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TALLAHASSEE, FLORIDA

02 AUG 28 PM 1:50

ACCOUNT NO. : 072100000032

REFERENCE : 723166 6383A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : August 28, 2002

ORDER TIME : 10:39 AM

ORDER NO. : 723166-005

CUSTOMER NO: 6383A

CUSTOMER: Ms. Margaret M. Dwyer
Andre J. Patrone, Esq

12685 New Brittany Boulevard

Fort Myers, FL 33907

DOMESTIC FILING

NAME: ECHO'S HAVEN, INC.

EFFECTIVE DATE:

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*****78.75 *****78.75

XX ARTICLES OF INCORPORATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY

CONTACT PERSON: Norma Hull - EXT. 1115

EXAMINER'S INITIALS: _____

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**ARTICLES OF INCORPORATION
OF
ECHO'S HAVEN, INC.
A FLORIDA NONPROFIT CORPORATION**

ARTICLE ONE

NAME

The name of this corporation is ECHO'S HAVEN, INC.

ARTICLE TWO

STATEMENT OF CORPORATE NATURE

This is a nonprofit corporation organized solely for general charitable purposes pursuant to the Florida Corporations Not for Profit law set forth in Part I of Chapter 617 of the Florida Statutes.

ARTICLE THREE

GENERAL AND SPECIFIC PURPOSES

(a) The specific and primary purposes for which this corporation is formed are to operate exclusively for the prevention of cruelty to animals.

(b) The general purposes for which this corporation is formed are to operate exclusively for such charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws.

(c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or

distribution of any statements or otherwise) in any political campaign on behalf of or against any candidate for public office.

ARTICLE FOUR

TERM

This corporation shall have a perpetual existence.

ARTICLE FIVE

MEMBERSHIP

(a) Directors as membership. The sole class of members of this corporation shall be its directors.

(b) Rights and Liabilities of Members. The members of this corporation shall have no right, title, or interest whatsoever in its income, property, or assets, nor shall any portion of such income, property, or assets be distributed to any member on the dissolution or winding up of this corporation. Members of this corporation shall not be personally liable for the debts, liabilities, or obligations of the corporation, and shall not be subject to any assessments.

ARTICLE SIX

SUBSCRIBERS

The names and residence addresses of the subscribers of this corporation are:

Gail E. Martin
15361 78th Place North
Loxahatchee, Florida 33470

David B. Notestine
15361 78th Place North
Loxahatchee, Florida 33470

ARTICLE SEVEN

LOCATION OF PRINCIPAL OFFICE AND IDENTIFICATION OF REGISTERED AGENT

(a) The address of the principal office for the transaction of the business of this corporation is 15361 78th Place North, Loxahatchee, Palm Beach County, Florida 33470.

(b) The name and address of this corporation's registered agent is:

Gail E. Martin
15361 78th Place North
Loxahatchee, Florida 33470

ARTICLE EIGHT

MANAGEMENT OF CORPORATE AFFAIRS

(a) Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be ^{three;} provided, however, that such number may be changed by a bylaw duly adopted by the directors, but shall never be fewer than ^{three.} The manner in which directors are elected or appointed is as stated in Article III of the Bylaws of the Corporation.

The directors named herein as the first board of directors shall hold office until their successors are elected and have qualified, or until their death, resignation or removal.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation and bylaws of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such first members of the board of directors are as follows:

Gail E. Martin
15361 78th Place North
Loxahatchee, Florida 33470

David B. Notestine
15361 78th Place North
Loxahatchee, Florida 33470

Matthew Bond, DVM
785 Juniper Place
Wellington, Florida 33414

(b) Corporate Officers: The officers of the corporation shall be a President, a Secretary and a Treasurer, and such other officers as the bylaws of this corporation may authorize the trustees to elect from time to time. The names of the persons who are to serve as officers of the corporation until their successors are duly elected and qualified are:

Gail E. Martin, President

David B. Notestine, Secretary/Treasurer

ARTICLE NINE

BYLAWS

Subject to the limitations contained in the bylaws, and any limitations set forth in the Corporations Not for Profit law of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth therefor in the bylaws.

ARTICLE TEN

DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to religious, educational and charitable purposes and no part of the net income or asset of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual, 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 Three.

ARTICLE ELEVEN

DISTRIBUTION OF ASSETS

Upon the dissolution or winding up of this corporation, its assets remaining after payment or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for religious or charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

ARTICLE TWELVE

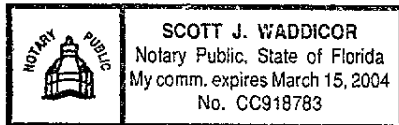
AMENDMENT OF ARTICLES

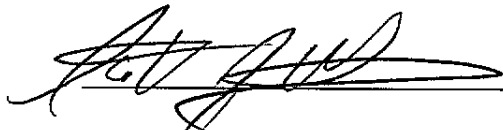
Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors, and Amendments may be adopted by the vote to two-thirds of a quorum of directors of the corporation.

STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that before me the undersigned authority, duly authorized to take acknowledgments and administer oaths personally appeared GAIL **E** MARTIN, who is known to me to be the person who made and subscribed to the foregoing Articles of Incorporation, and certified and acknowledged that she made and executed said certificate for the use and purposes therein expressed.

WITNESS my hand and official seal this 21st day of August, 2002.



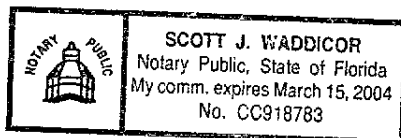


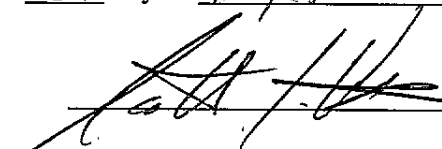
Notary Public - State of Florida
Commission No.: CC 918783
My commission expires: March 15, 2004

STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that before me the undersigned authority, duly authorized to take acknowledgments and administer oaths personally appeared DAVID B. NOTESTINE, who is known to me to be the person who made and subscribed to the foregoing Articles of Incorporation, and certified and acknowledged that he made and executed said certificate for the use and purposes therein expressed.

WITNESS my hand and official seal this 21st day of August, 2002.





Notary Public - State of Florida
Commission No.: CC 918783
My commission expires: March 15, 2004

IN WITNESS WHEREOF, we, the undersigned being each and all of the original subscribers
hereinbefore mentioned for the purpose of forming a corporation under the laws of the State of
Florida do make, subscribe, acknowledge and file the foregoing Articles of Incorporation, hereby
(jointly and severally) certifying that the facts therein stated are true, and hereby respectively and
accordingly set our hands and seals at Loxahatchee, Florida, this 21st day of
August, 2002.

Having been named as registered agent to accept service of process for the above stated
corporation at the place designated in these articles, I am familiar with and accept the
appointment as registered agent and agree to act in this capacity.

Gail E. Martin
GAIL E. MARTIN /President/Registered Agent

David B. Notestine
DAVID B. NOTESTINE /Secretary/Treasurer

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