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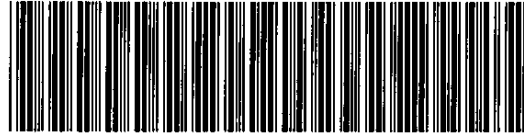
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**ARTICLES OF INCORPORATION
OF
Wild Panda Corp
A Florida "Not for Profit" Corporation**

The undersigned, acting as incorporator of a corporation under Chapter 617 of Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I – NAME OF CORPORATION: The name of the corporation shall be: Wild Panda Corp.

ARTICLE II – PRINCIPAL OFFICE: The principal place of business and mailing address of this corporation shall be: 4830 NW 43rd Street #P-250, Gainesville Florida, 32606-4490

ARTICLE III – PURPOSE:

1. The purposes for which this corporation is formed are exclusively charitable, educational and scientific and consist of the following:
 - 1.1. Generally, to organize, create, promote and distribute educational, reference, entertainment and communication resources, while supporting the right to privacy in the pursuit of knowledge and self-betterment;
 - 1.2. To advance education, literacy and individual research, lessening the burdens of government through creating, promoting or facilitating access to online reference and reading materials;
 - 1.3. To lessen neighborhood tensions, eliminate prejudice, eliminate discrimination, combat community deterioration and combat juvenile delinquency by creating, promoting or providing access to educational, recreational and communication resources that foster a greater awareness of, respect for, and connectedness to others in the global community;
 - 1.4. To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, educational or scientific purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation;
 - 1.5. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies; and
 - 1.6. To conduct its educational activities in any state or territory of the United States, or in any foreign country, in conformity with the laws of such state, territory, or country.
2. All of the foregoing purposes shall be exercised exclusively charitable and educational purposes in such a manner that the Corporation will qualify as an exempt organization under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

2.1. 501(c)(3) Limitations:

- 2.1.1. **Corporate Purposes:** Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal and state income tax under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.
- 2.1.2. **Exclusivity:** The Corporation is organized exclusively for charitable and educational purposes.

- 2.1.3. No Private Inurement:** The Corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers, or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual.
- 2.1.4. Lobbying And Political Campaigns:** No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.
- 2.1.5. Dissolution:** Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes. If the Corporation holds any assets in trust, such assets shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation.

ARTICLE IV – MANNER OF ELECTION: The Board of Directors shall consist of the Officers, plus non-officer members of the Board of Directors, the number thereof to be determined from time to time by resolution of the Board of Directors. The Directors shall serve indefinite terms until they resign or are removed in accordance with the bylaws. Any vacancies on the Board of Directors shall be filled by a majority vote of the remaining Directors.

ARTICLE V – INITIAL DIRECTORS AND/OR OFFICERS: The initial Directors shall be the original Officers, as appointed by the Incorporator.

ARTICLE VI – INITIAL REGISTERED AGENT AND STREET ADDRESS: The name of the registered agent of the corporation is Paula Taylor. The address of this registered agent is 4830 NW 43rd Street #P-250, Gainesville Florida, 32606-4490.

ARTICLE VII – INCORPORATOR: The name and address of the incorporator is: Paula Taylor, 4830 NW 43rd Street #P-250, Gainesville Florida, 32606-4490.

ARTICLE VIII – INDEMNIFICATION

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him (or by his heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding, or in connection with any appearance therein, except in relation to matters as to which it shall be adjudged in such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

EXECUTION

These Articles of Incorporation are hereby executed by the incorporator on this 20th day of July, 2006.

Paula Taylor
Paula Taylor, Incorporator

STATE OF FLORIDA
COUNTY OF ALACHUA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Paula Taylor who is either personally known to me or who produced a valid Florida Driver's license, executed the foregoing instrument as incorporator (or the agent of the incorporator) and acknowledged before me that he or she executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 20 day of July, 2006.

Cathy Bishop
NOTARY PUBLIC STATE OF FLORIDA
My Commission Expires: May 19, 2008



**REGISTERED AGENT'S
ACCEPTANCE OF APPOINTMENT**

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

Paula Taylor
Signature/Registered Agent, Incorporator

July 20, 2006
Date

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