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JOHN D. CASSELS, JR.
LAURA ANN McCALL

LAW OFFICE OF
CASSELS & McCALL

POST OFFICE BOX 968 • 400 NW 2ND STREET • OKEECHOBEE, FLORIDA 34973 • TELEPHONE 941-763-3131 • FACSIMILE 941-763-1031

September 17, 1997

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

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-09/19/97--01010--022
****122.50 ****122.50

Re: KING LION ZOOLOGICAL PRODUCTS, INC.
Our File No:97-6999

Dear Sir/Madam:

You will find enclosed herewith an *original* executed Articles of Incorporation for KING LION ZOOLOGICAL PRODUCTS, INC., along with a copy of same. Also enclosed is our firms's check in the amount of \$122.50 to cover the following:

Filing Fee of Articles	\$35.00
Certified Copy of Articles	\$52.50
Certificate Designating Resident Agent	\$35.00

Please return the certified copy of the Articles, together with your Certification of Incorporation at your earliest convenience.

With kindest regards, I am

Sincerely,


LAURA ANN McCALL
Enclosures: As stated

cc: Larry Lorenz

189,2589,2559,2550
W97-21766

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 10 PM 2:56

JOHN D. CASSELS, JR.
LAURA ANN McCALL

LAW OFFICE OF
CASSELS & McCALL

POST OFFICE BOX 968 • 400 NW 2ND STREET • OKEECHOBEE, FLORIDA 34973 • TELEPHONE 941-763-3131 • FACSIMILE 941-763-1031

October 8, 1997

Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Re: KING LION ZOOLOGICAL PRODUCTS, INC.
Our File No: 6999

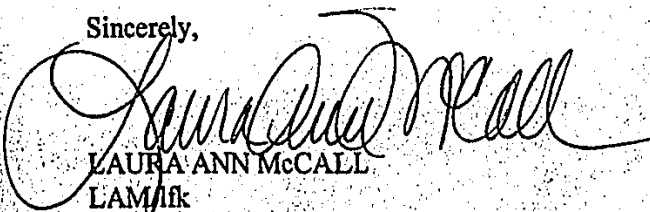
Dear Sir/Madam:

You will find enclosed herewith an *original* executed Articles of Incorporation for KING LION ZOOLOGICAL PRODUCTS, INC., containing a Florida street addresss for the registered office and agent, along with a copy of same. Also enclosed is a copy of your letter dated September 23, 1997 regarding the return of the previous articles for corrections.

Please return the certified copy of the Articles, together with your Certification of Incorporation at your earliest convenience.

With kindest regards, I am

Sincerely,



LAURA ANN McCALL
LAM/afk

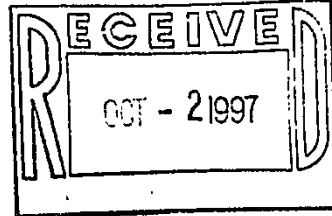
Enclosures: As stated



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

September 23, 1997

LAURA ANN MCCALL, ESQ.
CASSELS & MCCALL
POST OFFICE BOX 968
OKEECHOBEE, FL 34973



SUBJECT: KING LION ZOOLOGICAL PRODUCTS, INC.
Ref. Number: W97000021766

We have received your document for KING LION ZOOLOGICAL PRODUCTS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

The registered agent must have a Florida street address. A post office box is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6972.

Doris Brown
Document Specialist

Letter Number: 797A00046980

ARTICLES OF INCORPORATION
OF

KING LION ZOOLOGICAL PRODUCTS, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 10 PM 2:56

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of this corporation is KING LION ZOOLOGICAL PRODUCTS, INC.

ARTICLE II

The duration of the Corporation is perpetual.

