

Examiner

The Commonwealth of Massachusetts

MICHAEL JOSEPH CONNOLLY

Secretary of State

ONE ASHBURTON PLACE, BOSTON, MASS. 02108

ARTICLES OF ORGANIZATION

(Under G.L. Ch. 180)

Incorporators

| NAME | RESIDENCE |
|-----------------|--|
| Margaret Petrak | 139 Winthrop Street Medway, Massachusetts 02053 |
| Greg Harrison | 577 Lake Worth Road Lake Worth, Florida 33463 |
| Ronald Spink | 3307 Railroad Street Fort Myers, Florida 33901 106761 |

The above-named incorporator(s) do hereby associate (themselves) with the intention of forming a corporation under the provisions of General Laws, Chapter 180 and hereby state(s):

1. The name by which the corporation shall be known is:

ASSOCIATION OF AVIAN VETERINARIANS, INC.

2. The purposes for which the corporation is formed is as follows:

This association is organized for the purpose of educating its members and the general public as to all aspects of avian medicine and surgery; of stimulating scientific programs through research in avian medicine and surgery; of publishing and distributing scientific information pertinent to avian medicine and surgery; of holding lectures, discussions and other events in support and continuance of its goals; of serving as a resource to the community in dissemination of any and all useful knowledge or information of the field of avian medicine and surgery; of encouraging ethical, thoughtful and constructive interactions among its members and between its members and the community; of conducting related activities which qualify this corporation for exemption from taxation under Section 501(c)(3) of the Internal Revenue Code of 1954, as now in force or hereafter amended, or any successor section of similar import, and to extend or apply the assets of the corporation for such purposes.

To receive or acquire from any source whatsoever, in trust or otherwise, by gift or will or otherwise, and to hold cash, securities and real and personal property to the extent from time to time authorized by law; but no such cash, securities or property shall be acquired, received or accepted by gift, devise, bequest or otherwise if the acquisition, receipt or acceptance thereof is conditioned or limited in any manner that would require the disposition of the income or principal thereof in a manner inconsistent with the purpose of

(see continuation sheet 2.)

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on separate 8 1/2 x 11 sheets of paper leaving a left hand margin of at least 1 inch for binding. Additions to more than one article may be continued on a single sheet so long as each article requiring each such addition is clearly indicated.

Name Approved

- C
- P
- M
- R.A.

P.C.

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3. If the corporation has more than one class of members, the designation of such classes, the manner of election or appointment, the duration of membership and the qualification and rights, including voting rights, of the members of each class, are as follows: -

Members shall be elected by the membership. There shall be five classes of membership as follows;

(SEE CONTINUATION SHEET)

*4. Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or members, or of any class of members, are as follows:-

The Executive Board shall be the administrative body of the Association.
It shall administer the affairs of the Association in a manner consistent with the Constitution and By-Laws.

Meetings may be held anywhere in the United States of America.

CONTINUATION SHEET -- ARTICLE 2

the corporation or in any manner that would jeopardize the exemption of this corporation from taxation of income pursuant to the laws of the United States from time to time in force and effect.

No part of the net earnings of this corporation shall be used or appropriated for other than the purposes of the corporation hereinabove set forth and no part of such net earnings shall inure to the benefit of any individual except in accordance with such corporate purposes.

No part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, nor shall this corporation participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

Except as otherwise required by law, these Articles of Organization may from time to time be amended by the affirmative vote of at least a majority of the members of the corporation, provided that no amendment shall authorize or permit the corporation to be operated otherwise than exclusively for such charitable purposes as qualify this corporation for exemption from taxation under the Internal Revenue Code of 1954, as it may be amended from time to time.

The corporation may be dissolved either by operation of law or as provided in the by-laws, provided that on such dissolution all the assets of the corporation (after the payment of all debts and other obligations) shall be distributed in accordance with the purposes of the corporation.

CONTINUATION SHEET -- ARTICLE 3

3.1 Active membership shall be open to anyone who is a graduate of a college of veterinary medicine; provided, that s/he has had a minimum of three (3) years experience in avian medicine; and, provided further, that any such person who is a resident of the United States of America must be a member of the A.V.M.A.

Each regular member shall be entitled to one (1) vote on those matters upon which members shall be called upon to vote.

3.2 Associate membership may be extended by the Executive Board to any individual not qualified for active membership who has an interest in avian medicine. Each associate member shall have the rights and privileges of an active member except with respect to attendance at limited meetings and voting privileges.

3.3 Student membership may be extended by the Executive Board to anyone currently enrolled in a school veterinary medicine. Each student member shall have all the rights and privileges of an active member except with respect to attendance at limited meetings and voting privileges.

3.4 Life membership may be extended as an honor by the Executive Board to any member whose participation and service to avian medicine has distinguished that individual. Each life member shall have voting privileges and the right to attend limited meetings if s/he also meets the requirements of active membership.

3.5 Honorary membership may be extended by the Executive Board to any individual who has made extraordinary contributions to the field of avian medicine or aviculture. Each honorary member shall have voting privileges and the right to attend limited meetings if s/he also meets the requirements of active membership.

CONTINUATION SHEET -- ARTICLE 7

| <u>DIRECTORS</u> | <u>ADDRESS</u> |
|------------------|--|
| Robert R. Altman | 414 Franklin Ave. Franklin Square, New York 11010 |
| Arthur Bickford | 25 Bingham Columbia, Missouri 65201 |
| Richard Nye | 18 Cranbrook Drive Des Plaines, Illinois 60016 |
| David Graham | New York State Veterinary College Cornell University Ithaca, N. Y. 14850 |

5. By-laws of the corporation have been duly adopted and the initial directors, president, treasurer and clerk or other presiding, financial or recording officers whose names are set out below, have been duly elected.
6. The effective date of organization of the corporation shall be the date of filing with the Secretary of the Commonwealth or if later date is desired, specify date, (not more than 30 days after date of filing).
7. The following information shall not for any purpose be treated as a permanent part of the Articles of Organization of the corporation.

a. The post office address of the initial principal office of the corporation in Massachusetts is:

139 Winthrop Street, Medway, Massachusetts 02053

b. The name, residence, and post office address of each of the initial directors and following officers of the corporation are as follows:

| NAME | RESIDENCE | POST OFFICE ADDRESS |
|---|--|---|
| President: Greg Harrison | 577 Lake Worth Road Lake Worth, Florida 33463 | same |
| Treasurer: Ronald Spink | 3307 Railroad Street Fort Myers, Florida 33901 | same |
| Clerk: Adina Rae Freedman | East Northport, N. Y. | P. O. Box 299 East Northport, N. Y. 11731 |
| Directors: (or officers having the powers of directors) | | |
| Margaret Petrak | 139 Winthrop Street Medway, Massachusetts 02053 | |
| Fred Soifer | 6213 Bellaire Blvd. Houston, Texas 77081 | |

(See Continuation Sheet 7..)

c. The date initially adopted on which the corporation's fiscal year ends is: March 31st

d. The date initially fixed in the by-laws for the annual meeting of members of the corporation is:

The third Sunday in June of each year.

e. The name and business address of the resident agent, if any, of the corporation is:

Margaret Petrak, 139 Winthrop Street, Medway, MA 02053

IN WITNESS WHEREOF, and under the penalties of perjury the INCORPORATOR(S) sign(s) these Articles of Organization this first day of July, 1982

I/~~we~~ the below signed INCORPORATORS do hereby certify under the pains and penalties of perjury that I/~~we~~ have not been convicted of any crimes relating to alcohol or gaming within the past ten years; I/~~we~~ do hereby further certify that to the best of my/our knowledge the above named principal officers have not been similarly convicted. If so convicted, explain.

Margaret Petrak

Margaret Petrak

Greg Harrison

Greg Harrison

Ronald Spink

Ronald Spink

The signature of each incorporator which is not a natural person must be by an individual who shall show the capacity in which he acts and by signing shall represent under the penalties of perjury that he is duly authorized on its behalf to sign these Articles of Organization.

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RECEIVED

THE COMMONWEALTH OF MASSACHUSETTS

JUL 19 1982

SECRETARY OF STATE
CORPORATION DIVISION

ARTICLES OF ORGANIZATION
GENERAL LAWS, CHAPTER 180

I hereby certify that, upon an examination of the within-written articles of organization, duly submitted to me, it appears that the provisions of the General Laws relative to the organization of corporations have been complied with, and I hereby approve said articles; and the filing fee in the amount of \$30.00 having been paid, said articles are deemed to have been filed with me this 14th day of July 1982

Effective date

Michael Joseph Connolly

MICHAEL JOSEPH CONNOLLY

Secretary of State

TO BE FILLED IN BY CORPORATION
PHOTO COPY OF ARTICLES OF ORGANIZATION TO BE SENT

TO:

Gary P. Lilienthal, Esq.

Bernkopf, Goodman & Baseman, 99 High Street

Boston, MA 02110

Telephone (617) 542-7070

Filing Fee \$30.00

Copy Mailed

JUL 20 1982