

Charter Number Only

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VALIDATION ONLY

Requestor's Name Douglas H. McArthur  
Address 1000 Ponce de Leon Blvd. 207  
Coral Gables, FL  
City State ZIP Phone

445-2655

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

CORPORATION(S) NAME

CAMEL TRACKS, INC.



Empire Toll Free: 1-800-432-3028

RECEIVED  
01 FEB -6 AM 9:54  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

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| <input type="checkbox"/> NonProfit                 | <input type="checkbox"/> Foreign            | <input type="checkbox"/> Mark                       |
| <input type="checkbox"/> Limited Partnership       | <input type="checkbox"/> Dissolution        | <input type="checkbox"/> Other                      |
| <input type="checkbox"/> Reinstatement             | <input type="checkbox"/> Annual Report      | <input type="checkbox"/> Change of Registered Agent |
| <input type="checkbox"/> Reservation               | <input type="checkbox"/> Photo Copies       | <input type="checkbox"/> Certificate Under Seal     |
| <input checked="" type="checkbox"/> Certified Copy | <input type="checkbox"/> Call When Ready    | <input type="checkbox"/> After 4:30                 |
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certified copy

**ARTICLES OF INCORPORATION  
OF  
CAMEL TRACKS, INC.**

**A FLORIDA CORPORATION FOR PROFIT**

**FILED**  
01 FEB - 6 PM 12:21  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned incorporators, all being natural persons competent to contract, hereby sign and deliver these Articles of Incorporation in order to form a corporation for profit under the laws of the State of Florida.

**Article 1 Name:** The name of the corporation is CAMEL TRACKS, <sup>INC.</sup> and its principal address for the conduct of business is: 1511 Ave. G NE, Winterhaven, Florida. The Board of Directors may from time to time move the principal office to any other address in the State of Florida.

**Article 2 Duration:** The duration of the corporation is perpetual and the business of the corporation shall be carried on, coordinated, and conducted and managed by the officers of the corporation and a Board of Directors composed of three (3) or more members, which number may be altered from time to time by the By-Laws of this corporation within the limitations prescribed by law.

**Article 3 Purposes:** The purpose of the corporation is as follows:

A. This corporation is formed for the purpose of conducting Camel Rides at Miami Metro Zoo, Miami-Dade County, Florida, and for the purpose of meeting and greeting the general public and caring for and maintaining the camels which provide rides for the public

B. To exercise all rights and powers conferred by the State of Florida upon corporations for profit, to the extent that a corporation organized under Chapter 607 of the Florida Statutes may now or lawfully hereafter do, and for the accomplishment of any of the purposes or attaining any of the objectives enumerated in the Articles of Incorporation, or any amendment thereof, either as principal or agent, and either alone or in connection with any other firms, corporations and individuals, all and everything necessary, suitable, convenient, or proper for, or in connection with, or incident to any of the purposes or the attainment of any one or more of the objectives herein enumerated, or designed directly or indirectly to promote the interest of this corporation or to enhance the value of its property, and in general, to engage in and carry on any lawful business in any manner whatsoever not prohibited by law, whether or not the same be incident to or necessary for the accomplishment of the objectives of this corporation, or whether or not such business is similar in nature to the objectives set forth in these Articles of Incorporation, or any and all powers, rights, and any privileges which a corporation may now or hereafter be organized or empowered to do or exercise under Chapter 607, or any

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other Chapter of the Florida Statutes, or any acts amendatory thereto supplemental thereto, or substituted therefor.

C. Provided, however, that the foregoing powers shall be construed as enumerating the purposes, objectives, and powers of this corporation, and no recitation, expression, or declaration of specific powers or purposes herein enumerated shall be deemed to be exclusive, but it is hereby expressly declared that all other powers not inconsistent herewith be hereby included.

**Article 4 Capitalization:** The minimum capital with which this corporation shall begin business is \$25,000.00. The maximum number of shares of stock of this corporation authorized to be outstanding at any one time is 100 shares of common stock. Said capital stock shall be non-assessable and shall be payable in lawful money of the United States, or in property, labor, or in services at a just valuation to be fixed by the shareholders at a meeting duly convened and held.

**Article 5 Stock:** There shall not be more than forty (40) shares of stock in this corporation. Only individuals or their estates may become shareholders.

If the holder of any share or shares of stock of this corporation desires to dispose of the same or any part thereof, he or she shall not transfer or otherwise dispose of said shares to any other person unless and until he has first given the corporation the right to purchase such stock at book value.

**Article 6 By-Laws** The initial By-Laws shall be adopted by the Board of Directors. The power to alter, amend, repeal the By-Laws, or to adopt new By-Laws shall be vested in the Board of Directors. The By-Laws may contain any provision for the regulation and management of the affairs of the corporation not inconsistent with the Laws of the State of Florida or this Certificate of Incorporation.