ARTICLE III

The general purposes for which the Corporation is organized are:

1. To such extent as a corporation organized under the Business Corporation Law of this state may now or hereafter lawfully do, to do, either as principal or agent and either alone or in connection with other corporations, firms, or individuals, all and everything necessary, suitable, convenient, or proper for, or in connection with, or incident to, the accomplishment of any of the purposes or the attainment of any one or more of the objects herein enumerated, or designed directly or indirectly to promote the interests of this Corporation or to enhance the value of its properties; and in general to do any and all things and exercise any and all powers, rights, and privileges which a corporation may now or hereafter be organized to do or to exercise under the Business Corporation Law of this state or under any act amendatory thereof, supplemental thereto, or substituted therefor.
2. To do such other things that are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE IV

The aggregate number of shares which the corporation is authorized to issue is ONE HUNDRED (100). Such shares shall be of a single class, and shall have \$1.00 par value.

Every shareholder, upon the sale for cash of any new stock of this Corporation, shall have the right to purchase his pro rata share (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

The Corporation is authorized to issue only one class of stock, and all issued stock shall be held of record by not more than thirty-five (35) persons.

ARTICLE V

The address of the initial registered office of the Corporation is: 30653 N.E. 12th Terrace, Okeechobee, Florida 34972. The mailing address of the Corporation is: Post Office Box 1075, Okeechobee, Florida 34973.

ARTICLE VI

The number of directors constituting the initial Board of Directors of the Corporation is one. The name and address of the person who is to serve as the member of the initial Board of Directors is:

DAVID LARRY LORENZ

Post Office Box 1075
Okeechobee, Florida 34973

ARTICLE VII

Directors - Removal by Stockholders. The stockholders shall have the right at any regular meeting, or at any special meeting called for such purpose, to remove any director of the Corporation with or without cause.

ARTICLE VIII

Directors - Indemnification. The Corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

ARTICLE IX

Stockholders - Meetings. The presence, at any stockholders' meeting, in person or by proxy, of persons entitled to vote all of the shares of the Corporation then issued and outstanding shall constitute a quorum, for the transaction of business.

The affirmative vote of all of the outstanding shares of the Corporation shall be considered the act of the stockholders.

ARTICLE X

Directors - Meetings. A majority of the authorized number of directors shall constitute a quorum of the Board of Directors for the transaction of business.

The consent of a majority of the directors shall be required to constitute any act or decision of the Board of Directors.

ARTICLE XI

The name and address of the incorporator is: DAVID LARRY LORENZ, Post Office Box 1075, Okeechobee, Florida 34973.

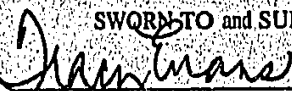
Executed by the undersigned at Okeechobee, Florida on this 8th day of October, 1997.


DAVID LARRY LORENZ

STATE OF FLORIDA
COUNTY OF OKEECHOBEE

The foregoing instrument was acknowledged before me this 8th day of October, 1997, by DAVID LARRY LORENZ, who is personally known to me, or () who has produced _____ as identification.

SWORN TO and SUBSCRIBED before me this 8th day of October, 1997.



Signature of NOTARY PUBLIC
TRACY EVANS

Printed Name of NOTARY PUBLIC
My commission expires:

NOTARY PUBLIC - STATE OF FLORIDA
TRACY EVANS
COMMISSION # CC639289
EXPIRES 7/13/2001
BONDED THRU ASA 1-888-NOTARY1

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
97 OCT 10 PM 2:56

CONSENT OF RESIDENT AGENT TO ACCEPT SERVICE


I, DAVID LARRY LORENZ, hereby agree to be the resident agent for KING LION ZOOLOGICAL PRODUCTS, INC., and further hereby agree to accept any and all correspondence directed to said corporation and addressed to the registered office at 30653 N.E. 12th Terrace, Okeechobee, Florida 34972.


DAVID LARRY LORENZ

STATE OF FLORIDA
COUNTY OF OKEECHOBEE

The foregoing instrument was acknowledged before me this 8th day of October, 1997, by DAVID LARRY LORENZ, (✓) who is personally known to me or () who has produced _____ as identification.

SWORN TO and SUBSCRIBED before me this 8th day of October, 1997.



Signature of NOTARY PUBLIC
TRACY EVANS

Printed name of NOTARY PUBLIC
My commission expires:

NOTARY PUBLIC - STATE OF FLORIDA
TRACY EVANS
COMMISSION # CC639289
EXPIRES 7/13/2001
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