

FILING RECEIPT

ENTITY NAME : THE EAGLE INSTITUTE INC.

DOCUMENT TYPE : DOMESTIC (NOT-FOR-PROFIT) CORPORATIO TYPE: B COUNTY: SULL

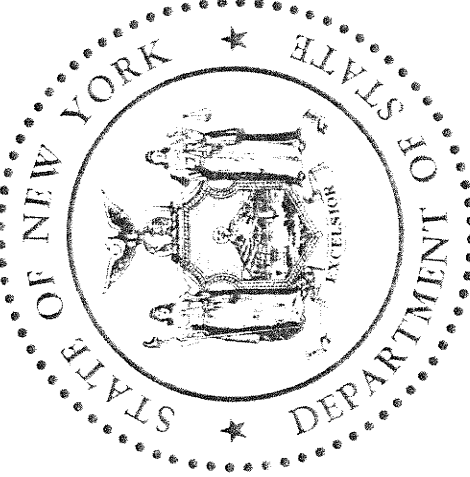
SERVICE COMPANY : GERALD WEINBERG SERVICE CODE: 13

FILED: 01/15/1998 DURATION: PERPETUAL CASH #: 980115000747 FILM #: 980115000720

ADDRESS FOR PROCESS

LORI DANUFF MCKEAN
P.O. BOX 182
BARRYVILLE, NY 12719

REGISTERED AGENT



EXIST DATE
01/15/1998

FILER	FEES	100.00	PAYMENTS	100.00
KEISER & KEISER	FILING	75.00	CASH	0.00
ATTORNEYS AT LAW	TAX	0.00	CHECK	0.00
MAIN STREET P.O. BOX 350	CERT	0.00	BILLED	100.00
LIVINGSTON MANOR, NY 12758	COPIES	0.00		
	HANDLING	25.00		
			REFUND	0.00

INTERNAL REVENUE SERVICE
P. O. BOX 2508
CINCINNATI, OH 45201

DEPARTMENT OF THE TREASURY

Date:

SEP 08 2003

EAGLE INSTITUTE INC
PO BOX 182
BARRYVILLE, NY 12719-0182

Employer Identification Number:
14-1803041
DLN:
17053088750013
Contact Person:
ADAM R STANDEN ID# 31124
Contact Telephone Number:
(877) 829-5500
Public Charity Status:
170(b)(1)(A)(vi)

Dear Applicant:

Our letter dated May 4, 1998, stated you would be exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code, and you would be treated as a public charity during an advance ruling period.

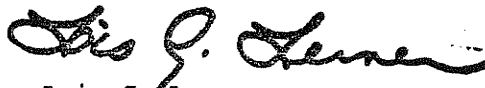
Based on our records and on the information you submitted, we are pleased to confirm that you are exempt under section 501(c)(3) of the Code, and you are classified as a public charity under the Code section listed in the heading of this letter.

Publication 557, Tax-Exempt Status for Your Organization, provides detailed information about your rights and responsibilities as an exempt organization. You may request a copy by calling the toll-free number for forms, (800) 829-3676. Information is also available on our Internet Web Site at www.irs.gov.

If you have general questions about exempt organizations, please call our toll-free number shown in the heading between 8:00 a.m. - 6:30 p.m. Eastern time.

Please keep this letter in your permanent records.

Sincerely yours,



Lois G. Lerner
Director, Exempt Organizations
Rulings and Agreements

Letter 1050 (DO/CG)

CERTIFICATE OF INCORPORATION
OF
THE EAGLE INSTITUTE INC.

Filed by:

Keiser & Keiser
Attorneys At Law
Main Street P.O. Box 350
Livingston Manor, New York 12758

CERTIFICATE OF INCORPORATION

THE EAGLE INSTITUTE INC.

Under Section 402 of the Not-For-Profit Corporation Law.

The Undersigned, for the purpose of forming a corporation pursuant to Section 402 of the Not-For-Profit Corporation Law State of New York, does hereby certify and set forth:

FIRST: The name of the corporation is THE EAGLE INSTITUTE INC.

