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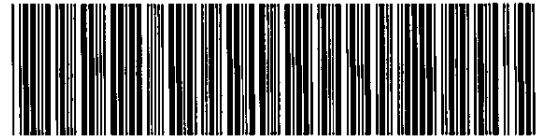
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TALLAHASSEE, FLORIDA

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TAMARA VAUGHN, ESQ.

Attorney at Law

1133 Bal Harbor Blvd.

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Punta Gorda, Florida 33950

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Facsimile: (941) 505-1102

July 5, 2017

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

Re: Little Bear Sanctuary, Inc.

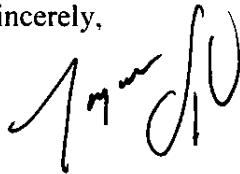
To Whom It May Concern:

Enclosed please find for filing the articles of incorporation for a not for profit corporation. Also enclosed is a check in the amount of \$87.50 for the filing fee, certified copy and a certificate of status.

Please forward the certified copy of the articles and the certificate of status to this office at your earliest convenience I appreciate your assistance in this matter.

If you have any questions or comments, please do not hesitate to contact me.

Sincerely,

A handwritten signature in black ink, appearing to read 'Tamara Vaughn', with a stylized flourish at the end.

Tamara Vaughn

ARTICLES OF INCORPORATION

FOR

Little Bear Sanctuary, Inc.

(a corporation not for profit)

501 (c)(3)

We, the undersigned, hereby associate ourselves for the purpose of becoming incorporated as a nonprofit corporation under the laws of the State of Florida and we do hereby subscribe to and adopt the following articles of incorporation:

ARTICLE I

NAME AND MAILING ADDRESS

The name of this corporation is

Little Bear Sanctuary, Inc.

and its mailing address shall be 4440 Lagg Avenue, Fort Myers, FL 33901.

ARTICLE II

DURATION

This corporation shall exist perpetually unless dissolved according to law.

ARTICLE III

PURPOSES

The purposes for which this corporation is formed are exclusively charitable and educational and those within the authorization of Chapter 617, Fla. Stat. as well as within the meaning and exemption of I.R.C. Section 501 (c)(3) and include the following:

- A. To provide a permanent home for local farm animals that have been abandoned or can no longer be cared for by the owner in order to allow them to live out the remainder of their lives in a cruelty free environment.
- B. To organize, manage and maintain a coalition of educational opportunities and community outreach programs focusing on animal welfare and promoting a cruelty free and vegan lifestyle.

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STATE OF FLORIDA

- C. To provide education through internships for students in high school or college working towards, or interested in a degree in the animal industry.
- D. To provide public education on sustainable organic farming and the health benefits of a plant based diet.
- E. 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.
- F. 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.
- G. 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.

ARTICLE IV

INITIAL REGISTERED OFFICE AND INITIAL REGISTEREDS AGENT

The street address of the initial registered office of the corporation is

The name of the initial registered agent of the corporation is:

Christopher Vane

4440 Lagg Avenue

Fort Myers, FL 33901

ARTICLE V

SUBSCRIBERS

The name and residences of the subscribers to this certificate are:

Name:

Address:

Christopher Vane

4440 Lagg Avenue

Fort Myers, FL 33901

ARTICLE VI

OFFICERS

Section 1: The daily business affairs of this corporation shall be managed by the officers of this corporation. The officers shall be a president, vice-president, a secretary, a treasurer and such other offices as may be provided for in the Bylaws, all of whom shall be elected by the Board of Directors of the corporation at its annual meeting.

Section 2: Officers of this corporation shall be members of the Board of Directors.

Section 3: The names of the persons who are to serve as officers until the first election under these articles of incorporation are:

Office:	Name:
President	Christopher Vane
Vice President	Randall Sellers
Secretary	Kimberly Fawn Panzarella
Treasurer	Christopher Vane

ARTICLE VII

BOARD OF DIRECTORS

Section 1: This corporation shall have three initial directors. The number of directors may be changed from time to time by the Bylaws but may never be less than three.

Section 2: The directors shall be members of the corporation.

