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THE UNITED STATES CORPORATION COMPANY

ACCOUNT NO. : 072100000032

REFERENCE : 562728 10234A

AUTHORIZATION : Patricia Pizzuto

COST LIMIT : $ 78.75

ORDER DATE : January 24, 2000

ORDER TIME : 3:56 PM

ORDER NO. : 562728-005

CUSTOMER NO: 10234A

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CUSTOMER: Thomas W. Conely, Iii, Esq
CONELY & CONELY, P.A.
CONELY & CONELY, P.A.
Post Office Drawer 1367

Okeechobee, FL 34973-1367

DOMESTIC FILING

NAME: ARNOLD'S WILDLIFE REHABILITATION CENTER, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JAN 24 PM 4:51

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Carrie Vaught

EXAMINER'S INITIALS: JP 1/25/00

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

00 JAN 24 PM 4:51

ARTICLES OF INCORPORATION
OF
ARNOLD'S WILDLIFE REHABILITATION CENTER, INC.

I, the undersigned, a natural person competent to contract, being desirous of forming a non-profit corporation known as an association for charitable and educational purposes under the provisions of Chapter 617 of the Florida Statutes, do execute and adopt these Articles of Incorporation in a manner and form as follows:

ARTICLE I. NAME, OFFICE AND REGISTERED AGENT

The name of this corporation is **ARNOLD'S WILDLIFE REHABILITATION CENTER, INC.**, its principal address is 14985 N.W. 30th Terrace, Okeechobee, Florida 34972, and its registered agent at that address is SUE ARNOLD.

ARTICLE II. OBJECTS AND PURPOSES.

This corporation is organized and shall be operated exclusively for charitable and educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law, for the purposes of maintaining and operating an educational based care facility for the care and rehabilitation of injured wildlife and to return recovered wildlife to their natural habitat, and to solicit and collect funds and contributions, receive by gift, deed, bequest, or devise or otherwise acquire funds to be used to purchase equipment, insurance and pay other necessary assorted and sundry expenses in connection therewith.

In order to accomplish these objects and purposes the corporation shall be authorized:

1. To take and hold by gift, bequest, devise, purchase, or lease, absolutely or in trust, for one or more of such purposes, any personal and real property, without limitation as to amount or value, except such limitations if any, as may be imposed by law or instrument creating such transfers.

2. This corporation shall have those powers granted to non-profit corporations organized pursuant to the laws of the State of Florida; provided, however, the corporation

shall not exercise any power or engage in any prohibitive transactions or unreasonably accumulate income or otherwise invest in such manner which is not designed to accomplish the purposes herein set out or which would otherwise result in a denial of its tax-exempt status in accordance with the provisions of the applicable Federal, State or local laws or regulations.

3. This being a corporation not for profit, it shall be operated exclusively for the purposes set out herein, and no part of its net earnings shall inure to the benefit or any of its members, officers or directors.

4. Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by any organization 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 Code.

ARTICLE III. MEMBERSHIP

This corporation shall have no capital stock. The active members of this corporation shall be the directors of this corporation, as hereinafter set forth and shall constitute the initial members of this corporation. The qualification for Members and the manner of their admission shall be regulated by the By-Laws for this Corporation.

ARTICLE IX. EXISTENCE

This corporation shall have perpetual existence.

ARTICLE X. SUBSCRIBER

The name and residence of the subscribing incorporator to these Articles of Incorporation is:

NAME	**RESIDENCE**
SUE ARNOLD	14985 N.W. 30th Terrace Okeechobee, Florida 34972

ARTICLE XI. OFFICERS

The officers of this corporation shall be a President, Vice President, Secretary, and Treasurer and such other officers as may be provided in the By-Laws. All of such officers shall be active members of the corporation and in good standing and shall be elected by the

Board of Directors as provided in the By-Laws. The names and residences of the first officers of this corporation are as follows:

NAME	OFFICE	RESIDENCE
SUE ARNOLD	President	14985 N.W. 30th Terrace Okeechobee, Florida 34972
CLARENCE ARNOLD	Vice President	14985 N.W. 30th Terrace Okeechobee, Florida 34972
WILLIAM E. MARCUM, JR.	Secretary	2912 N.W. 144th Drive Okeechobee, Florida 34972

ARTICLE VII. BOARD OF DIRECTORS

The business, property and affairs of this corporation shall be managed by the Board of Directors. This corporation shall have three (3) directors initially, and the number of directors may be increased or decreased from time to time as may be provided in the By-Laws but shall never be less than three (3).

The Board of Directors shall be elected and hold office as provided in the By-Laws.

The names and addresses of the persons who are to serve as directors for the ensuing year, or until the first annual meeting of the corporation are:

NAME	ADDRESS
SUE ARNOLD	14985 N.W. 30th Terrace Okeechobee, FL 34972
CLARENCE ARNOLD	14985 N.W. 30th Terrace Okeechobee, FL 34972
WILLIAM E. MARCUM, JR.	2912 N.W. 144th Drive Okeechobee, FL 34972

ARTICLE VIII. BY-LAWS

The Board of Directors of this corporation may provide such By-Laws for the conduct of its business and carrying out of its purposes as they may deem necessary from time to time.

The By-Laws may be amended, altered or rescinded by a majority of the vote of the members of the Board of Directors at any regular or special meeting called for that purpose and upon proper notice given to all directors.

ARTICLE IX. AMENDMENTS

These Articles of Incorporation may be amended at any regular or special meeting of the membership called for that purpose, and upon the proper notice thereof to the members, by a majority vote of those present.

ARTICLE X. DISSOLUTION

Upon dissolution of this corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction, in the county in which the principal office of the corporation is then located, exclusively for such purposes.

IN WITNESS WHEREOF, I the subscribed have hereunto set my hand and seal to these Articles of Incorporation at Okeechobee, Okeechobee County, Florida, this 19th day of January, 2000.

Sue Arnold

Sue Arnold

STATE OF FLORIDA
COUNTY OF OKEECHOBEE

The forgoing instrument was acknowledged before me this 19th day of January, 2000, by SUE ARNOLD, who (✓) is personally known to me (   ) produced a Florida Driver's License as identification.

Betty Jean Lanier

Notary Public

Betty Jean Lanier
MY COMMISSION # CC524527 EXPIRES
March 8, 2000
BONDED THRU TROY FAIN INSURANCE, INC.

ACCEPTANCE OF REGISTERED AGENT

I certify that I am permanent resident of Okeechobee County, Florida, residing at 14985 N.W. 30th Terrace, Okeechobee, Florida 34972. I hereby accept the designation as Registered Agent for ARNOLD'S WILDLIFE REHABILITATION CENTER, INC., a Florida not for profit corporation.

Sue Arnold

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