

P98000029269

ZOOKEEPERS, INC
2443 DUKE LANE
PORT CHARLOTTE, FLORIDA 33952

March 23, 1998

900002469419--3
-03/26/98-01075--018
*****70.00 *****70.00

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

RE: Zookeepers, Inc., filing

Gentlemen:

Enclosed are the original and one copy of the Articles of Incorporation for the above-captioned proposed Florida corporation. Also enclosed is our check payable to your order in the amount of \$70.00 to cover the cost.

Please file the Articles of Incorporation and forward a stamped copy to Mr. Don L. Ward at the below address: 1480 N.E. Sunset Avenue, Arcadia, Florida 33266. Thank you for your cooperation concerning this matter.

Sincerely,



Don L. Ward

DW/mlb

Enclosures

Dmc
3/31/98

FILED
98 MAR 26 AM 8:25
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

ZOOKEEPERS, INC.

The undersigned subscriber to these Articles of Incorporation hereby forms a corporation under the Florida General Corporation Act.

**ARTICLE I
NAME OF CORPORATION**

The name of this Corporation is:

ZOOKEEPERS, INC.

**ARTICLE II
GENERAL PURPOSE**

The Corporation is organized for the purpose of transacting any and all lawful business for which Corporations may be incorporated under the Florida General Corporation Act.

**ARTICLE III
CAPITAL STOCK**

The maximum number of shares of stock that this Corporation is authorized to have outstanding at any one time is 500 shares of common stock having a par value of \$1.00 per share.

**ARTICLE IV
ADDRESS**

The initial street address of the principal office of this Corporation in the State of Florida is:
2443 Duke Lane
Port Charlotte, Florida 33952

**ARTICLE V
DIRECTORS**

The business of this Corporation shall be managed by a Board of Directors. There shall be two (2) directors initially. The number of Directors may be increased or decreased from time to time by the By-Laws adopted by the shareholders. In no event shall the number of Directors be less than one (1).

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

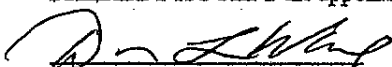
Evelyn Eller
2443 Duke Lane
Port Charlotte, Florida 33952

**ARTICLE VI
REGISTERED AGENT-REGISTERED OFFICE**

The undersigned, Don L. Ward, shall act as the registered agent and registered office of this Corporation. The registered agent and address is:

Don L. Ward
1480 N.E. Sunset Avenue
Arcadia, Florida 34266

I HEREBY ACCEPT the appointment as the registered agent and registered office for this proposed corporation.

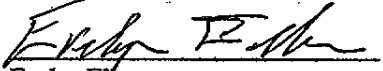

Don L. Ward

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLE VII
BY-LAWS**

The power to adopt, alter, amend or repeal by-laws shall be vested in and is hereby reserved to the shareholders. By-Laws shall be adopted, altered, amended or repealed as provided therein.

IN WITNESS WHEREOF, the undersigned subscriber executed these Articles of Incorporation this the 23rd day of March, 1998.


Evelyn Eller

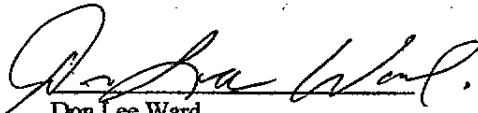


DON LEE WARD
My Commission CC558119
Expires May. 28, 2000

STATE OF FLORIDA

COUNTY OF CHARLOTTE

The foregoing Articles of Incorporation was acknowledged before me this the 23rd day of March, 1998.


Don Lee Ward
Notary Public
My Commission Expires:



DON LEE WARD
My Commission CC558119
Expires May. 28, 2000