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

Section 4: The names and address of the initial Board of Directors, all of whom shall hold office until their successor are duly elected and qualified are:

Name:	Address:
Christopher Vane	4440 Lagg Avenue, Fort Myers, FL 33901
Randall Sellers	4440 Lagg Avenue, Fort Myers, FL 33901
Kimberly Fawn Panzarella	398 Rollstone Street Fitchburg, MA 01420

ARTICLE VIII

BYLAWS

The Board of Directors shall adopt such Bylaws for the conduct of its business and the carrying out of its purposes as it may deem necessary, and may from time to time, amend, alter or rescind the same by simple majority vote of those present at a board meeting called for that purpose, or at a regular board meeting upon notice given, except as otherwise provided herein.

ARTICLE IX

AMENDMENTS

These Articles of Incorporation may be amended by a two-thirds (2/3) vote of those present at a special meeting of the Board of Directors called for that purpose, or at a regular meeting of the Board of Directors upon notice given, as provided by the Bylaws, of intention to submit such amendments.

ARTICLE X

DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making adequate provisions for the payment of all the liabilities of the corporation, distribute all of the remaining assets of the corporation to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable, religious, educational and/or scientific purposes and which has established its exempt status under I.R.C. Section 501 (c)(3), or the corresponding provisions of any prior or future United State Revenue Code. Any corporate assets not so disposed of shall be disposed of by the circuit court of the county in which the principal office of the corporation is then located, exclusively for said purposes or to such organization or organizations as said court shall determine which are organized and operated exclusively for such purposes as this corporation is organized.

ARTICLE XI

INDEMNIFICATION

Every officer and director of this corporation shall be indemnified by the corporation against expenses and liabilities, including attorney's fees, reasonably incurred by or imposed on him or her in connection with a proceeding to which he or she is a party or in which he or she is involved because of being or having been an officer or director of this corporation, or a settlement of such proceeding whether or not he or she is a director or officer at the time the expenses are incurred, unless he or she is judged guilty of willful misfeasance or malfeasance in the performance of his or her duties; but if the settlement is made, the indemnification applies only when the board of Directors approves the settlement and reimbursement as being in the best interest of the corporation. The indemnification is in addition to and not exclusive of other rights to which the directors or officers are entitled.

ARTICLE XII
PROHIBITED ACTIVITIES

Section 1: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its 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 the purposes of this corporation.

Section 2: No substantial part of the activities of the corporation shall be 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 any candidate for public office.

Section 3: Other provisions of these Articles of Incorporation, notwithstanding, this corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under I.R.C. Section 501(c)(3) or by a corporation contributions to which are deductible under I.R.C. 170(c)(2) or the corresponding provisions of any future United State Internal Revenue Code.

Section 4.: "PRIVATE FOUNDATION" PROVISIONS: In the event this Corporation is considered to be a "Private Foundation" by the U. S. Internal Revenue Service under provisions of the United States Code the following provisions apply:

- a) The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- b) The Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- c) The Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- d) The Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- e) The Corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

IN WITNESS WHEREOF, we the undersigned, being each of the subscribers to these articles, have executed these articles of incorporation this 29 day of June 2017.

Signed, Sealed and Delivered in the Presence of:

Betty R Vaughn

Witness

Christopher Vane
Christopher Vane

Betty R Vaughn

Print Name

Tamara Vaughn

Witness

Tamara Vaughn

Print Name

STATE OF FLORIDA)

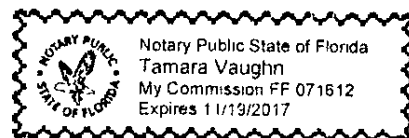
COUNTY OF CHARLOTTE)

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared Christopher Vane who is personally known to me as incorporator of ***Little Bear Sanctuary, INC.*** a Florida Corporation, and on behalf of the Corporation and acknowledged that he executed these Articles of Incorporation this 29 day of June 2017.

My Commission Expires:

Tamara Vaughn

Notary Public –Tamara Vaughn



**CERTIFICATE DESIGNATING A RESIDENT AGENT
AND REGISTERED OFFICE**

In compliance with Section 48.091 Fla. Stat. the following is submitted:

Little Bear Sanctuary, Inc. desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at 4440 Lagg Avenue, Fort Myers, FL 33901 has designated Christopher Vane whose address is 4440 Lagg Avenue, Fort Myers, FL 33901 as its agent to accept service of process within this state.

Little Bear Sanctuary, Inc.

ACCEPTANCE

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



Christopher Vane

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