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

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NEW FILINGS	AMENDMENTS
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NonProfit	Resignation of R.A., Officer/ Director
Limited Liability	Change of Registered Agent
Domestication	Dissolution/Withdrawal
Other	Merger

City/State/Zip

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Office Use Only

	OTHER FILINGS
	Annual Report
<u> </u>	Fictitious Name
	Name Reservation

REGISTRATION/
Foreign
 Limited Partnership
Reinstatement
 Trademark
Other

Examiner's Initials

ARTICLES OF INCORPORATION OF EXOTIC BIRDS OF ENGLEWOOD, INC.

FILED 96 FEB 26 AM II: 21 SECRETARY OF STATE TALLAMASSEE, FLORIDA

ARTICLE 1 -- NAME

The name of this corporation is Exotic Birds of Englewood, Inc.

ARTICLE II - DURATION

This corporation shall exist perpetually.

ARTICLE III --- PURPOSE

This corporation is organized for the purpose of any and all lawful business for which corporations may be incorporated under the laws of the Florida General Corporation Act.

ARTICLE IV --- POWERS

This corporation shall have all of the corporate powers enumerated in the Florida General Corporation Act.

ARTICLE V — CAPITAL STOCK

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

ARTICLE VI — BOARD OF DIRECTORS

Every shareholder shall have the right to purchase his pro-rata share of any new stock of this corporation of the same kind, class or series as that which they already hold at the price at which it is offered to all other shareholders.

ARTICLE VII — INITIAL OFFICE AND RESIDENT AGENT

The street address of the initial registered office of this 766 Crestwood Road, Englewood, Florida 34223. The principal office of this corporation is: 766 Crestwood Road, Englewood, Florida 34223. The name of the initial registered agent of this corporation at that address is Marilyn V. Gunther.

ARTICLE VIII — MANAGEMENT BY BOARD OF DIRECTORS

All corporate powers shall be exercised by or under the authority of, and the business affairs of this corporation shall be managed under the direction of the shareholders of this corporation, the act of the stockholders representing a majority of the outstanding share of the corporation entitled to vote in person, or by proxy, for each share of voting stock held by him. A majority of the outstanding shares of the corporation entitled to vote, represented in person or by proxy, shall constitute a quorum at any meeting of the board of directors for all the management of the business of the corporation.

ARTICLE IX — INCORPORATORS

The name of the address of the person signing these articles are: Marilyn V. Guenther 766 Crestwood Road Englewood, Florida 34223

ARTICLEX - BYLAYS

The power to adopt, alter, amend or repeal by-laws of this corporation shall be vested in the shareholders.

ARTICLE XI __INDEMNIFICATION

The corporation shall indemnify any officer or any former officer to the full extent permitted by law.

ARTICLE XII - AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these articles of incorporation, and any amendment hereto, and any right conferred upon shareholders is subject to this reservation.

In witness whereof, the undersigned subscriber has executed these articles of incorporation, this 23rd. day of February, 1996.

x Marilyn V. Guenther

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

Pursuant to section 48.091, Florida Statutes, the following is submitted:

That Exotic Birds of Englewood, Inc. desiring to organize under the Florida General Corporation Act laws of the State of Florida with its principal office as indicated in the articles of incorporation, in the city of Englewood, County of Sarasota, State of Florida, has named Marilyn V. Guenther its agents to accept service of process within the state of Florida.

x Marilyn V. Quenther

ACKNOWLEDGMENT

Having been named to accept service of process for the above named corporation, at the place designated in this certificate we hereby accept such appointment and agree to act in this capacity, and agree to comply with the provisions of law to keep in said office open.

Marilyn V Guenther

96 FEB 26 M II: 21
SECRETARY OF STATE

STATE OF FLORIDA

COUNTY OF SARASOTA

Before me, a notary public authorized to take acknowledgment in the state and county set forth above, personally appeared, Marilyn V. Guenther known to me to be the persons signing these articles of incorporation, and they acknowledged before me that they executed the articles of incorporation.

Sworn to and subscribed before me, I have hereunto set my hand and affixed my official seal, in the state and county aforsaid, this the 23rd, day of February, 1996.

RUDY M. ANDERBON

Notary Public, State of Florida My comm. expires tied. 21, 1998

Comm. No. GC428445