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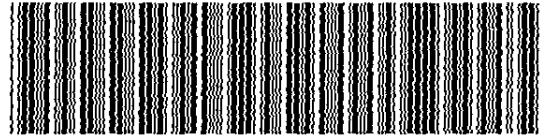
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Bm 6/5

# CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301  
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

TLC Primate Preheat inc

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- ☒ Art of Inc. File \_\_\_\_\_
- \_\_\_\_\_ LTD Partnership File \_\_\_\_\_
- \_\_\_\_\_ Foreign Corp. File \_\_\_\_\_
- \_\_\_\_\_ L.C. File \_\_\_\_\_
- \_\_\_\_\_ Fictitious Name File \_\_\_\_\_
- \_\_\_\_\_ Trade/Service Mark \_\_\_\_\_
- \_\_\_\_\_ Merger File \_\_\_\_\_
- \_\_\_\_\_ Art. of Amend. File \_\_\_\_\_
- \_\_\_\_\_ RA Resignation \_\_\_\_\_
- \_\_\_\_\_ Dissolution / Withdrawal \_\_\_\_\_
- \_\_\_\_\_ Annual Report / Reinstatement \_\_\_\_\_
- \_\_\_\_\_ Cert. Copy \_\_\_\_\_
- \_\_\_\_\_ Photo Copy \_\_\_\_\_
- \_\_\_\_\_ Certificate of Good Standing \_\_\_\_\_
- \_\_\_\_\_ Certificate of Status \_\_\_\_\_
- \_\_\_\_\_ Certificate of Fictitious Name \_\_\_\_\_
- \_\_\_\_\_ Corp Record Search \_\_\_\_\_
- \_\_\_\_\_ Officer Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Search \_\_\_\_\_
- \_\_\_\_\_ Fictitious Owner Search \_\_\_\_\_
- \_\_\_\_\_ Vehicle Search \_\_\_\_\_
- \_\_\_\_\_ Driving Record \_\_\_\_\_
- \_\_\_\_\_ UCC 1 or 3 File \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Search \_\_\_\_\_
- \_\_\_\_\_ UCC 11 Retrieval \_\_\_\_\_
- \_\_\_\_\_ Courier \_\_\_\_\_



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

June 4, 2003

CAPITAL CONNECTION, INC.

SUBJECT: T.L.C. PRIMATE RETREAT, INC.  
Ref. Number: W03000015960

RECEIVED  
03 JUN -5 AM 10:36  
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TALLAHASSEE, FLORIDA

We have received your document for T.L.C. PRIMATE RETREAT, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Please list the officers titles in article VI.,

Please return the original and one copy of 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 (850) 245-6931.

Becky McKnight  
Document Specialist  
New Filings Section

Letter Number: 303A00034955

**RE-SUBMIT**  
PLEASE OBTAIN THE ORIGINAL  
FILE DATE

**ARTICLES OF INCORPORATION**

**OF**

**T.L.C. PRIMATE RETREAT, INC.  
(A Florida Corporation Not for Profit)**

FILED  
03 JUN -4 PM 12:48  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, acting as incorporator of T.L.C. PRIMATE RETREAT, INC., a corporation for charitable and philanthropic purposes, under the provisions of Chapter 617 of the Florida Statutes, do hereby adopt the following Articles of Incorporation for such corporation.

**ARTICLE I**

**Name**

The name of this corporation is T.L.C. PRIMATE RETREAT, INC.

**ARTICLE II**

**Purposes**

The Corporation is organized exclusively for charitable, religious, educational and scientific purposes, including for such purposes, the making of distributions to organizations under Section 501(C)(3) of the Internal Revenue Code (or the corresponding section of any future Federal Tax Code). No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Section 501(c)(3) purposes. No substantial part of the activities of the corporations 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.

In particular, it is the intent and purpose of the primate retreat to operate a facility for the conservation, preservation and propagation of endangered, threatened or distressed primates which may have been abandoned, abused, disabled, ill or neglected. The retreat will provide a humane, healthy and safe environment for the care, treatment, conservation and enrichment of such primates and to educate the public on the humane treatment and care of primates.

Notwithstanding any other provisions herein, the corporation shall not carry on any activities not permitted to be carried on:

(a) By an organization exempt from federal income tax under Section 501(a) of the Internal Revenue Code of 1986 as an organization described in Section 501(c)(3) of such Code, or

(b) By an organization, contributions to which are deductible under Sections 170(c)(2), 2055(a)(2), or 2522(a)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

### ARTICLE III Qualification of Members

The membership of this corporation shall constitute all persons hereinafter named as subscribers and such other persons as, from time to time hereafter, may become members, in the manner provided in the Bylaws.

### ARTICLE IV Term of Existence

The existence of the corporation will commence upon the filing of these Articles with the Department of State of the State of Florida and shall continue thereafter in perpetually.

ARTICLE V

Subscriber

The name and residence of the subscriber to these Articles is:

Linda Loethen  
4841 Oak Acres Lane  
Fort Myers, FL 33905

ARTICLE VI

Officers

Section 1. The officers of the corporation shall be a President, a Secretary, and such other officers as may be provided in the Bylaws.

