contains both the restated articles and the required certificate. For example, the document may be entitled "Certificate and Restated Articles of Incorporation" (emphasis added).

If you have any questions, please call the examiner whose name and telephone number appears on the enclosed deficiency letter. Thank you.

**Secretary of State**  
**Business Services and Regulation**  
**Suite 315, West Tower**  
**2 Martin Luther King Jr. Dr.**  
**Atlanta, Georgia 30334-1530**

DOCKET NUMBER : 940520169  
CONTROL NUMBER: 9008449  
EFFECTIVE DATE: 02/16/1994  
REFERENCE : 0064  
PRINT DATE : 02/21/1994  
FORM NUMBER : 111

THE ENVIRONMENTAL EDUCATIONAL ALLIANCE,  
INC./BUDDY SPENCER  
2125 ELACHEE DR.  
GAINESVILLE GA 30504

**CERTIFICATE OF AMENDMENT**

I, **MAX CLELAND**, Secretary of State and the Corporation Commissioner of the State of Georgia, do hereby certify under the seal of my office that

**THE ENVIRONMENTAL EDUCATION ALLIANCE, INC.**  
**A DOMESTIC NONPROFIT CORPORATION**

has filed articles of amendment in the office of the Secretary of State and has paid the required fees as provided by Title 14 of the Official Code of Georgia Annotated. Attached hereto is a true and correct copy of said articles of amendment.

**WITNESS** my hand and official seal in the City of Atlanta and the State of Georgia on the date set forth above.



*Max Cleland*

**MAX CLELAND**  
**SECRETARY OF STATE**

*Verley J. Spivey*

**VERLEY J. SPIVEY**  
**DEPUTY SECRETARY OF STATE**

**SECURITIES**  
656-2894

**CEMETERIES**  
656-3079

**CORPORATIONS**  
656-2817

**CORPORATIONS HOT LINE**  
404-656-2222  
Outside Metro-Atlanta

940520169  
#20

AMENDMENT OF  
ARTICLES OF INCORPORATION  
OF  
THE ENVIRONMENTAL EDUCATION ALLIANCE, INC.

ARTICLE FOUR  
Publicly Supported Tax-Exempt Community Foundation  
(Amended)

- (c) **Limit of powers to those within the scope of section 501(c)(3):** Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
- (d) **Permanently dedicate assets to the exempt purposes of section 501(c)(3):** Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any Federal tax code, or shall be distributed to the Federal, state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas, of the county in which the principle office of the organization is then located, exclusively for such purposes.

ARTICLE SEVEN  
Principal Office  
(Amended)

The Principle Office is hereby amended to read "Elachee Nature Science Center, 2125 Elachee Drive, Gainesville, Georgia 30504 (404) 535-1976".

ARTICLE ELEVEN  
Date of Adoption of Amendment of Articles of Incorporation  
and Vote of Directors

(a) The date of adoption of the Amendment of the Articles of Incorporation by the Directors of the Corporation is the 15th day of January, 1994.

(b) The number of Directors who have voted to adopt the Amendment of the Articles of Incorporation is the affirmative vote of at least a majority of the Directors; The number of Directors entitled to vote is 9, and the vote for the Amendment of Articles of Incorporation was the affirmative vote of 6 Directors.

THE ENVIRONMENTAL EDUCATION ALLIANCE, INC.

By: *Bradley Spencer*  
President

ATTEST:

*E. Layne W. Hunter*  
Secretary

<sup>1</sup>Amendart.eea: January 15, 1994 (CBS)

SECRETARY OF STATE  
FEB 16 3 42 PM '94  
BSR (3)



The Environmental Educational Alliance, Inc.  
Education Department  
Elachee Nature Science Center  
2125 Elachee Drive  
Gainesville, GA 30504<sup>1</sup>

The Honorable Max Cleland  
Secretary of State  
Business Services and Regulations  
Suite 315, West Tower  
2 Martin Luther King Jr. Dr.  
Atlanta Georgia 30334

CORPORATE NUMBER: 9008449

9008449

February 9, 1994

Ref: Change of Corporate Address and  
Change of Corporate Agent (Officer) of Record and  
Amended Articles of Incorporation

Dear Mr. Cleland;

The Environmental Education Alliance, Inc. respectfully request an immediate change of address for the corporation. The current address of record is c/o the Callaway Gardens Education Dpt, Pine Mountain, GA 31822.

The current registered agent is Patricia Collins, at the same address.

We request the new address and registered agent be as follows:

Agent: Andrea Timpone

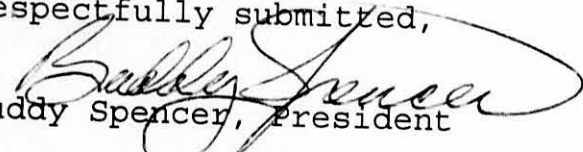
Address: The Environmental Educational Alliance, Inc.  
Education Department  
Elachee Nature Science Center  
2125 Elachee Drive  
Gainesville, GA 30504

I have filled out the Blue Form (BR 201) and forwarded it to the banking post box.

In addition, please accept the attached Amendment of the Articles of Incorporation of The Environmental Education Alliance, Inc.

If any further information is needed, please contact me at 730-6359.

Respectfully submitted,

  
Buddy Spencer, President

Enclosure: Check for \$20.00 for Amendment Application.

cc: Andrea Timpone, Agent and V.P.  
Frank McCamey, Past Treasurer  
Elayne Hunter, Secretary  
Greg Greer, Program Chairman

eeachg.ltr

<sup>1</sup> The Environmental Educational Alliance, Inc., is a Non-Profit Organization providing educational and network opportunities for Environmental Education Professionals. You may contact them by writing c/o Education Department, Elachee Nature Science Center, 2125 Elachee Drive, Gainesville, GA 30504. Phone: (404) 535-1976; Fax: (404) 535-2302.

SECRETARY OF STATE  
FEB 16 3 42 PM '94  
B.S.M.