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Montgomery Blair Sibley
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Miami, Florida 33146
(305) 962-0070

February 7, 1995

Secretary of State
Division of Corporation
P.O. Box 6327
Tallahassee, Florida 32314

Greetings:

Please find enclosed (i) the original and a copy of the articles of incorporation of "Conservation and Management International, N.A., Inc." and (ii) a check made payable to the Secretary of State in the amount of \$122.50.

Please send back to me the copy certified as filed in the enclosed envelope.

Very truly yours,

M. Blair Sibley

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****122.50 ****122.50

*N.P.
2/13/95
N95-717
2095-3345*

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called - left message -
no return call*

*2/14/95
Per Mr. Sibley, correct
RA's name in Art. VII.
BDB*

**ARTICLES OF INCORPORATION
FOR
CONSERVATION & MANAGEMENT INTERNATIONAL, N.A., INC.**

Articles of Incorporation of the undersigned, a citizen of the United States, desiring to form a Not For Profit Corporation under the Not For Profit Laws of the State of Florida, does hereby certify.

Article I

The name of the Corporation shall be "Conservation & Management International, N.A., Inc."

Article II

The place in this state where the principal office of the Corporation is to be located is: 1234 S. Dixie Hwy., #318, County of Dade, City of Coral Gables, Florida 33146

Article III

Said Corporation is organized exclusively for educational and scientific purposes, including, for such purposes, the making of distributions to organization that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. In particular, but expressly limited by any other provision of these articles, the Corporation is organized to:

1. Assist in the global implementation of the United Nations' Convention on International Trade in Endangered Species and Biodiversity Convention, and of other international agreements on the sustainable utilization of wildlife and natural resources;
2. Acquire and disseminate information on the problems related to the uses of flora and fauna resources and on alternatives to the generally accepted solutions to such problems, with a view to improve human life and conservation of these resources;
3. Develop specific national, regional and international projects aimed at the establishment of a factual information base needed for the informed sustainable management of populations and species, and their ecosystems, and for preserving biological diversity both in terrestrial and ocean environments;
4. Attract the necessary financial support for assisting governments and

organizations to implement multilateral agreements, disseminate balanced information on resource management, and for research projects related to management of populations and species.

Article IV

The names and addresses of the person who are the initial members of the Corporation are as follows:

Hector Botero	1234 S. Dixie Hwy , #318, Coral Gables, Fl. 33146
Francisco J. Palacio	1234 S. Dixie Hwy , #318, Coral Gables, Fl. 33146
Montgomery Blair Sibley	1234 S. Dixie Hwy , #318, Coral Gables, Fl. 33146

Article V

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, 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 distribution in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contribution to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article VI

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. 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 such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

Article VII

The method of election of directors shall be stated in the bylaws

Article VIII

The street address of the Corporation's initial registered office is 1234 S Dixie Hwy , #318, Coral Gables, Florida, 33146 and the name of the initial registered agent at that address is ~~Montgomery~~ Blair Sibley

Article IX

The name of the incorporator is M. Blair Sibley, whose address is 1234 S Dixie Hwy , #318, Coral Gables, Florida 33146

M. Blair Sibley
M. Blair Sibley
Incorporator
Dated: 2/6/95

FILED
1995 FEB 10 11 04 AM

**CERTIFICATE DESIGNATING RESIDENT AGENT AND
FOR SERVICE OF PROCESS**

Pursuant to F S 48 091 and 617 023 the following is submitted, in compliance with these laws

That Conservation & Management International, N A, Inc desiring to organize as a nonprofit corporation under the laws of the State of Florida, with its principal office in the City of Miami, County of Dade Florida, has named M. Blair Sibley, located at 1234 S Dixie Hwy, #318, City of Coral Gables, County of Dade, Florida, 33146, as its agent to accept service of process within this state.

ACCEPTANCE OF APPOINTMENT

Having been named to accept service of process for the nonprofit corporation named above, at the place designated in the certificate, I agree to act in this capacity, and agree to comply with the statutory provisions relative to the maintenance of an office

By: M. Blair Sibley
M. Blair Sibley

FDL 5140-542-36-27-1-0

STATE OF FLORIDA)

) SS:

COUNTY OF DADE)

THE FOREGOING instrument was sworn to and subscribed before me this 7th day of February, 1995 by Montgomery Blair Sibley

Rosa Moreno (SEAL)
Notary Public

Personally Known _____ or Produced Identification, Type of Identification Produced
FL DRIVER LIC

