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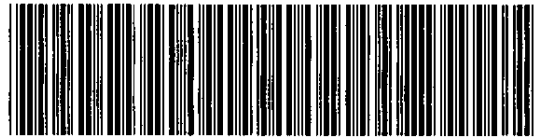
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

2009 APR 27 AM 11:01

FILED

Restated

TB

4-30-09

Mandy Freeman
Back to Nature Wildlife, Inc.
18515 E. Colonial Drive
Orlando, FL 32820

April 24, 2009

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Filing of Restated Articles of Incorporation for Back to Nature Wildlife, Inc.
FEI/EIN Number: 592961216
Document Number: N32977

Dear Sir/Madam,

Enclosed are Restated Articles of Incorporation for Back to Nature Wildlife, Inc. which need to be filed with the State. Also enclosed is my check for \$35.00 to cover the cost of same.

If you should have any questions, please do not hesitate to contact me at 407-835-6728 during regular working hours. Thank you very much for your attention to this matter.

Sincerely,



Mandy Freeman
President

Enclosure

**RESTATED ARTICLES OF INCORPORATION
OF
BACK TO NATURE WILDLIFE, INC.**

FILED
2009 APR 27 AM 11:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WE, THE UNDERSIGNED, hereby associate ourselves together for the purpose of Restating the Articles of Incorporation of Back to Nature Wildlife, Inc. under the laws of the State of Florida applicable to corporations not for profit, and respectfully petition the Secretary of State for approval of such Restatement under the following Restated Articles of Incorporation.

ARTICLE I NAME

The name of the corporation shall be: Back to Nature Wildlife, Inc.

ARTICLE II PRINCIPAL OFFICE

The principle office, or other offices for the transaction of business, shall be located at 18515 E Colonial Drive, Orlando, FL 32820.

ARTICLE III PURPOSE

The object and purpose of this corporation is the establishment and operation of programs to provide food, shelter, medical treatment, and otherwise provide living necessities for wildlife who have been injured, orphaned, abused, or who suffer from industrial or other pollutants, and to otherwise care for such animals, releasing back into the wild all who shall be deemed fit to survive, and to educate the public as to the necessity of preserving wildlife and the environment.

ARTICLE IV DIRECTORS AND/OR OFFICERS

The Executive Board shall consist of corporate officers, the immediate past president, and the committee directors. The Executive Board shall conduct the business of the Corporation and shall act by majority vote. Officers: President, Vice President, Secretary, Treasurer. Current committee directors: Marketing, Fundraising, Finance (Corporate Treasurer), Building/Structure Maintenance, Recruiting and Recognition, Education, and any committee the Executive Board sees fit to form. The Executive Board shall have the power at any time to remove any member of the Board of Directors or member of any committee, with or without cause, and to fill vacancies in and to dissolve any such committee.

The Board of Directors shall vote on Officers of the Corporation, adoption and amendment of by-laws, and any issue specified by the Executive Board. The Board of Directors shall consist of honorary persons, persons of periodic advice and support, founders/life members, and any others the Executive Board sees fit to add. The Board of Directors includes all members of the Executive Board.

In the case of the absence of an officer of the corporation, or for any other reason that the Executive Board may deem sufficient, the Executive Board may delegate, for the time

being, any or all of the powers or duties of such officer to any other member of the Executive Board.

ARTICLE V ELECTIONS

Section 1. Officers will serve 1 year terms or until such officer resigns or is voted out of office for malfeasance, misfeasance, incapacity to serve, or conduct which is deemed by the majority of the Executive Board to jeopardize the mission or reputation of the corporation, whichever shall occur first..

Section 2. Election of officers will be determined by majority (51% of votes cast) vote of the Board of Directors. This will be an in-person meeting to be held in or around November.

Section 3. When there is but one candidate for the office, the election may be dispensed with.

Section 4. Special elections may be held at any time to fill any officer vacancies that occur during the year. Rules of the special election will be determined by the Executive Board.

ARTICLE VI TERM OF EXISTENCE

The term for which this corporation is to exist is perpetual, unless sooner dissolved pursuant to the provisions of Florida Statutes, Chapter 617.

