

ARTICLES OF INCORPORATION
OF WORLD PARKS, INC.

ENDORSED - FILED
in the office of the Secretary of State
of the State of California

OCT 30 2012

ARTICLE I: NAME OF CORPORATION

The name of the corporation is: **WORLD PARKS, INC.**

ARTICLE II: PURPOSES OF CORPORATION

A. This corporation is a nonprofit public benefit corporation and is not organized for the private gain of any person. It is organized under the Nonprofit Public Benefit Corporation Law for public and charitable purposes.

B. The specific purposes of this corporation are to promote, support, facilitate the establishment of, and establish world parks, which will consist of large tracts of land on each of the continents, set aside and maintained by the international community, in the parks' natural state, unencumbered by the inventions of modern man, under rules providing for the parks' permanent preservation as wilderness areas, so that future generations will always have access to and the ability to learn about and enjoy the original natural world.

C. The corporation shall not engage in a regular business of a kind ordinarily carried on for profit. The activities of the corporation shall be devoted to promoting, supporting, facilitating the establishment of, and establishing world parks, as just described.

D. Despite any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that do not further the purposes of this corporation.

ARTICLE III: AGENT FOR SERVICE OF PROCESS

The name and address in the State of California of the corporation's initial agent for service of process is: Jeff Shea, ATS Products, Inc., 2785 Goodrick Avenue, Richmond, CA 94801.

ARTICLE IV: TAX-EXEMPT STATUS OF CORPORATION

The corporation is organized and shall be operated exclusively for charitable, scientific, and/or educational purposes, and shall be operated to qualify for tax exempt status under Internal Revenue Code §501(c)(3).

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as allowed by Internal

Revenue Code §501(h)), and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

The property of this corporation is irrevocably dedicated to charitable, scientific, and/or educational purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof or to the benefit of any private person. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable, scientific, and/or educational purposes, and which has established its tax exempt status under Internal Revenue Code section 501(c)(3).

ARTICLE V: LIMITING DIRECTORS LIABILITY

The liability of the directors of the corporation for monetary damages shall be eliminated to the fullest extent permissible under California law.

ARTICLE VI: AUTHORIZING EXPANDED INDEMNIFICATION OF CORPORATE DIRECTORS, OFFICERS AND AGENTS

This corporation is authorized, to the fullest extent permissible under California law to indemnify its agents (as defined in Section 7237 of the Corporations Code), whether by Bylaw provisions, by agreements with the agents, or both, or otherwise, for breach of duty to this corporation and its stockholders, and to advance defense expenses to its agents in connection with such matters as those expenses are incurred. If, after the effective date of this Article, California law is amended in a manner that permits a corporation to limit the monetary or other liability of its directors or to authorized indemnification of, or advancement of those defense expenses to, its directors or other persons, in any such case to a greater extent than is permitted on the effective date of this Article, the references in this Article to "California law" shall to that extent be deemed to refer to California law as so amended. Any repeal or modification of this Article shall not adversely affect any right of indemnification or limitation of liability of an agent of this corporation relating to actions or omissions prior to that repeal or modification.

IN WITNESS WHEREOF, the undersigned, being the Incorporator of WORLD PARKS, INC., have executed these Articles of Incorporation on October 24, 2012.



JEFF SHEA

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I hereby certify that the foregoing transcript of 2 page(s) is a full, true and correct copy of the original record in the custody of the California Secretary of State's office.

NOV 03 2012

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Date: _____

Debra Bowen
DEBRA BOWEN, Secretary of State