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TRANSMITTAL LETTER

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

EFFECTIVE DATE
4-7-99


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-04/12/99--01053--018
*****78.75 *****78.75

Subject: Wildlife Encounters, Incorporated

Enclosed is an original and one copy of the Articles of Incorporation for Wildlife Encounters, Incorporated. A check for \$78.75 is enclosed to cover the Nonprofit Corporation filing fee (\$35.00), Certified Copy (\$8.75), and Designation of Registered Agent (\$35.00).

If possible please expedite these Articles of Incorporation, it would be greatly appreciated. If you have any question please call me at (407) 723-5378.

Sincerely,



Louis E. Gunther Jr.
Director

Wildlife Encounters, Incorporated
P.O. Box 100855
Palm Bay, Florida 32910

FILED
99 APR 12 AM 9:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE
4-7-99

ARTICLES OF INCORPORATION (Nonprofit)

The undersigned, acting as Incorporators of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I Name

The name of the corporation shall be : Wildlife Encounters, Incorporated

ARTICLE II Principal place of business and mailing address

The principal place of business is: 906 Cherokee Road SE
Palm Bay, Florida 32909

The mailing address of the business is: P.O. Box 100855
Palm Bay, Florida 32910

ARTICLE III Purpose

The specific purpose for which the corporation is organized is to present educational programs, establish a rehabilitation facility for exotic animals, train future professionals in the care and handling of exotic animals, and establish captive breeding programs.

The purpose for which the Corporation is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of 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 Manner of appointment

The manner of election or appointment as Director to the corporation is as follows:

Louis E. Gunther Jr. is one of the three Founding Directors and is appointed for an initial term of one year. Future terms and any use of corporate power is to be determined by the corporation by-laws.

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Cindy M. Lankford is one of the three Founding Directors and is appointed for an initial term of one year. Future terms and any use of corporate power is to be determined by the corporation by-laws.

Frank Parise is one of the three Founding Directors and is appointed for an initial term of one year. Future terms and any use of corporate power is to be determined by the corporation by-laws.

ARTICLE V Limitation of corporate powers

There are no provisions in these Articles of Incorporation which limit corporate powers as authorized under section 617.0302, Florida Statutes. 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 or corresponding provision of any future United States Internal Revenue law.

ARTICLE VI Initial registered agent and street address

A Certificate of Designation of Registered Agent/Registered office is being filed pursuant to the provisions of section 617.0501, Florida Statutes. The name and address of the initial registered agent is as follows:

Name: Louis E. Gunther Jr.
Address: 906 Cherokee Road SE
Palm Bay, Florida 32909

ARTICLE VII Incorporators

The names and street addresses of the Incorporators for these articles of incorporation are:

Louis E. Gunther Jr.
906 Cherokee Road SE
Palm Bay, Florida 32909


Cindy M. Lankford
906 Cherokee Road SE
Palm Bay, Florida 32909

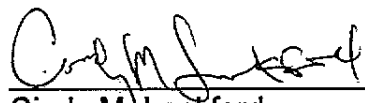
ARTICLE VIII

Upon the dissolution of the corporation, as determined by the corporation by-laws, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or 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 the Court of Common Pleas 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.

Pursuant to section 617.0302, Florida Statutes the effective date for these Articles of Incorporation is April 7, 1999.

The undersigned Incorporators have executed these Articles of Incorporation the 7th day of April 1999.



Louis E. Gunther Jr.
906 Cherokee Road SE
Palm Bay, Florida 32909

Cindy M. Lankford
906 Cherokee Road SE
Palm Bay, Florida 32909

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, 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: Wildlife Encounters, Incorporated
- 2.) The name and address of the registered agent and office is:

Louis E. Gunther Jr.
906 Cherokee Road SE
Palm Bay, Florida 32909

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in the 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 I am familiar with and accept the obligations of my position as registered agent.


Louis E. Gunther Jr.

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