

N96000003468  
THE SARASOTA BRADENTON CHILDREN'S Zoo



TRANSMITTAL LETTER

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-07/08/96--01039--022  
\*\*\*\*122.50 \*\*\*\*122.50

DATE: June 18, 1996

TO: Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

(904) 487-6052

Att Sheldon Bream

SUBJECT:

*Sarasota*  
~~Sarasota~~

The ~~Sarasota~~ Bradenton Children's Zoo, Inc.  
A Florida Non-Profit Corporation

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(Proposed Full Corporate Name)

Enclosed is an original and one(1) copy of the Articles of Incorporation of The Sarasota Bradenton Children's Zoo - A Florida Non-Profit Corporation, and a check for: \$70.00

FROM: Laura Jane Stewart-Hines  
7512 N. Tamiami Trail  
Sarasota, Florida 34243

Daytime telephone: (941) 359-0601

## ARTICLES OF INCORPORATION

## ARTICLE 1

## ARTICLE 11.

### ARTICLE III

The Sarasota Bradenton Children's Zoo, A Florida Non-Profit Corporation, hereafter referred to as the Corporation, a non-profit corporation, is organized promote harmony between people and the natural environment. As such, its seeks to establish and maintain a home for wildlife in need and an educational center which balance the needs of people and the needs of and animal systems in which people live. The Corporation's purposes are charitable, rehabilitative, educational, scientific, and zoological. Its mission is to thoughtfully educate youth as to the needs, and habits of wildlife, protect and rehabilitate wild animals and, whenever possible, return them to the wild. The Corporation maintains a strong commitment to conservation, education, the saving of threatened species and ecosystems and the land and waters they need to survive.

#### ARTICLE IV

##### Manner of election of Directors

The manner in which the directors are elected or appointed is as follows:

For the purposes of this document Directors shall be defined as Trustees and the Board of Directors shall be held as synonymous with Board of Trustees. The number of persons on the Board of Directors of The Gulf Coast Sanctuary - A Florida Non-Profit Corporation, shall be a minimum of three and a maximum of eleven and always an odd number. Membership to the Board of Directors (Trustees) shall be for a minimum of two years. Elections to the Board of Directors (Trustees) shall be held every two years on the first Saturday of January, unless otherwise decided by a two-thirds majority of the Board. At an election of Directors (Trustees), every general member who, in the opinion of the Board, has shown commitment to the Corporation's goals through financial contribution, physically or educational effort or in another substantial manners for a period of two years will be entitled to one vote, in person or in proxy for as many slots as there are Directors (Trustees) to be elected. All nominations from the general membership will be placed in nomination and the candidate(s) receiving the most votes will fill the Board's vacancy(ies). If the number of votes tie for two or more candidates for the last slot vacant, selection for that slot will be by lot. Decisions of administration will be made by the Board by a simple majority vote. Decisions of policy will require a two-thirds vote.

Members of the Board of Directors (Trustees) shall meet all qualifications for general membership in the Corporation. If a Board Member resigns or is disqualified from general membership, his/her membership on the Board will likewise terminate concurrently, provided that should the number of Directors (Trustees) ever fall below the number required by law, a new Director (Trustee) shall be immediately appointed by the remaining members of the Board to serve until confirmed or replaced at the next general meeting.

## ARTICLE V

### Limitations of corporate powers

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, but further limited as follows:

- 1) The Corporation shall not have the power to allow compensation to any member of the board of Directors (Trustees) beyond the token sum of twenty five dollars (\$25.00) in addition to expenses incurred by any member in behalf of the Corporation.
- 2) The Corporation shall not have the power to issue bonds, notes, or other obligations and secure any of its obligations by mortgage or pledge of its property, franchises or income.
- 3) The Corporation shall not have the power to alter the common corporate seal or logo which shall always contain the words "corporation not for profit" without unanimous consent of the Board of Directors.
- 4) The Corporation shall not have the power to make loans of any nature to its Directors (Trustees), officers or employees or to any other firms, corporations, associations or entities in which one or more of its directors, officers or employees holds any financial interest.
- 5) Officers and Directors (Trustees) of the Corporation shall not be personally or communally liable for monetary or other damages to any person, jurisdiction or entity for any statement, vote, decision, action, or failure to take an action regarding organizational management, policy or action of the Corporation.

## ARTICLE VI

The name and the street address of the initial registered agent is:

Laura Jane Stewart-Hines  
7512 N. Tamiami Tr.  
Sarasota, Florida 34234

ARTICLE VII

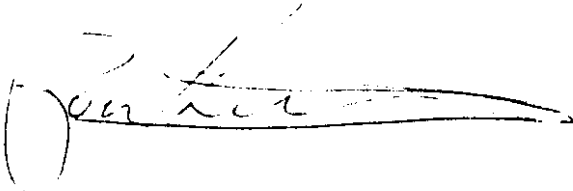
The names and street addresses of the incorporators for these Articles of Incorporation are:

Ronald Steven Hines DVM PhD  
3010 47th Street  
Sarasota, Florida 34234

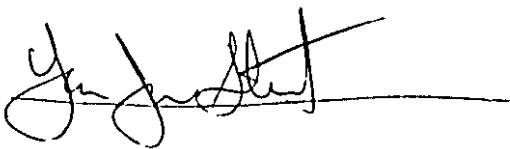
Laura Jane Stewart MS  
7512 N. Tamiami Tr. Sarasota, Florida 34243

The undersigned incorporators have executed these articles of incorporation this 18th day of June 1996.

Signatures of Incorporators:



Ronald Steven Hines DVM PhD  
Typed name of incorporator signing



Laura Jane Stewart MS  
Typed name of incorporator signing

STATE OF FLORIDA  
COUNTY OF Manatee

The foregoing instrument was acknowledged before me this June 18, 1996 (date) by Ronald Steven Hines, who is personally known to me or who has produced \_\_\_\_\_ as identification.

Notary Public, Commission No. CC386036



LORRAINE M. LITTLE  
MY COMMISSION # CC386036 EXPIRES  
JUNE 22, 1998  
BONDED THRU TROY FAIR INSURANCE INC

(Seal Above)



Name of Notary

CERTIFICATE OF DESIGNATION REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statute, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

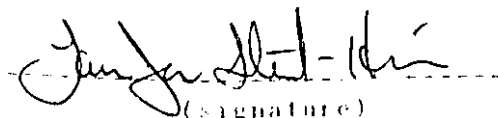
1. The name of the corporation is:

The Sarasota Bradenton Children's Zoo, Inc.  
A Florida Non-Profit Corporation

2. The name and address of the registered agent and office is:

Laura Jane Stewart-Hines  
7512 N. Tamiami Trail  
Sarasota, Florida 34243

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.

  
(signature)

6/18/96  
(date)

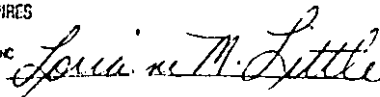
STATE OF FLORIDA  
COUNTY OF Manatee

The foregoing instrument was acknowledged before me this June 18th, 1996 (date) by Laura Jane Stewart-Hines who is personally known to me or who has produced \_\_\_\_\_ as identification.

Notary Public, Commission No. CC386036



LORRAINE M. LITTLE  
MY COMMISSION # CC386036 EXPIRES  
JUNE 22, 1998  
BONDED THRU TROY FAIR INSURANCE INC.  
(Seal Above)



Name of Notary