N99000003419 ACCUWRITE BUSINESS GROUP, INC.

dba Accuwrite Accounting Services

Mary Ann Carlson, E.A., C.T.P.

Telephone (904) 262-7034 Fax (904) 262-1226

2955 Hartley Road, Suite 204 Jacksonville, FL 32257

May 26, 1999

Division of corporation State of Florida Tallahassee, Fl.

Re: Articles for

Camp Critter Rescue Foundation, Inc.

Gentlemen:

We are enclosing Articles for the above referenced organization,.

Please find check enclosed for \$ 87.50, registration of articles fee, certification of articles letter fee and letter stating corporation is in good standing fee.

If you have any questions, please contact me at the above numbers.

Regards,,

Mary Ann Carlson, E.A., C.T.P.

President

MAC\ddc

Enclosure: Articles

Ck \$ 87.50

Kaven Hiers GAVE

AUTHORIZATION BY PHONE TO

CORRECT_Name

DATE______

DOC. EXAM.

800002889558--1 -05/28/99--01061--012 *****87.50 ******87.50

FILED

99 MAY 28 PM 3: 07

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

De 4/3

ARTICLES OF INCORPORATION

OF

CAMP CRITTER RESCUE FOUNDATION, INC.

FILED 99 MAY 28 PM 3: 08 SECRETARY OF STATE TALLAHASSEE, FLORIDA

The undersigned does hereby make, subscribe, acknowledge, adopts and files these Articles of Incorporation, for the purpose of forming a corporation under the Florida Not For Profit corporation act..

ARTICLE 1 - NAME

The name of this corporation shall be:

CAMP CRITTER RESCUE FOUNDATION, INC.

ARTICLE 2 - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

2877 Forbes Street Jacksonville, Fl. 32205

ARTICLE 3- PURPOSE

The corporation is organized for the purpose of transacting any or all lawful business for which corporations may be incorporated under Chapter 617, Florida Statutes, as now exists or may hereafter be amended. The corporation's purpose for organizing is to rescue and rehabilitate stray and indigent animals, to provide basic medical care and adoption within the community.

ARTICLE 4: TERM OF EXISTENCE

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE 5: INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 2877 Forbes Street, Jacksonville, Fl. 32205 Name of the initial registered agent of this corporation at that address is Susan M. Towler.

ARTICLE 6: BOARD OF DIRECTORS - MANNER OF ELECTION

The manner by which the Board is elected or appointed is: they are selected on the basis of outstanding achievement in their careers, broad experience, wisdom, integrity, understanding of business environment, willingness to devote adequate time to Board duties and ability to make independent, analytical inquires. The Board is committed to diversified membership. The Board does not discriminate on the basis of race, color, national origin, gender, religion or disability in selections. The Corporation By-Laws will reflect the manner in which the board is elected.

The name and address of the initial Board of the corporation are:

NAME: Susan M. Tower

NAME: Shirlee Karobeinick 2877 Forbes St.

4000-27 St. Johns Ave. Ste 62 Jacksonville, Fl. 32205

—Jacksonville, Fl. 32205

NAME: John Small 2877 Forbes St.

Jacksonville, FL. 32205

ARTICLE 7: INCORPORATOR

The name and address of the INCORPORATOR of this Corporation is as follows: Susan M. Towler, 4000-27 St. Johns Ave., Ste. 62, Jacksonville, Fl. 32205

Susan M. Towler, INCORFORATOR

STATE OF FLORIDA

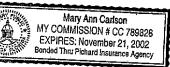
COUNTY OF DUVAL

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above personally appeared Susan M. Towler, know to be and known by me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that he executed those Articles of Incorporation, IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this ______ day

of 11 2 1999.

Notary Public, In and For the State of Florida

Commission Expires:



CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR DOMICILE FOR SERVICE OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Section 48.091 and 607.034, Florida Statutes, the following is submitted:

Camp Critter Rescue Foundation, Inc.
FIRST, that desiring to organize or quality under the laws of the State of Florida, with its principle place of business at 2877 Forbes St., Jacksonville, Fl. 32205 named Susan M. Towler as its agent to accept service of process within Florida. Dated this day of 1999.

Susan M. Towler

SECOND, that having been named to accept service of process for the above named Corporation, at the place designated in this certificate, I hereby agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

moonin Touler

Susan M. Towler Registered Agent