NOOCOOO 168 TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

600004834586--6 -01/30/02--01006--003 *****131.25 ******87.50

SUBJECT: SAMMY'S SANCTUARY, INC.

Enclosed is an original and one (1) copy of the articles of Incorporation and a check for :

\$122.50

\$131.25 V

Filing Fee

Filing Fee,

& Certified Copy

Certified Copy & Certificate

ADDITIONAL COPY REQUIRED

\$70.00

\$78.75

Filing Fee

Filing fee

& Certificate

FROM: Lana Hollenback 14338 Cristobal St Fort Myers, FL 33905-2335

NOTE: Please provide the original and one copy of the articles.

The fee for filing a not for profit Corporation is:

\$35.00 Filing Fee

\$35.00 Designation of Registered Agent \$52.50 Certified Copy (optional) \$ 8.75 Certificate of Status (optional) (Make checks payable to Department of State)

MAILING ADDRESS: Department of State Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 (850) 497-6052 STREET ADDRESS:
Department of State
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399
(850) 487-6052

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SECRETARY OF STATE
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ARTICLES OF INCORPORATION OF SAMMY'S SANCTUARY, INC.

The undersigned incorporators, for the purpose of Incorporating under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I NAME

The name of this Corporation shall be SAMMY'S SANCTUARY, INC.

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ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this Corporation shall be RR1 Box 10825 Fort White FL 32038.

ARTICLE III PURPOSE

This Corporation is organized exclusively for charitable and educational purposes. More specifically; to shelter and assist in the rescue and placement of abused, neglected, abandoned or unwanted domesticated pet skunks; to educate the general public with respect to the true nature and characteristics of the domesticated pet skunks; to promote the health and welfare of the domesticated pet skunks; and to provide a means by which domesticated pet skunks owners can exchange information and join in common activities to further promote the health and welfare of domesticated pet skunks. To this end, the Corporation shall at all times be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, 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 of 1986, as now enacted or hereafter amended. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

ARTICLE IV MANNER OF ELECTION OF TRUSTEES

The management of the affairs of the Corporation shall be vested in a Board of Trustees, as defined in the Corporation's bylaws. No Trustee shall have any right, title, or interest in or to any property of the Corporation.

The number of Trustees constituting the first Board of Trustees is Three (3), their names and addresses being as follows:

Wanda L. Clayton-Mallory, 297 SW Gideon PL, Fort White, FL 32038 Jane Bone, 3315 Limber Twig Lane, Augusta GA 30906 Mark Mallory, 297 SW Gideon PL, Fort White, FL 32038

Members of the first Board of Trustees shall serve until the first annual meeting, at which their successors are duly elected and qualified, or removed as provided in the bylaws.

ARTICLE V:

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are Lana Hollenback, 14338 Cristobal Street, SE, Fort Myers, Florida 33905-2335

ARTICLE VI EXEMPTION REQUIREMENTS

At all times shall the following operate as conditions restricting the operations and activities of the Corporation:

- 1. The Corporation shall not afford pecuniary gain, incidentally or otherwise to its members. No part of the net earnings of this Corporation shall inure to the benefit of any member of the Corporation, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes. Such net earnings, if any, of this Corporation shall be used to carry out the nonprofit corporate purposes set forth in Article III above.
- 2. No substantial part of the activities of the Corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the Corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

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3. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on by a Corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

ARTICLE VII PERSONAL LIABILITY

No member, officer, or Trustee of this Corporation shall be personally liable for the debts or obligations of this Corporation of any nature whatsoever, nor shall any of the property of the members, officer, or Trustees be subject to the payment of the debts or obligations of this Corporation.

ARTICLE VIII DISSOLUTION

At the time of dissolution of the Corporation, the Board of Trustees shall, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the Corporation, dispose of all of the assets of the Corporation. In no case shall a disposition be made which would not qualify as a charitable contribution under Section 170(c)(1) or (2) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, in such manner as the Board of Trustees shall determine.

ARTICLE IX INCORPORATOR

The name and address of the incorporator to these Articles of Incorporation are Lana Hollenback, 14338 Cristobal St., Fort Myers, FL 33905-2335

Lana Hollepback, Incorporator

Date

ACCEPTANCE OF ASSIGNMENT OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above stated Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Lana Hollenback, Registered Agent

Date

IN WITNESS WHEREOF, said Wanda Lee Clayton-Mallory, Executive Director, and Lana Hollenback, Registering Agent, of SAMMY'S SANCTUARY, INC., acting for and on behalf of said Corporation, have hereunto subscribed their names and caused the seal of said Corporation to be hereunto affixed this 10th day of January, 2001.