ARTICLES OF INCORPORATION

Wildlife Foundation of Florida, Inc.

The undersigned, acting as incorporators of a Corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

The name of the corporation shall be: Wildlife Foundation of Florida, Incorporated.

ARTICLE II

The principal place of business of this corporation shall be: 620 South Meridian Street, Tallahassee, Florida 32399-1600.

ARTICLE III

The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Revenue law. Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law. The corporation will carry out this purpose by providing financial support for fish and wildlife management programs through gifts, donations, bequests and grants; promoting public awareness of fish and wildlife conservation and encouraging protection of fish and wildlife habitats, and; encouraging Floridians to support the programs of the Florida Fish and Wildlife Conservation Commission. The period of the duration of this corporation is perpetual unless dissolved according to law. Subject to the limitations applicable to Section 501(c)(3) organizations, the corporation shall have the general powers set forth in Section 617.0302, Florida Statutes.
ARTICLE IV

The method of election of the board of directors is as stated in the bylaws. This corporation is a nonmembership organization.

ARTICLE V

The number constituting the initial Board of Directors of the corporation is eight, and the names and addresses of the persons who are to serve initially are:

<table>
<thead>
<tr>
<th>Name</th>
<th>Address</th>
<th>Address</th>
</tr>
</thead>
<tbody>
<tr>
<td>Mr. William M. Blake</td>
<td>4611 W. Sunset Blvd.</td>
<td>Tampa, FL 33629</td>
</tr>
<tr>
<td>Mr. William G. Bostick, Jr.</td>
<td>Route 1, Box 155A</td>
<td>Garnett, SC 29918</td>
</tr>
<tr>
<td>Mr. Robert M. Brantly</td>
<td>8005 Freshwater Farms Rd.</td>
<td>Tallahassee, FL 32308</td>
</tr>
<tr>
<td>Ms. Linda M. Brenner</td>
<td>1530 Mayfair Road</td>
<td>Jacksonville, FL 32207</td>
</tr>
<tr>
<td>Dr. Allan L. Egbert</td>
<td>620 S. Meridian Street</td>
<td>Tallahassee, FL 32399</td>
</tr>
<tr>
<td>Miss Kate Ireland</td>
<td>13656 Tenacity Lane</td>
<td>Tallahassee, FL 32312</td>
</tr>
<tr>
<td>Mr. George G. Matthews</td>
<td>1925 North Flagler Drive</td>
<td>W. Palm Beach, FL 33407</td>
</tr>
<tr>
<td>Dr. C. Tom Rainey</td>
<td>14701 South Dixie Highway</td>
<td>Miami, FL 33176</td>
</tr>
<tr>
<td>Mr. L. Ross Morrell (Registered Agent)</td>
<td>620 S. Meridian Street</td>
<td>Tallahassee, FL 32399</td>
</tr>
</tbody>
</table>

ARTICLE VI

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State, Local Government for exclusive public purpose.

ARTICLE VII

The names and addresses of the incorporators for these Articles of Incorporation are:

Miss Kate Ireland, President
Foshalee
13656 Tenacity Lane
Tallahassee, Florida 32312-9745

Dr. C. Tom Rainey, Vice-President
14701 South Dixie Highway
Miami, FL 33176

Dr. Allan L. Egbert, Secretary/Treasurer
620 South Meridian Street
Tallahassee, Florida 32399-1600
IN WITNESS WHEREOF, the undersigned incorporators have executed these revised Articles of Incorporation this ___ day of ___ , 1999.

Signatures of the Incorporators

Kate Ireland, President
C. Tom Rainey, Vice-President
Allan L. Egbert, Secretary/Treasurer

STATE OF FLORIDA
COUNTY OF LEON

THE FOREGOING instrument was acknowledged and sworn to before me this ___ day of ___ , 1999, by Kate Ireland, C. Tom Rainey,

Allan L. Egbert

All are personally known to me.

Rosemary Mara
Notary Public

My Commission Expires:

[Stamp]

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