ARTICLE VII POWERS

This corporation shall have the power to exercise any and all appropriate corporate authority and to do all things necessary and desirable in carrying out the purpose of this article, together with all the power which is now or hereafter may be vested in a corporation not for profit in the State of Florida, which is not inconsistent with the laws, statutes, and constitution of the State of Florida and the United States. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its directors, advisors, officers, or other private persons, except that 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 set forth in Article III. The corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation 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 or (b) a corporation whose contributions are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1986, or the corresponding provisions of any future United States Internal Revenue Law.

Without limiting the scope of the above, this corporation shall have the power to:

1. Have succession by its corporate name by the period set forth herein.
2. Sue and be sued and appear and defend in all actions proceedings in its corporate name to the same extent as a natural person.
3. Adopt and use the common corporate seal and alter the same provided however, that such seal always contain the words "corporation" and "not for profit".
4. Elect and appoint such officers and agents as its affairs shall require and allow them reasonable compensation and reimbursement for travel and expenses.
5. Adopt, change, amend, and repeal by-laws not inconsistent with law or these Articles, for the administration and affairs of the corporation and the exercise of its corporate powers.
6. Increase the number of its Directors by vote of its Board of Directors as the by-laws may direct so that the number shall not be less than three.
7. Make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds, and other obligations and secure any of its obligations by mortgage and pledge of all or any of its property, franchises, or income.
8. Conduct its affairs, carry on its operations, and have offices within Florida, and exercise its corporate powers in any state, territory, district, or possession of the United States or any foreign country.
9. Purchase, take, receive, lease, take by gift, devise or bequest, or otherwise acquire, own, hold, improve, use, or otherwise deal in and with real or personal property, or any interest therein, wherever situated.
10. Acquire, enjoy, utilize, and dispose of patents, copyrights, and trade-marks and any licenses and other rights or interests thereunder or therein.
11. Sell, convey, mortgage, pledge, lease, exchange, transfer, or otherwise dispose of all or any part of its property and assets.
12. Purchase, take, receive, subscribe for, or otherwise acquire, own, hold, vote, use, employ, sell, mortgage, lend, pledge, or otherwise use and deal in and with, shares and other interests in, or obligations of, other domestic or foreign corporations, whether for profit or not for profit, associations, partnerships, or individuals, or direct or indirect obligations of the United States or any other government, state, territory, governmental district, municipality, or any instrumentality thereof.
13. Lend money for its corporate purposes, invest and reinvest its funds, and take and hold real and personal property as security for the payment of funds so loaned or invested except as prohibited by Florida Statutes, Section 617.0833.

14. Make donations for the public welfare or for charitable, scientific, educational, or other similar purposes.

15. If at any time, Directors vote by no less than 75% of the existing Directors, regardless to the actual number of Directors, to terminate the existence of the corporation, such Directors shall also dispose of the assets of the corporation. If such disposition has not been complete, then any remaining assets shall be distributed by Order of the Circuit Court of the State of Florida to any other non-profit corporation with similar purposes of this corporation, which is open to the public.

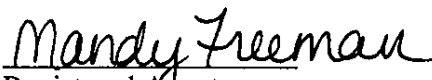
Upon dissolution of this corporation, all assets remaining after payment of the costs and expenses of such dissolution shall be distributed among the participating organizations which are qualified for exemption under Section 501 (c) (3) and Section 170 (c) of the Internal Revenue Code of 1986, for public purpose, and are open to the public; and none of the assets shall be distributed to any officer, director, or advisor of this corporation.

ARTICLE VIII REGISTERED AGENT

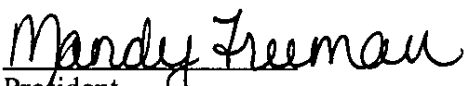
The **name and Florida street address** (P.O. Box NOT acceptable) of the registered agent is:

Mandy Freeman
18515 E Colonial Drive
Orlando, FL 32820.

The undersigned hereby accepts the designation as Registered Agent of Back to Nature Wildlife, Inc.


Registered Agent

IN WITNESS WHEREOF, I the undersigned subscriber, have hereto set our hands and seals this 20th day of April, 2009.


President

CERTIFICATION

I, THE UNDERSIGNED, hereby certify that:

The restated articles of incorporation accompanying this certificate contain amendments to BACK TO NATURE WILDLIFE, INC.'s original articles of incorporation. Such amendments do not include an amendment requiring member approval and the Board of Directors have adopted the restated articles.

DATED this 20th day of April, 2009.

Mandy Freeman
President