Departamento de Estado
Registro de Corporaciones

Entidad

Con Fines de Lucro   Doméstica

Sin Fines de Lucro   Foránea

Nombre: THE NATURE CONSERVANCY

Número: 497   Fecha: JUN. 6, 2011 Hora: 2:39 PM

Derechos pagados: 7.00

Registro Nuevo
Cambios y Enmiendas
Disolución
Solicitudes de Servicio
Fusiones
Reservas de Nombres
Otros

Comprobantes
Sellos

Aumento o rebaja de Capital Autorizado

Envíar a:

Nombre: Samuel C. Pedraza Salazar
Dirección: 90 Yellowhill Valley, UE
PO Box 304225
San Juan, PR 00936
Teléfono: 787-9292

Notas y comentarios del Oficial Evaluador:
CERTIFICATE OF AUTHORIZATION TO DO BUSINESS IN PUERTO RICO

THIS IS TO CERTIFY THAT: No. 497-F

"THE NATURE CONSERVANCY"

is a non profit corporation organized under the laws of District of Columbia duly authorized to do business in Puerto Rico since June 6, 2011 at 2:39 PM.

IN TESTIMONY WHEREOF, I sign the present and cause to be affixed on in the Great Seal of the Commonwealth of Puerto Rico, in the City of San Juan today, June 6, 2011.

KENNETH D. McCLINTOCK
Secretary of State
CERTIFICATE OF AUTHORIZATION TO DO BUSINESS OF A FOREIGN CORPORATION

FIRST: The Nature Conservancy is a non profit corporation organized under the laws of the District of Columbia.

SECOND: Its date of incorporation is the 22nd day of October, 1951, and its existence is perpetual.

THIRD: The physical address of its corporate domicile is:
4245 North Fairfax Drive, Suite 100, Arlington, VA 22203

FOURTH: Its designated office in the Commonwealth of Puerto Rico will be located at:
154 Calle Rafael Cordero Suite 700
San Juan, Puerto Rico 00901

The resident agent in charge of said office is: National Registered Agents, Inc.

FIFTH: The names and usual business addresses of its present directors and officers are:
See attached.

SIXTH: The assets of said corporation are $5,649,851,701 and its liabilities are $770,567,765.

SEVENTH: The description of the business which it proposes to carry on in the Commonwealth of Puerto Rico is the following: Preserve plants, animals, and natural communities by protecting the lands and waters they need to survive and the engagement in any lawful business, purpose or activity permitted by Puerto Rico General Corporations Act, as amended from time to time, and any and all acts necessary, appropriate, desirable, incidental or convenient to or for the furtherance of the foregoing purposes.

EIGHTH: This corporation is authorized to carry on the business described in paragraph SEVENTH in its jurisdiction of incorporation.

I, the undersigned, for the purpose of doing business in the Commonwealth of Puerto Rico pursuant to the General Corporation Law of Puerto Rico, hereby swear that the facts herein stated are true, this 11th the day of June, 2011.

Jonathan Rotter
Title: Assistant Secretary
THE NATURE CONSERVANCY
THE NATURE CONSERVANCY Certificate of Authorization to do Business of a Foreign Corporation, Commonwealth of Puerto Rico Department of State

FIFTH: The names and usual business addresses of its present directors and officers are:

