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FLORIDA NON-PROFIT CORPORATION

Save the Sanctuary, Inc.

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**ARTICLES OF INCORPORATION
OF
SAVE THE SANCTUARY, INC.,
A FLORIDA NOT FOR PROFIT CORPORATION**

The undersigned hereby organizes a not for profit corporation under the provisions of the Florida Not For Profit Corporation Act, and pursuant to the following Articles of Incorporation:

ARTICLE 1

Name

The name of this corporation is:

Save the Sanctuary, Inc.

(hereafter the "Corporation").

ARTICLE 2

Principal Office and Mailing Address

The address of the principal office and the mailing address of the Corporation is 1310 Pomelo Avenue, Sarasota, Florida 34239.

ARTICLE 3

Purpose

The purposes for which the Corporation is organized are exclusively religious, charitable, scientific, literary, or educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law.

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ARTICLE 4
Board of Directors

The Corporation shall have four (4) directors initially. The number of directors may be either increased or decreased from time to time in the manner provided in the bylaws, but shall never be less than three (3). The manner in which the directors will be elected shall be as stated in the bylaws. The names and addresses of the initial directors of the Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
David Kidd	1310 Pomelo Avenue Sarasota, Florida 34239
Karen Bigner	1310 Pomelo Avenue Sarasota, Florida 34239
Judy Molner	1310 Pomelo Avenue Sarasota, Florida 34239
Roy Gulliford	1310 Pomelo Avenue Sarasota, Florida 34239

ARTICLE 5
Powers

The Corporation shall have all of the powers given to a not for profit corporation by the Florida Statutes, to the extent consistent with these Articles of Incorporation. Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue law.

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ARTICLE 6
Incorporator

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

<u>Name</u>	<u>Address</u>
Charles A. Carlson	601 Bayshore Boulevard, Ste. 700 Tampa, Florida 33606

ARTICLE 7
Initial Registered Office and Agent

The initial registered office of the Corporation shall be 601 Bayshore Boulevard, Ste. 700, Tampa, Florida 33606. The initial registered agent at such address shall be Charles A. Carlson.

ARTICLE 8
Duration

The Corporation shall have perpetual existence, commencing upon filing of these Articles of Incorporation.

ARTICLE 9
Indemnification

The Corporation shall indemnify any officer or director, or any former officer or director, to the fullest extent permitted by law.

ARTICLE 10
Bylaws

The initial Board of Directors shall adopt initial Bylaws of the Corporation. The power to alter, amend or repeal the Bylaws, or to adopt new Bylaws, shall be vested in the directors of the Corporation.

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ARTICLE 11
Distribution of Assets

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, trustees, 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 its exempt purposes.

ARTICLE 12
Distribution of Assets Upon Liquidation

Upon the dissolution of the Corporation, its assets shall be distributed to one or more exempt organizations described in sections 170(c)(2), 2055(a) and 2522(a) of the Internal Revenue Code, and selected by the Board of Directors in its sole discretion; provided, however, such organization's purposes shall be similar to the purposes recited in of Article 3. Any such assets 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 exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or to such organization or organizations as the court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE 13
Amendment to Articles

These Articles of Incorporation may be amended by the Board of Directors of the Corporation.

* * * *

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IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8th day of March, 2004, and acknowledges that he is familiar with, and accepts, the obligations of registered agent of the Corporation.



CHARLES A. CARLSON, Incorporator and
Registered Agent

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