No contract, act or transaction of this corporation with any person, firm, or any other corporation or entity, in the absence of any wrongdoing or fraud, shall be affected or invalidated by the fact that any Director of this corporation is a party to or interested in such contract, act, or transaction, or is in any way connected with such person or persons, firm, or corporation, and each and every person who may become a director of this corporation is hereby relieved from any liability that may otherwise exist from thus contracting with this corporation for the benefit of himself or any other firm, association, or corporation in which he may be anywise interested. Any Director of this corporation may vote on any contract or other transaction between the corporation and any subsidiary or controlled company without regard to the fact that he or she is a director of said subsidiary of company.

**Article 7 Initial Registered Agent and Office:** The initial registered agent is Douglas H. MacArthur, Esquire, and the initial registered office is: 1000 Ponce de Leon Blvd., Suite 207, Coral Gables Florida 33134.

**Article 8 Initial Board of Directors:** The initial Board of Directors shall have three members whose names and addresses are:

**CAMEL TRACKS**  
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William Bouthillier	1511 Ave. G NE, Winterhaven, Florida
Richard Maguire	12103 Skip Jack Drive, Germantown, Maryland 20874
William J. Page, Jr.	1511 Ave. G NE, Winterhaven, Florida

The number of directors may be raised or lowered by amendment of the By-Laws, but in no case shall be less than three.

**Article 9 Officers:** The officers of the corporation shall consist of a President, Secretary, and Treasurer. Other officers may be provided for in the By-Laws. Each officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the By-Laws. The names and addresses of each initial officer of the corporation is as follows:

<u>Title</u>	<u>Name</u>	<u>Address</u>
President	William Bouthillier	1511 Ave. G NE, Winterhaven, Florida
Treasurer	Richard Maguire	12103 Skip Jack Drive, Germantown, Maryland 20874
Secretary	William J. Page, Jr.	1511 Ave. G NE, Winterhaven, Florida

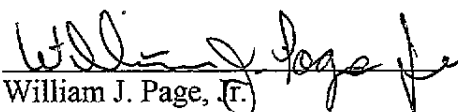
**Article 10 Incorporators:** The names and addresses of the incorporators of this corporation are as follows:

<u>Name</u>	<u>Address</u>
William Bouthillier	1511 Ave. G NE, Winterhaven, Florida
William J. Page, Jr.	1511 Ave. G NE, Winterhaven, Florida

**Article 11 Amendments** These Articles of Incorporation of this corporation may be amended, changed, altered, or repealed in the manner now or in the future prescribed by the Statutes of the State of Florida, and all rights conferred upon members herein are granted subject to this reservation.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 22<sup>nd</sup> day of December, 2000.

  
William Bouthillier

  
William J. Page, Jr.

STATE OF FLORIDA

:SS

COUNTY OF MIAMI-DADE

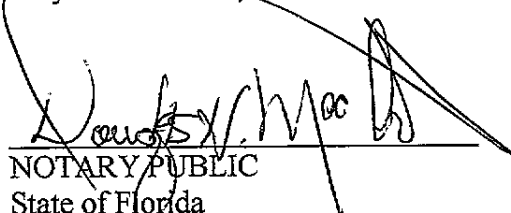
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Before me personally appeared William Bouthillier, Richard Maguire, and William J. Page, Jr., to me identified as provided above, and known to me to be the persons described in and who executed the foregoing Articles of Incorporation, and they acknowledged to an before me that they have executed said instrument for the purposes therein expressed.

WITNESS my hand and seal this 22<sup>nd</sup> day of December, 2000.



Douglas H MacArthur  
My Commission CC752299  
Expires June 18, 2002

  
NOTARY PUBLIC  
State of Florida

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE  
SERVICE OF PROCESS WITHIN THE STATE OF FLORIDA, NAMING AGENT  
UPON WHOM PROCESS MAY BE SERVED**

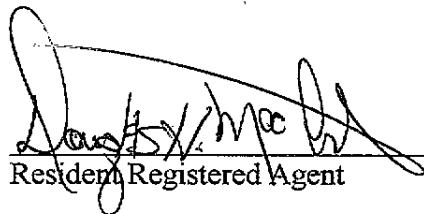
Pursuant to Florida Statutes, Chapter 606, the following is submitted in compliance with said act:

The subscribers of the original Articles of Incorporation of CAMEL TRACKS, INC., desiring to organize under the laws of the State of Florida, with the principal office: 1511 Ave. G N.E., Winterhaven, Florida 33881, as indicated in the Articles of Incorporation, in Winterhaven, Polk County, State of Florida, designate as Resident Agent for service of process within the State of Florida: Douglas H. MacArthur, Esquire, 1000 Ponce de Leon Blvd., Suite 207, Coral Gables, Florida 33134.

**ACKNOWLEDGEMENT**

I, Douglas H. MacArthur, Esq., hereby accept the designation as Resident Agent in the State of Florida of CAMEL TRACKS, INC., and further state that I am a resident of the State of Florida, and that I maintain a permanent business address within the State of Florida, to wit: 1000 Ponce de Leon Blvd., Suite 207, Coral Gables, Florida 33134, telephone number: 305-445-2655, and agree to comply with the provision of said statute relative to keeping this office open.

DATED this 22<sup>nd</sup> day of December, 2000.

  
Resident Registered Agent

**FILED**  
01 FEB -6 PM 12:24  
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TALLAHASSEE FLORIDA