



**COVER LETTER**

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Cameron Wildlife Aid Fund Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

\$70.00  
Filing Fee

\$78.75  
Filing Fee &  
Certificate of  
Status

\$78.75  
Filing Fee  
& Certified Copy

\$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: Laurin Krause  
Name (Printed or typed)

8297 Championsgate Blvd Suite 133  
Address

Champions Gate, FL 33896  
City, State & Zip

407-451-3564  
Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

July 28, 2006

LAURIN KRAUSE  
8297 CHAMPIONS GATE BLVD.  
SUITE 133  
CHAMPION GATES, FL 33896

SUBJECT: CAMEROON WILDLIFE AID FUND INC. ( CWF )  
Ref. Number: W06000033473

We have received your document for CAMEROON WILDLIFE AID FUND INC. ( CWF ). However, the document has not been filed and is being returned for the following:

Entities may file using only the entity's name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

Please remove the acronym ( CWF ) from the corporate name.

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) 245-6934.

Loria Poole  
Document Specialist  
New Filing Section

Letter Number: 806A00047778

1. Enclosed are the amended Articles.
2. Submitting Original + 2 copies (for Certified Copy)
3. Submitting filing fee \$87<sup>50</sup> + Certificate)  
on 7/28/06 for fee, Certified Copy + Certificate.  
(see attached copy)

Thank you very much for your assistance in this matter.  
Laurin Krause

FILED  
06 AUG -4 PM 2:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## Articles of Incorporation

### ARTICLE I - NAME

The name of this corporation is Cameroon Wildlife Aid Fund Inc.

### ARTICLE II - PRINCIPAL OFFICE

The principle office of the corporation shall be 8297 Champions Gate Blvd. Suite 133, Champions Gate, FL 33896.

### ARTICLE III- PURPOSE

- a. General Purpose. CAMEROON WILDLIFE AID FUND is organized exclusively for one or more of the charitable, educational, and scientific purposes specified in Section 501(c)(3) of the Internal Revenue Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- b. Specific Purpose. The specific purpose of CAMEROON WILDLIFE AID FUND shall be, but not limited to, to ensure the conservation of Cameroon primates and other wildlife:
  - by working with the Government of Cameroon, local communities, environmental groups and other relevant parties
  - by establishing programmes of education, rescue, rehabilitation, reintroduction and conservation-breeding programmes, where and when appropriate
- c. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

- d. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

#### **ARTICLE IV- MANNER OF ELECTION**

- a. Number. The corporation shall have no fewer than three (3) and no more than fifteen (15) trustees/directors who collectively shall be known as the Board of Trustees/directors.
- b. Duties. The activities and affairs of this corporation shall be conducted and all corporate powers shall be exercised by or under the direction of the Board of Trustees/directors subject to the provisions of the law and any limitations in the Articles of Incorporation or Bylaws. It shall be the duty of the trustees/directors to:
  - i. Plan for the organization's future by setting strategic direction through short and long-term goals and monitoring the progress towards those goals;
  - ii. Provide policy governance for CAMEROON WILDLIFE AID FUND through by-laws, financial policies, investment management and legal compliance;
  - iii. Monitor and assess the management, development, and program activities CAMEROON WILDLIFE AID FUND for consistency and alignment with mission and policies;
  - iv. Evaluate the appropriateness and effectiveness of the corporation's mission and policies, and make changes as necessary;
  - v. Approve, monitor, and evaluate the organization's budgets and request changes be made as necessary;
  - vi. Enhance the organization's public image;
  - vii. Actively participate in the funding of the organization through fundraising activities;
  - viii. Appoint and remove, employ and discharge, prescribe the duties and fix the compensation of all officers and agents of the corporation;
  - ix. Meet at such times and places as required by the Bylaws.
- c. Compensation. Trustees/directors shall serve without compensation except that a reasonable fee may be paid to Trustees/directors for attending regular and special meetings of the board. In addition, they shall be allowed reasonable advancement or reimbursement of expenses incurred in the performance of their duties.

- d. Additional Trustees/directors. The Board may elect to add Trustees/directors any time during the fiscal year. In that instance, nominations and election rules will apply and the Board will assign the newly elected Trustee(s) to the appropriate class.
- e. Appointment of Trustees/directors. Members of an Advisory Board shall be appointed at the Annual Meeting to serve for the following calendar year. All appointments shall be included in the meeting notice and the consent of the appointee shall have been obtained prior to his/her name being included.
- f. Vacancies. In the case of vacancies in any position, successors shall be elected to serve the duration of the term. The Board of Trustees/directors may also vote to allow the appointment of a member to fill a temporary vacancy. In that instance, the appointee shall be selected from the appointed officers or members of the Board of Trustees/directors, Advisory Board, or Honorary Board. A person so appointed shall also serve the duration of the term. If the number of Trustees/directors then in office is less than a quorum, a vacancy on the board may be filled by approval of a majority of the Trustees/directors then in office or by a sole remaining Trustee.
- g. Removal. Trustees/directors shall serve until the expiration of their term, resignation, or if they should become unable to act. A Trustee may be removed at any time by a majority vote of the Board of Trustees/directors.

#### **ARTICLE V-- INITIAL TRUSTEES/DIRECTORS AND OFFICERS**

**a. Initial Trustees/Directors:**

Dr. Bryan Carroll- 66 Farleigh Rd. Blackwell, Bristol, GB BS48 3PD

Professor Richard Ashford-142 Meols Parade, Wirral Merseyside, GB CH47 6AN

Mr. Neil Maddison- 24 Maynard Terrace, Clutton, Bristol, BS39 5PL

✓ Professor Stuart Carter- 4 Victoria Drive, Wirral Merseyside, GB CH48 0QT

✓ Mr. Mike Johnson- The Coppice Tabley Rd. Knutsford Cheshire, GB WA16 0NE

✓ Ms. Caroline McLaney-Garden Flat 3 West Mall, Clifton Bristol, GB BS8 4BH

**b. Initial Officers:**

President: Professor Stuart Carter- 4 Victoria Drive, Wirral Merseyside, GB CH48 0QT

Secretary: Mr. Mike Johnson- The Coppice Tabley Rd. Knutsford Cheshire, GB WA16 0NE

Treasurer: Ms. Caroline McLaney-Garden Flat 3 West Mall, Clifton Bristol, GB BS8 4BH

**ARTICLE VI – INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida Street Address of the registered agent is:

Laurin Krause - 8297 Champions Gate Blvd. Suite 133, Champions Gate, FL 33896.

**ARTICLE VII - INCORPORATOR**

The name and Address of the incorporator is:

Laurin Krause - 8297 Champions Gate Blvd. Suite 133, Champions Gate, FL 33896.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Laurin Krause

Signature/Registered Agent

8/1/06

Date

Laurin Krause

Signature/Incorporator

8/1/06

Date

FILED  
06 AUG - 4 PM 2:04  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA