ARTICLES OF INCORPORATION

OF

CENTRAL FLORIDA ASTRONOMICAL SOCIETY, INC.,
A Florida Corporation Not For Profit

We the undersigned, hereby associate ourselves for the purpose of becoming incorporated under the laws of the State of Florida, applicable to corporations not for profit, under the following Articles of Incorporation, to-wit:

ARTICLE I

NAME

The name of the corporation shall be CENTRAL FLORIDA ASTRONOMICAL SOCIETY, INC., a Florida Corporation Not For Profit, and the principal office of the corporation shall be in Orlando, Orange County, Florida, with a post office address of: 810 East Rollins Street, Orlando, Florida 32803

ARTICLE II

PURPOSES

The principal objects and purposes of this corporation shall be as follows:

(a) To promote and advance the interest, activities, and individual appreciation of Astronomy and related Arts and Sciences.

(b) To have and utilize all of the rights, power and privileges permitted it by and under the applicable laws of the State of Florida.

ARTICLE III

QUALIFICATIONS FOR MEMBERSHIP AND MANNER OF ADMISSION FOR MEMBERS

(a) Any person who has an appreciation of Astronomy and related Arts and Sciences is qualified for membership in this non-profit corporation.

(b) Candidates are admitted to membership in this non-profit corporation by the Membership Committee. Investigation shall be made by the Membership Committee as to the competency, integrity and qualification of each applicant for membership. The Committee will prescribe forms to be submitted by applicants.

ARTICLE IV

The terms for which this corporation is to exist is perpetual, unless sooner dissolved according to law.
ARTICLE V

SUBSCRIBERS

The names and residences of the subscribers, all of whom are over the age of 19 years, are as follows:

<table>
<thead>
<tr>
<th>NAME</th>
<th>RESIDENCE</th>
</tr>
</thead>
<tbody>
<tr>
<td>CHARLES N. COLE</td>
<td>515 Oranole Road</td>
</tr>
<tr>
<td></td>
<td>Maitland, Florida 32751</td>
</tr>
<tr>
<td>DEAN R. FLETCHER</td>
<td>2000 Derbyshire Road</td>
</tr>
<tr>
<td></td>
<td>Maitland, Florida 32751</td>
</tr>
<tr>
<td>JOY N. FOX</td>
<td>1354 Campbell Avenue</td>
</tr>
<tr>
<td></td>
<td>Orlando, Florida 32806</td>
</tr>
<tr>
<td>RICHARD Q. FOX</td>
<td>1354 Campbell Avenue</td>
</tr>
<tr>
<td></td>
<td>Orlando, Florida 32806</td>
</tr>
<tr>
<td>JAMES A. KOCH</td>
<td>2402 Greenleaf Drive</td>
</tr>
<tr>
<td></td>
<td>Orlando, Florida 32810</td>
</tr>
</tbody>
</table>

ARTICLE VI

MANAGEMENT

The business affairs of this corporation shall be managed by a Board of Directors. The Board of Directors shall be composed of not less than three persons, each over the age of 19 years. The officers of the corporation shall be members of the Board of Directors. The terms of membership for the Board of Directors shall be for such period of time as prescribed by the By-Laws of the corporation, and said By-Laws shall prescribe the method by which the members of the Board of Directors shall be elected, and the qualifications necessary for election to said Board of Directors.

The officers of this corporation shall be a President, one or more Vice-Presidents, one or more Secretaries, and a Treasurer. The election of such officers shall be annually and shall be conducted at the annual meeting of the Board of Directors as prescribed by the By-Laws of this corporation.

ARTICLE VII

NAMES OF OFFICERS AND DIRECTORS TO SERVE UNTIL FIRST ELECTION

The names of the officers who, along with the Board of Directors,
are to manage all of the affairs of this corporation until the first election are as follows:

President: CHARLES M. COLE
Vice-President: DEAN R. FLETCHER
Secretary-Treasurer: JOY W. FOX

The names of the first members of the Board of Directors until the first election are as follows:

CHARLES M. COLE
DEAN R. FLETCHER
JOY W. FOX
RICHARD Q. FOX
JAMES A. KOCH

ARTICLE VIII

BY WHOM THE BY-LAWS MAY BE MADE, ALTERED OR RESCinded

The By-Laws of this non-profit corporation may be made, amended, repealed, altered or rescinded, in whole or in part, by a majority vote of the members, at any regular meeting, or any special meeting where such action has been announced in the call and notice of said meeting, or by a majority of the Board of Directors at any regular meeting or at any special meeting where such action has been announced in the call and notice of said meeting.

ARTICLE IX

BY WHOM AND IN WHAT MANNER AMENDMENTS TO THE ARTICLES OF INCORPORATION MAY BE MADE

The Articles of Incorporation may be made, amended, repealed, altered, or rescinded, in whole or in part, by a majority vote of the members, at any regular meeting, or any special meeting where such action has been announced in the call and notice of said meeting, or by a majority of the Board of Directors at any regular meeting or at any special meeting where such action has been announced in the call and notice of said meeting.
ARTICLE X

The corporation is not organized for pecuniary profit nor shall it have any power to issue certificates of stock or declare dividends, and no part of its net earnings shall inure to the benefit of any member, director, or individual. The balance, if any, of all money received by the corporation from its operations, after the payment in full of all debts and obligations of the corporation of whatsoever kind and nature, shall be used and distributed exclusively for non profit purposes.

ARTICLE XI

DISTRIBUTION OF ASSETS UPON DISSOLUTION

In the event of the dissolution of this corporation all of the property and assets of the corporation shall go and be distributed to the John Young Museum & Planetarium of Orlando, Florida, and in no event shall any of the assets or property of this corporation, or the proceeds of any of said assets or property, in the event of the dissolution thereof, go or be distributed to members, either for the reimbursement of any sum subscribed, donated, or contributed by such members, or for any other such purpose, it being the intent that in the event of the dissolution of this corporation, the property and assets then owned by the corporation shall be devoted to the aiding and assisting of the John Young Museum & Planetarium of Orlando, Florida, as the Board of Directors shall determine and direct.

ARTICLE XII

The private property of the members of this corporation shall not be liable for its corporate debts.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunto set our hands and seals this 21st day of , 1977, for the purpose of forming this corporation not for profit under the laws of the State of Florida, and we hereby make
and file in the office of the Secretary of State of the State of Florida these Articles of Incorporation, and certify that the facts herein stated are true.

STATE OF FLORIDA )
COUNTY OF ORANGE )

BEFORE me, the undersigned authority, authorized to administer oaths and take acknowledgments, personally appeared CHARLES N. COLE, to me well known to be one of the persons who executed the foregoing Articles of Incorporation, and acknowledged before me that he signed the same for the purposes therein stated.

WITNESS my hand and official seal in said State and County this 21 day of NOVEMBER, 1977.

Notary Public
My Commission Expires: 1/16/78

STATE OF FLORIDA )
COUNTY OF ORANGE )

BEFORE ME, the undersigned authority, authorized to administer oaths and take acknowledgments, personally appeared DEAN R. FLETCHER, JOHN FOX, RICHARD G. FOX and JAMES A. ROCH, to me well known to be one of the persons who executed the foregoing Articles of Incorporation, and acknowledged before me that they signed the same for the purposes therein stated.

WITNESS my hand and official seal in said State and County this 6 day of DECEMBER, 1977.

Notary Public
My Commission Expires: 3-16-78
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 617.023, Florida Statutes, the following is submitted in compliance with said Act:

First -- That CENTRAL FLORIDA ASTRONOMICAL SOCIETY, INC., a Florida Corporation Not For Profit, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the County of Orange and State of Florida, has named CHARLES N. COLE, 815 Orange Road, Maitland, Fl. 32751 as its agent to accept service of process within this State.

ACCEPTANCE BY REGISTERED AGENT OF THAT POSITION

Having been named to accept service of process for the above and foregoing stated Corporation, at the place designated in the aforesaid Articles of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

[Signature]
Registered Agent - CHARLES N. COLE

Dated: 11/21/77