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ACCOUNT NO. : 072100000032

REFERENCE : 749286 80746A

AUTHORIZATION : *Patricia Pijoto*

COST LIMIT : \$ 78.75

ORDER DATE : June 29, 2000

ORDER TIME : 10:38 AM

ORDER NO. : 749286-005

CUSTOMER NO: 80746A

000003308570--5

CUSTOMER: Keith Sands, Esq
Franson Aldridge & Sands, P.a.

Suite 200
1551 Atlantic Boulevard
Jacksonville, FL 32207

DOMESTIC FILING

NAME: PELICAN POINT WILDLIFE
REHABILITATION CENTER, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP
 ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Pollye Janisse - EXT. 1154
EXAMINER'S INITIALS:

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 29 PM 12: 04

RECEIVED
00 JUN 29 AM 11: 25
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
FOR
PELICAN POINT WILDLIFE REHABILITATION CENTER, INC.

00 JUN 29 PM 12: 04

ARTICLE I
NAME

The name of this corporation is PELICAN POINT WILDLIFE REHABILITATION CENTER, INC.

ARTICLE II
LOCATION

The principal place of business and the mailing address of this corporation is 3453 Heckscher Drive, Jacksonville, Florida 32211.

ARTICLE III
PURPOSE

The purpose of this corporation shall be operated exclusively as nonprofit, under the laws of the State of Florida. It shall be operated to provide a wildlife sanctuary and refuge; said corporation is organized exclusively for charitable and educational 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 the corresponding section of any future federal tax code.

ARTICLE IV
NON-PROFIT STATUS

No part of the net earnings of this corporation shall be distributable to its members, Board of Directors, 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 above. No substantial part of the activities of this corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation; and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, 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 or the corresponding section of any future federal tax code, or

- (B) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE V
BYLAWS

The Board of Directors of this corporation shall provide such By-Laws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time-to-time. Notwithstanding any other provisions of the Bylaws of the corporation, the Board of Directors may not provide any Bylaws or authorize any actions of the corporation which shall conflict with the laws of the State of Florida, the corporation's status under Section 501(c)(3) of the Internal Revenue Code or any corresponding codes.

ARTICLE VI
DIRECTORS

The Directors of this corporation shall be elected pursuant to and as set forth in the By-Laws of the corporation. This corporation shall not have less than three (3) nor more than twenty-five (25) Directors, the number of Directors at any time to be the number fixed by the Board of Directors. The number of the Board of Directors constituting the initial Board of Directors of the corporation is three. The names and addresses of the persons who are to serve as the initial Directors are:

SHARMAINE M. SIEGEL
LINDA F. SIMMONS
JANICE B. DIXON

These initial Directors of the Board are also to serve as of the incorporators of the corporation.

ARTICLE VII
INCORPORATOR

The name and address of the person signing these Articles of Incorporation is:

J. KEITH M. SANDS, ESQUIRE
1551 Atlantic Blvd., Suite 200
Jacksonville, FL 32207

ARTICLE VIII
MEMBERS

The By-Laws of the corporation shall specify types of membership and dues.

ARTICLE VIII
INITIAL REGISTERED AGENT AND OFFICE

The street address of the initial registered office of this corporation is:

1551 Atlantic Boulevard, Suite 200
Jacksonville, FL 32207

The name of the registered agent of this corporation located at the address above is:

FRANSON, ALDRIDGE & SANDS, P.A.

ARTICLE IX
TERM OF EXISTENCE

This corporation is to exist perpetually unless dissolved according to law. Corporate existence shall commence upon the filing of Articles of Incorporation.

ARTICLE X
DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such asset not so disposed of shall be disposed of by a Court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XI
AMENDMENT TO ARTICLE OF INCORPORATION

The Articles of Incorporation may be amended by a two thirds (2/3) of the full Board.

Dated this 25th day of June, 2000

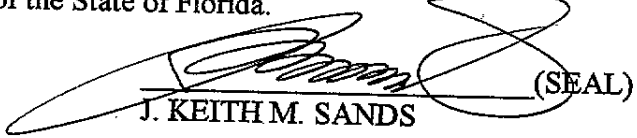
ARTICLE XIII
Acceptance of Appointment as Registered Agent

Pursuant to Section 607.034, 607.037, and 607.325, Florida Statutes, the undersigned certifies that he is familiar with and accepts the obligations of the aforementioned statutes as the initial registered agent of this corporation.

FRANSON, ALDRIDGE & SANDS, P.A.


J. KEITH M. SANDS, Vice President

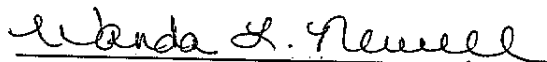
The undersigned submits these Articles of Incorporation for the purpose of filing same with the Office of the Secretary of State of the State of Florida.

 (SEAL)
J. KEITH M. SANDS

STATE OF FLORIDA
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared J. Keith M. Sands, to me known to be the person described herein as the incorporator and who executed the foregoing Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above this 28th day of June, 2000.

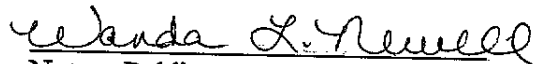


Notary Public
My Commission Expires:
WANDA L. NEWELL
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires Sept. 13, 2000
Commission No. CC585639

STATE OF FLORIDA
COUNTY OF DUVAL

I HEREBY CERTIFY that on this day before me, a Notary Public duly authorized in the State and County aforesaid to take acknowledgments, personally appeared J. Keith M. Sands, Vice President of Franson, Aldridge & Sands, P.A. to me known to be the person described herein and who executed the foregoing Articles of Incorporation for the purposes therein expressed.

WITNESS my hand and official seal in the County and State named above this 28th day of June, 2000.



Notary Public
My Commission Expires:

WANDA L. NEWELL
NOTARY PUBLIC, STATE OF FLORIDA
My commission expires Sept. 13, 2000
Commission No. CC585639

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
00 JUN 29 PM 12: 04