

P9600005743

AVIARY

1100 WORLD JING. (JOB) 233-5889  
11000 NW 200 ST., MIAMI, FL 33187

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OFFICE USE ONLY

95 JAN 12 PM 2:20  
FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

- 1. \_\_\_\_\_  
(Corporation Name) (Document #)
- 2. \_\_\_\_\_  
(Corporation Name) (Document #)
- 3. \_\_\_\_\_  
(Corporation Name) (Document #)
- 4. \_\_\_\_\_  
(Corporation Name) (Document #)

- Walk in  Pick up time \_\_\_\_\_
- Certified Copy
- Will wait  Photocopy
- Certificate of Status

*Handwritten notes:*  
0670  
0634  
0667

OTHER FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

*Handwritten initials:* W-96

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials



**FLORIDA DEPARTMENT OF STATE**  
Sandra B. Mortham  
Secretary of State

January 8, 1996

**FLOR M. RICS**  
19890 SW 200TH STREET  
MIAMI, FL 33187

**SUBJECT: BIRD WORLD AVIARY, INC.**  
Ref. Number: W96000000504

We have received your document for BIRD WORLD AVIARY, INC. and check(s) totaling \$131.25. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6878.

Terri Buckley  
Corporate Specialist

Letter Number: 096A00000814

**ARTICLES OF INCORPORATION**

**OF**

**BIRD WORLD AVIARY, INC.**

We, the undersigned, desiring to organize a corporation for the purposes hereinafter stated, pursuant to the laws of the State of Florida, hereby certify as follows:

**ARTICLE I - NAME**

The name of this corporation shall be:

**BIRD WORLD AVIARY, INC.**

**ARTICLE II - INCORPORATION**

This corporation shall be in existence as of the date of filing.

**ARTICLE III - DURATION**

This corporation shall exist perpetually unless sooner dissolved according to law.

**ARTICLE IV - PURPOSE**

The general nature of the business and objects and purposes proposed to be transacted and carried on are to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do and to exercise all of the rights which are now or may hereafter be conferred upon corporations generally by the laws of the State of Florida.

**ARTICLE V - STOCK**

The capital stock authorized, the par value thereof, and the characteristics of such stock shall be as follows: Seven Thousand Five Hundred (7,500) shares; One (\$1.00) Dollar per share value, which shall be designated "Common Shares".

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TALLAHASSEE, FLORIDA  
STATE

**ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is: 19890 S. W. 200th Street, Miami, Florida 33187 and the initial registered agent of this corporation at this address is:

Flor M. Rios

The principal address of the corporation is same as registered office above.

**ARTICLE VII - INITIAL BOARD OF DIRECTORS**

This corporation shall have ~~one~~ (1) Directors initially. The number of Directors may be increased or diminished, from time to time, by the By-Laws but shall never be less than one (1). The names and address of the initial Directors of this corporation are:

Flor M. Rios  
19890 S. W. 200th Street  
Miami, Florida 33187

**ARTICLE VIII - BY-LAWS**

The By-Laws of this corporation may be adopted, altered, amended or repealed by either the Stockholders or Directors.

**ARTICLE IX - MANAGEMENT**

The corporation shall be managed by a Board of Directors unless Stockholders shall, by a majority vote hereafter, determine that the corporation shall be managed by the Stockholders. If the corporation is managed by Directors, the exact number of Directors shall be determined by the Stockholders, from time to time, but at no time shall there be less than one (1) Director.

**ARTICLE X - AMENDMENT**

These Articles may be amended, provided, every amendment is approved by a majority of the Board of Directors and Stockholders.

**ARTICLE XI - INCORPORATORS**

The name and address of the persons signing these Articles are:

Flor M. Rios  
19890 S. W. 200th Street  
Miami, Florida 33187

## ARTICLE XII - INDEMNIFICATION

The corporation shall indemnify any and all persons who may serve or may have served at any time as Directors or Officers, or who, at the request of the Board of Directors or Stockholders of the corporation, may serve as Directors or Officers of another corporation in which the corporation at such time may own shares of stock or of which it was or may be a creditor, and their respective heirs, administrators, successors, and assigns, against any and all expenses, including amounts paid upon judgments, counsel fees and amounts paid in settlement (before or after suit is commenced, actually and necessarily incurred by such persons in connection with the defense or settlement of any claim, action suit or proceeding in which they, or any of them are made parties or a party, or proceeding in which they, or any of them, by reason of being or having been Directors or Officers of the corporation, or of such other corporation, except in relation to matters to which any such Director or Officer shall be adjudged in any action, suit or proceeding to be liable for his own gross negligence or willful misconduct in the performance of duty. Such indemnification shall be in addition to any other rights to which those indemnified may be entitled under any law, By-Law, Agreement, vote of Stockholders or otherwise. The private property of the Stockholders shall not be subject to the payment of the corporate debts in any extent whatsoever. The corporation shall have a first lien on the shares of its members, and upon dividends due them for any indebtedness to the corporation of such members of the corporation.

## ARTICLE XIII - AMENDMENT

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, and right conferred upon the Stockholders is subject to the reservation.

**ARTICLE XIV - PREEMPTIVE RIGHTS**

Every Stockholder, upon the sale for cash of any new stock of holds, shall have the right to purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 28th day of December 1955.



Flor M. Rios

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN ARTICLE VI OF THESE ARTICLES OF INCORPORATION, THE UNDERSIGNED CORPORATION HEREBY AGREES TO ACT IN THIS CAPACITY, AND FURTHER AGREES TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPERTY AND COMPLETE DISCHARGE OF ITS DUTIES.

Dated this 28th day of December 1995.

FILED  
95 JAN 12 PM 2:20  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

By: F. M. Rics  
Flor M. Rics  
FLDL # R 200 253 519251  
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STATE OF FLORIDA )  
)  
COUNTY OF DADE )

BEFORE ME, a Notary Public authorized in the State and County set forth above, personally appeared Flor M. Rics

known to and known by me to be the persons who as Incorporators executed the foregoing Article of Incorporation of BIRD WORLD AVIARY, INC. and they acknowledged before me that they executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the State and County last aforesaid this 28th day of December 1995.

H. Sanchez  
Notary Public State of Florida