<table>
<thead>
<tr>
<th>NAME</th>
<th>ADDRESS</th>
</tr>
</thead>
<tbody>
<tr>
<td>Chairman of the Board</td>
<td>4245 North Fairfax Drive, Arlington, VA 22203</td>
</tr>
<tr>
<td>Roger Milliken, Jr.</td>
<td></td>
</tr>
<tr>
<td>President and Chief Executive Officer</td>
<td>4245 North Fairfax Drive, Arlington, VA 22203</td>
</tr>
<tr>
<td>Mark R. Tercek</td>
<td></td>
</tr>
<tr>
<td>Vice Chair</td>
<td>4245 North Fairfax Drive, Arlington, VA 22203</td>
</tr>
<tr>
<td>Gordon Crawford</td>
<td></td>
</tr>
<tr>
<td>Vice Chair</td>
<td>4245 North Fairfax Drive, Arlington, VA 22203</td>
</tr>
<tr>
<td>Roberto Hernández Ramírez</td>
<td></td>
</tr>
<tr>
<td>Treasurer &amp; Chair, Finance Committee</td>
<td>4245 North Fairfax Drive, Arlington, VA 22203</td>
</tr>
<tr>
<td>Muneer A. Satter</td>
<td></td>
</tr>
<tr>
<td>Secretary</td>
<td>4245 North Fairfax Drive, Arlington, VA 22203</td>
</tr>
<tr>
<td>Frank E. Loy</td>
<td></td>
</tr>
<tr>
<td>Chair, Audit Committee</td>
<td>4245 North Fairfax Drive, Arlington, VA 22203</td>
</tr>
<tr>
<td>John P. Sall</td>
<td></td>
</tr>
<tr>
<td>Chair, Conservation Activities Review Committee</td>
<td>4245 North Fairfax Drive, Arlington, VA 22203</td>
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<tr>
<td>Teresa Beck</td>
<td></td>
</tr>
<tr>
<td>Chair, Governance, Nominating, and Human Resources Committee</td>
<td>4245 North Fairfax Drive, Arlington, VA 22203</td>
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<tr>
<td>Steven A. Denning</td>
<td></td>
</tr>
<tr>
<td>David Blood</td>
<td>4245 North Fairfax Drive, Arlington, VA 22203</td>
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<tr>
<td>Shona L. Brown</td>
<td>4245 North Fairfax Drive, Arlington, VA 22203</td>
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<tr>
<td>Gretchen C. Daily</td>
<td>4245 North Fairfax Drive, Arlington, VA 22203</td>
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<td>Jack Ma</td>
<td>4245 North Fairfax Drive, Arlington, VA 22203</td>
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<tr>
<td>Craig O. McCaw</td>
<td>4245 North Fairfax Drive, Arlington, VA 22203</td>
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<tr>
<td>James C. Morgan</td>
<td>4245 North Fairfax Drive, Arlington, VA 22203</td>
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<tr>
<td>Thomas S. Middleton</td>
<td>4245 North Fairfax Drive, Arlington, VA 22203</td>
</tr>
<tr>
<td>Name</td>
<td>Address</td>
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<tr>
<td>--------------------</td>
<td>----------------------------------------------</td>
</tr>
<tr>
<td>Stephen Polasky</td>
<td>4245 North Fairfax Drive, Arlington, VA 22203</td>
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<tr>
<td>Cristián Samper</td>
<td>4245 North Fairfax Drive, Arlington, VA 22203</td>
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<tr>
<td>Thomas J. Tierney</td>
<td>4245 North Fairfax Drive, Arlington, VA 22203</td>
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<td>Shirley Young</td>
<td>4245 North Fairfax Drive, Arlington, VA 22203</td>
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<tr>
<td>Thomas J. Meredith</td>
<td>4245 North Fairfax Drive, Arlington, VA 22203</td>
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<tr>
<td>Moses Tsang</td>
<td>4245 North Fairfax Drive, Arlington, VA 22203</td>
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<tr>
<td>Margaret C. Whitman</td>
<td>4245 North Fairfax Drive, Arlington, VA 22203</td>
</tr>
</tbody>
</table>
Recibo de Pago

11 JUN - 7 AM 2:39
Comprobante Núm. __________

Para ser llenado por el
Abogado Notario:
Mcconnell Valdes LLC
PO BOX 364225

COLOQUE SELLO

Conservación: Diez años o una intervención del Contralor, lo que ocurra primero

Hoja de Comprobantes wpd

THE NATURE CONSERVANCY

No. 497
Jun. 6, 2011
2:39 PM
June 6, 2011

HAND DELIVERED

Eduardo Arosemeña-Muñoz, Esq.
Assistant Secretary of State for Services
Department of State
Commonwealth of Puerto Rico
San Juan, Puerto Rico

Re: The Nature Conservancy

Dear Mr. Arosemena:

Enclosed please find Certificate of Authorization to do Business of The Nature Conservancy to be recorded in the Division of Corporations of the Department of State.

Also enclosed is a voucher for $7.00 to cover the fees for filing and the issuance in English of a Certificate of Authorization to do Business.

Kindly acknowledge receipt of the above by date stamping the attached copies of this letter.

Sincerely,

[Signature]

Lucy Martínez
Paralegal

Enclosure

[SCS 32587-0001]
CERTIFICATE

THIS IS TO CERTIFY that there were received and accepted for record in the Department of Consumer and Regulatory Affairs, Corporations Division, on 2/27/1998 on behalf of:

THE NATURE CONSERVANCY

An Election to Accept the provision of the present NONPROFIT CORPORATION Act.

WE FURTHER CERTIFY that the above Corporation was originally incorporated on 10/22/1951

WE FURTHER CERTIFY that the above named Non Profit Corporation is duly incorporated and existing under and by virtue of the code of law of the District of Columbia and authorized to conduct its affairs in the District of Columbia as of the date hereinafter mentioned.

IN TESTIMONY WHEREOF I have hereunto set my hand and caused the seal of this office to be affixed as of 05/17/2011

Vincent C. Gray
Mayor

Tracking #: PXE5W35WHA