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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amended + Restated

TB

1-23-09

**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
ZOOLOGICAL EDUCATION NETWORK, INC.**

Pursuant to the provisions of Section 607.1006, Florida Statutes, the undersigned corporation hereby amends and restates its Articles of Incorporation to supersede the Articles of Incorporation and any and all prior amendments thereto and certifies as follows:

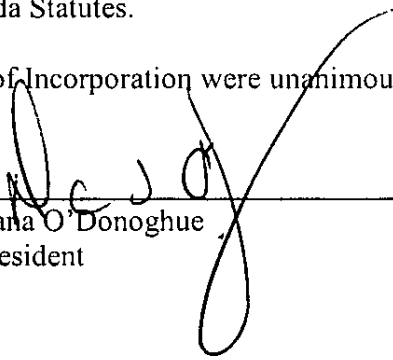
- I. The name of the company is Zoological Education Network, Inc.
- II. The text of the Amended and Restated Articles of Incorporation is as follows:
 1. The name of the corporation is Zoological Education Network, Inc.
 2. The corporation is for profit.
 3. The duration of the corporation is perpetual.
 4. The street address and zip code of the corporation's principal office is 2324 S. Congress Ave., Suite 2A, West Palm Beach, Florida, 33406.
 5. (a) The name of the corporation's registered agent is Dana O'Donoghue.
(b) The street address and zip code of the corporation's registered agent is 2324 S. Congress Ave., Suite 2A, West Palm Beach, Florida, 33406.
 6. The maximum number of shares of stock the corporation is authorized to issue is Two Thousand (2,000) shares of common stock, no par value per share, of which Two Hundred (200) shares shall be common voting stock and shall be entitled to one vote per share and one Thousand Eight Hundred (1,800) shares shall be common non-voting stock. All shares of common stock upon dissolution of the corporation, shall be entitled to receive the net assets of the corporation.
 7. The shareholders of the corporation shall not have preemptive rights.

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8. The corporation shall indemnify and advance expenses to each present and future director and officer of the corporation, or any other person who may have served at its request as the director or officer of another company (and, in either case, the heirs, executors and administrators of such person) to the full extent allowed by the laws of the State of Florida, both as now in effect and as hereafter adopted. The corporation may indemnify and advance expenses to any employee or agent of the corporation who is not a director or officer (and the heirs, executors and administrators of such person) to the same extent as to a director or officer, if the Board of Directors determines that it is in the best interest of the corporation. The corporation shall also have power to contract with any individual director, officer, employee or agent for such additional indemnification as the Board of Directors may deem appropriate from time to time. The officers and directors of the corporation shall not be personally liable to the corporation, its shareholders or any other person for monetary damages for breach of fiduciary duty to the fullest extent permitted by the Florida Statutes.

III. These Amended and Restated Articles of Incorporation were unanimously adopted by the Shareholders.

Date: December 23, 2008



Dana O'Donoghue
President