Section 2. The names and addresses of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

OFFICE

NAME

President

Linda Loethen  
4841 Oak Acres Lane  
Fort Myers, FL 33905

Vice President

James B. Loethen  
4841 Oak Acres Lane  
Fort Myers, FL 33905

Secretary

Barry DeNicola  
112 BonAire  
Barefoot Beach, FL 34134

Treasurer

Angela Moore  
4101 Lake Ned Circle  
Winter Haven, FL 33884

Section 3. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the Bylaws.

ARTICLE VII

Board of Directors

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have five directors initially, who shall be elected annually

unless changed by the Bylaws. The number of directors may be increased from time to time, by the Bylaws, but shall never be less than three.

Section 2. The Board of Directors shall be members of the corporation.

Section 3. Members of the Board of Directors shall be elected and hold office in accordance with the Bylaws.

Section 4. 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:

| <u>NAME</u>      | <u>ADDRESS</u>                                 |
|------------------|--|
| Linda Loethen    | 4841 Oak Acres Lane<br>Fort Myers, FL 33905    |
| James B. Loethen | 4841 Oak Acres Lane<br>Fort Myers, FL 33905    |
| Barry DeNicola   | 112 BonAire<br>Barefoot Beach, FL 34134        |
| Angela Moore     | 4101 Lake Ned Circle<br>Winter Haven, FL 33884 |

#### ARTICLE VIII Bylaws

Section 1. The Board of Directors of this corporation may provide such Bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Section 2. Upon proper notice, the Bylaws may be amended, altered or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

ARTICLE IX  
Amendments

Section 1. These Articles of Incorporation may be amended at a special meeting of the membership called for that purpose, by at least a majority of a quorum of voting members present to vote.

Section 2. Amendments may also be made at a regular meeting of the membership upon notice given, as provided by the Bylaws, of intention to submit such amendments.

ARTICLE X  
Location

The location of this corporation shall be at 4841 Oak Acres Lane, in the City of Fort Myers, County of Lee, State of Florida, the mailing address shall be the same.

ARTICLE XI  
Nonprofit Status

Section 1. No part of the net earnings of the corporation shall inure to the benefit of any individual or member.

Section 2. The corporation shall not carry on propaganda, or otherwise act to influence legislation.

ARTICLE XII  
Dues

The amount of the yearly dues payable by members shall be such amount as may be determined from time to time by the Board of Directors.



ARTICLE XIII  
Powers

In order to promote the purposes of this corporation, it may acquire property by grant, gift, purchase, devise or bequest, and hold and dispose of such property as the corporation shall require for the benefit of the members and not for pecuniary profit.

ARTICLE XIV  
Meetings

Section 1. The annual meeting for the election of members of the Board of Directors shall be held as may be provided in the Bylaws.

Section 2. The corporation may provide in its Bylaws for the holding of additional regular meetings and any special meetings, and shall provide notice of all such meetings.

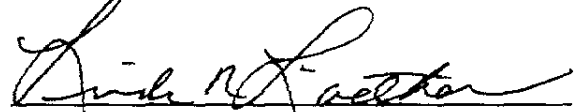
ARTICLE XV  
Distribution of Assets upon Dissolution

No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this corporation and upon dissolution of this organization, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under applicable provisions of the Internal Revenue Code, or to the Federal government, or to a State or local government, for a public purpose, and none of the assets will be distributed to any member, officer or trustee of this corporation.

ARTICLE XVI

The street address of the initial registered office of this corporation is 4841 Oak Acres Lane, Fort Myers, Florida 33905, and the name of the initial registered agent of this corporation at that address is LINDA LOETHEN.


IN WITNESS WHEREOF, I, the undersigned subscribing incorporator, have hereunto set our hands and seals this \_\_\_\_ day of \_\_\_\_\_, 2003, for the purpose of forming this corporation not for profit under laws of the State of Florida.

  
LINDA LOETHEN, President

STATE OF FLORIDA   )  
COUNTY OF LEE       )

Before me, a Notary Public duly authorized in the state and county named above to take acknowledgments, personally appeared LINDA LOETHEN, to me known to be the person described as subscriber in and who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed and subscribed to these Articles of Incorporation.

Witness my hand and official seal in the County and State named above this \_\_\_\_ day of May 29, 2003.

  
\_\_\_\_\_, Notary Public  
My Commission Expires: May 9, 2007



Melody D MacArty  
My Commission DD191120  
Expires May 09, 2007

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance, with said Act:

First--That T.L.C. PRIMATE RETREAT, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at City of Fort Myers, County of Lee, State of Florida, has named LINDA LOETHEN, located at 4841 Oak Acres Lane, City of Fort Myers, County of Lee, State of Florida, as its agent to accept service of process within this State.

ACKNOWLEDGMENTS:

Having been named to accept service of process for the above-stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

BY:   
LINDA LOETHEN, Registered Agent

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03 JUN -4 PM 12:48  
SECRETARY OF STATE  
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