SECOND: The corporation is a corporation as defined in subparagraph (a) (5) of Section 102 (Definitions) of the Not-For-Profit Corporation Law.

THIRD: The purpose or purposes for which the corporation is formed are as follows:

To create, form, establish and maintain an organization to protect the bald eagle and other birds of prey; to promote and provide habitat conservation, public education, awareness and research concerning the bald eagle; to disseminate information regarding the biological and habitat needs affecting such birds; to promote, foster and advance interest in conservation issues relevant to the bald eagle and other birds of prey; to promote, foster and encourage community interest and support for the purposes of the corporation; to increase, further and enhance public interest and activism for the welfare of the bald eagle; to hold, conduct and organize workshops, seminars, meetings, discussions and forums to consider community opinion on contemporary environmental recovery, restoration and improvement issues; to acquire, assemble and disseminate information on environmental protection issues; to aid, assist, cooperate, co-sponsor and otherwise engage in concerted action with private and governmental agencies, organizations and groups on environmental issues affecting the bald eagle; to solicit, collect and otherwise raise money for the purposes of this corporation and other environmental and civic purposes and generally to endeavor to protect the bald eagle and other birds of prey by all available means and methods. Nothing herein shall authorize the corporation to operate or maintain a nursery school, elementary school or secondary school. Nothing herein shall authorize

the corporation to operate or maintain an institution of higher learning or to grant degrees.

In furtherance of its corporate purposes, the corporation shall have all the general powers enumerated in Section 202 of the Not-For-Profit Corporation Law, together with the power to solicit grants and contributions for the corporate purposes.

Nothing herein shall authorize this corporation, directly or indirectly, to engage in or include among its purposes, any of the activities mentioned in the Not-For-Profit Corporation Law, Section 404(b)-(v).

FOURTH: The corporation shall be a Type B corporation pursuant to Section 201 of the Not-For-Profit Corporation Law.

FIFTH: The names and addresses of the initial directors of the corporation are as follows:

Lori Danuff McKean
19 Mohican Lake Road
Highland Lake, New York 12743

Valerie Freer
686 Cape Road
Ellenville, New York 12728

Barbara Vogt
Route 55 (No Street #)
Eldred, New York 12732

SIXTH: Said organization is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. Notwithstanding any other provisions of these articles, the Organization is organized exclusively for one or more of the purposes as specified in section 501 (c) (3) of the Internal Revenue Code of

1986, and shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under IRC Section 501 (c) (3) or corresponding provisions of any subsequent law.

SEVENTH: No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, director, officer of the corporation or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation), and no member, trustee, officer of the corporation or any private individual shall be entitled to share in the distribution of any assets on dissolution of the corporation.

EIGHTH: No substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Internal Revenue Code Section 501 (h)) or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidates for public office.

NINTH: In the event of dissolution, all of the remaining assets and property of the organization shall, after payment of all necessary expenses thereof, be distributed to organizations that qualify under Section 501 (c) (3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent Federal tax laws, or to the Federal government, or State or local governments for a public purpose, subject to the approval of a Justice of the Supreme Court of the State of New York.

TENTH: In any taxable year in which the corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code of 1986, the corporation shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Code; and the corporation shall not (a) engage in any act of self-dealing as defined in Section 4941(d) of the Code; (b) retain any excess business holdings as defined in Section 4943(c) of the Code; (c) make any investments in such manner as to subject the corporation to tax under Section 4944 of the Code; or (d) make any taxable expenditures as defined in Section 4945(d) of the Code or corresponding provisions of any subsequent Federal tax laws.

ELEVENTH: The office of the corporation is to be located in the county of Sullivan.

TWELFTH: The Secretary of State is designated as agent of the corporation upon whom process against it may be served. The post office address to which the Secretary of State shall mail a copy of any process against the corporation served upon him is:

Lori Danuff McKean
P.O. Box 182
Barryville, New York 12719

IN WITNESS WHEREOF, this certificate has been subscribed to this 5th day of January, 1998 by the undersigned who affirms that the statements made herein are true under penalties of perjury.



GERALD WEINBERG,
INCORPORATOR
90 State Street
Albany, New York