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Howard R. Womeldorph, Jr. C.P.A. 7416 Oak Run Lane Sarasota, FLorida 34243

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Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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	NEW FILINGS
,	Profit
	NonProfit
	Limited Liability
	Domestication
	Other

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	Amendment	
	Resignation of R.A., Officer/ Director	
	Change of Registered Agent	
	Dissolution/Withdrawal	
	Merger	

建	OTHER FILINGS
	Annual Report
	Fictitious Name
	Name Reservation

REGISTRATION A
Foreign
Limited Partnership
 Reinstatement
Trademark
Other

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Examiner's Initials	

ARTICLES OF INCORPORATION

OF

EARTH'S EXOTIC ANIMALS, INC.

These Articles of Incorporation are made and subscribed for the purposes of organizing a corporation for profit under the Florida General Corporation Act, Chapter 607, Florida Statutes.

ARTICLE I - NAME AND PRINCIPAL ADDRESS

The name of this corporation is:

EARTH'S EXOTIC ANIMALS, INC.

The principal address of the corporation is:

3804 71st Street East

Palmetto, Florida 34221

ARTICLE II - PURPOSE

This corporation is organized for the purposes of transacting any or all lawful business.

ARTICLE III - CAPITAL STOCK

This corporation is authorized to issue one million (1,000,000) shares of common stock, par value of ONE DOLLAR (\$1.00) per share.

ARTICLE IV - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3804 71st Street East, Palmetto, Florida 34221 and the name of the initial registered agent is TIMOTHY J. FRANZ.

ARTICLE V - INITIAL BOARD OF DIRECTORS

The initial Board of Directors of this corporation shall be:

TIMOTHY J. FRANZ

Address: 3804 71st Street East

Palmetto, Florida 34221

ARTICLE VI - RESTRICTIONS ON MEMBERSHIP TO BOARD OF DIRECTORS

This corporation shall have one (1) director initially. The number of directors may be increased or diminished from time to time, by Bylaws adopted by the stockholders, but shall never be less than one.

ARTICLE VII - INCORPORATION

The name and address of the person signing these Articles is:

TIMOTHY J. FRANZ

3804 71st Street East

Palmetto, Florida 34221

ARTICLE VIII - BYLAWS

The power to adopt, alter, amend, or repeal Bylaws shall be vested in the shareholders, and except to the extent limited by the shareholders, in the Board of Directors.

ARTICLE IX - DURATION

The existence of this corporation shall commence on the date of filing these Articles, and shall be perpetual.

ARTICLE X - AMENDMENT

This corporation reserves the right to amend, alter, change, or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner now or hereafter prescribed by law, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the und reigned subscriber has executed these Articles of Incorporation this 10th day of January, 1996.

Timothy J. FRANZ Incorporator

STATE OF FLORIDA COUNTY OF MANATEE

I HEREBY CERTIFY that on this 10th day of January, 1996, before me, an officer duly authorized and acting, personally appeared TIMOTHY J. FRANZ, to me known and known to me, or who has produced _______as identification to be the individual described in and who executed the foregoing instrument and acknowledged then and there before me that he executed said instrument.

WITNESS MY HAND and official seal in the County and State aforesaid this day and year listed above written.

Notary Public

My commission expires:

LOIS JEAN WALTERS
COMMISSION # CC 488568
EXPIRES MAY 31, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

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

In pursuant of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First -- That EARTH'S EXOTIC ANIMALS, INC. desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at city of Palmetto, County of Manatee, State of Florida has named TIMOTHY J. FRANZ located at 3804 71st Street East, City of Palmetto, County of Manatee, State of Florida, as its agent to accept service process within this state.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated corporation, at place designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the provision of said Act relative to keeping open said office.

By: Tomothy J. Franz
Registered Agont

STATE OF FLORIDA COUNTY OF MANATEE

I HEREBY CERTIFY that on this 10th day of January, 1996, before me, an officer duly authorized and acting, personally appeared TIMOTHY J. FRANZ, to me known and known to me, or who has produced _______as identification to be the individual described in and who executed the foregoing instrument and acknowledged then and there before me that he executed said instrument.

WITNESS MY HAND and official seal in the County and State aforesaid this the day and year last aforementioned.

Notary Public

My commission expires:



HOWARD R. WOMELDORPH, JR. C.P.A., P.C.

CERTIFIED PUBLIC ACCOUNTANT 6489 Parkland Drive, Sarasota, Florida 34243 (941) 727-8111

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September 23, 1997

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

To Whom It May Concern:

Enclosed please find the Articles of Dissolution on a profit corporation, Earth's Exotic Animals, Inc. Also, an affidavit not to revoke the dissolution and to allow the use of the name to the new non profit corporation, Earth's Exotic Animals, Inc. whose Articles of Incorporation are enclosed along with the \$35.00 registration fee.

If you have any additional questions regarding this matter please call me at (941) 727-8111.

Very truly yours,

HRW/ljw

Howard R. Womeldorph, Jr., CPA

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SECRETARY OF STATE DIVISION OF CORFORATION

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ARTICLES OF DISSOLUTION

Pursuant to 607.1401, Florida Statutes, this Florida profit corporation submits the following articles of dissolution:

FIRST:	The name of the corporation is: Earth's Exotic Animals, Inc.
SECOND:	The articles of incorporation were filed on: 2-5-96
THIRD:	(CHECK ONE)
	None of the corporation's shares have been issued.
	The corporation has not commenced business.
FOURTH:	No debt of the corporation remains unpaid.
FIFTH:	The net assets of the corporation remaining after winding up have been distributed to the shareholders, if shares were issued. Adoption of Dissolution (CHECK ONE)
SIXTH:	Adoption of Dissolution (CHECK ONE)
	A majority of the incorporators authorized the dissolution. A majority of the directors authorized the dissolution.
	A majority of the directors authorized the dissolution.
Sign	ed this, 19
	T.). Franz
Signatu	(By the chairman or vice chairman of the board, president, or other officer - if there are no officers or directors, by an incorporator.)
	T. J. Franz (Typed or printed name)
•	President (Title)