

**BYLAWS**

OF

The Zoe Foundation, Inc.

**ARTICLE 1  
OFFICES**

**SECTION 1. PRINCIPAL OFFICE**

The principal office of the corporation is located in **Wake County**, State of **North Carolina**.

**SECTION 2. CHANGE OF ADDRESS**

The designation of the county or state of the corporation's principal office may be changed by amendment of these Bylaws. The Board of Directors may change the principal office from one location to another within the named county by noting the changed address and effective date below, and such changes of address shall not be deemed, nor require, an amendment of these Bylaws:

\_\_\_\_\_ Dated: \_\_\_\_\_, 19\_\_

\_\_\_\_\_ Dated: \_\_\_\_\_, 19\_\_

\_\_\_\_\_ Dated: \_\_\_\_\_, 19\_\_

**SECTION 3. OTHER OFFICES**

The corporation may also have offices at such other places, within or without its state of incorporation, where it is qualified to do business, as its business and activities may require, and as the board of directors may, from time to time, designate.

## ARTICLE 2 NONPROFIT PURPOSES

### SECTION 1. IRC SECTION 501 (c) (3) PURPOSES

This corporation is organized exclusively for one or more of the purposes as 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.

### SECTION 2. SPECIFIC OBJECTIVES AND PURPOSES

The specific objectives and purposes of this corporation shall be:

- a) to educate the public concerning the importance of saving endangered carnivores and their natural biological environments.
- b) to publish a newsletter which focuses on information related to conservation and preservation of carnivores and their natural environments.
- c) to sponsor educational events where community and environmental leaders and other concerned members of the public can meet to exchange ideas, suggest solutions, and implement strategies to protect the world's wildlife.
- d) to establish and maintain a facility for the purpose of instituting a captive population of selected endangered species for the purpose of saving those species from extinction. The main focus will be on saving the tiger (*panthera tigris*). Selected rescue operations fall within this scope.
- e) to expand and re-define the educational and environmental program from time to time as necessary to meet the continuing challenge of protecting the world's endangered carnivores and their habitat ranges.

## ARTICLE 3 DIRECTORS

### SECTION 1. NUMBER

The corporation shall have not less than one (1) or more than five (5) directors and collectively they shall be known as the Board of Directors.

### SECTION 2. QUALIFICATIONS

Directors must be at least 25 years old to serve. Other qualifications for directors of this corporation shall be as follows:

All directors must be thoroughly familiar with the mission and the operation of the Zoe Foundation's facilities and programs. Each director is advised to seek opinions and recommendations from dedicated volunteers before decisions that might affect the foundation and its volunteers are made. Each director shall spend a minimum of 200 hours a year working at a foundation preserve, when operational\*.

\*Exceptions:

- a) Waived by the director due to age or ill health.
- b) Waived by the director because board member has a history of working with wild animals, building their habitats, and managing their care.
- c) Waived by the director because the board member demonstrates a thorough understanding of the goals and methodologies needed to fund and maintain a dedicated preserve designed to save an endangered species as large as the tiger.

### SECTION 3. POWERS

Subject to the provisions of the laws of this state and any limitations in the Articles of Incorporation and these Bylaws relating to action required of this corporation, 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 Directors.

### SECTION 4. DUTIES

It shall be the duty of the directors to:

- (a) Perform any and all duties imposed on them collectively or individually by law, by the Articles of Incorporation, or by these Bylaws;
- (b) Appoint and remove, employ and discharge, and, except as otherwise provided in these Bylaws, prescribe the duties and fix the compensation, if any, of all officers, agents and employees of the corporation;
- (c) Supervise all officers, agents and employees of the corporation to assure that their duties are performed properly;
- (d) Meet at such times and places as required by these Bylaws;
- (e) Register their addresses with the Secretary of the corporation, and notices of meetings mailed, telegraphed, or e-mailed to them at such addresses shall be valid notices thereof.

### SECTION 5. TERM OF OFFICE

Each director shall hold office for a period of **three years** and until his or her successor is elected and qualifies. Member's terms shall be staggered. Members may be elected to consecutive terms automatically unless disputed by a sitting board member.

Jason Savage (Glenn F. Dennis), the founder of the Zoe Foundation, is designated the

foundation's permanent CEO, Chairman of the Board and holds the position of director until his decease, or he is deemed unable to serve by a licensed medical staff consisting of a least three licensed physicians who must all be in agreement. The sitting board may not otherwise vote to remove Jason Savage.

After Mr. Savage's decease paragraph two, above, will not apply to any future director, board member or CEO. All members and positions will be determined by the sitting board.

#### SECTION 6. COMPENSATION

Directors shall serve without compensation except that a reasonable fee may be paid to 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.

#### SECTION 7. PLACE OF MEETINGS

Meetings shall be held at the principal office of the corporation unless otherwise provided by the board or at such other place as may be designated from time to time by resolution of the Board of Directors.

If the Zoe Foundation, Inc. receives less than \$25,000 in public support per year the Board of Directors has the option of using teleconferencing to conduct its meetings.

#### SECTION 8. REGULAR MEETINGS

There shall be three (3) regularly scheduled meetings of the Board of Directors. These shall be held on the first Saturday of the month at 10:00 AM in February, June, and October.

At the regular meeting of directors held **in June of each year**, directors shall be elected by the Board of Directors.

#### SECTION 9. SPECIAL MEETINGS

Special meetings of the Board of Directors may be called by the Chairperson of the Board, the President, the Vice-President, the Secretary, by any two directors, or, if different, by the persons specifically authorized under the laws of this state to call special meetings of the board. Such meetings shall be held at the principal office of the corporation or at a location agreed to among the board of directors.

#### SECTION 10. NOTICE OF MEETINGS

Unless otherwise provided by the Articles of Incorporation, these Bylaws, or provisions of law, the following provisions shall govern the giving of notice for meetings of the board of directors:

(a) Regular Meetings, No notice need be given of any regular meeting of the board of directors.

(b) Special Meetings, At least one week prior notice shall be given by the Secretary of the corporation to each director of each special meeting of the board. Such notice may be oral or written, may be given personally, by first class mail, by telephone, by facsimile machine, or by e-mail and shall state the place, date and time of the meeting and the matters proposed to be acted upon at the meeting. In the case of facsimile notification or e-mail, the director to be contacted shall acknowledge personal receipt of the facsimile or e-mail notice by a return message or telephone call within twenty four hours of receipt of such transmission.

(c) Waiver of Notice, Whenever any notice of a meeting is required to be given to any director of this corporation under provisions of the Articles of Incorporation, these Bylaws, or the law of this state, a waiver of notice in writing signed by the director, whether before or after the time of the meeting, shall be equivalent to the giving of such notice.

## SECTION 11. QUORUM FOR MEETINGS

A quorum shall consist of a majority of the members of the Board of Directors.

Except as otherwise provided under the Articles of Incorporation, these Bylaws, or provisions of law, no business shall be considered by the board at any meeting at which the required quorum is not present, and the only motion which the Chair shall entertain at such meeting is a motion to adjourn.

## SECTION 12. MAJORITY ACTION AS BOARD ACTION

Every act or decision done or made by a majority of the directors present at a meeting duly held at which a quorum is present is the act of the Board of Directors, unless the Articles of Incorporation, these Bylaws, or provisions of law require a greater percentage or different voting rules for approval of a matter by the board.

## SECTION 13. CONDUCT OF MEETINGS

Meetings of the Board of Directors shall be presided over by the Chairperson of the Board, or, if no such person has been so designated or, in his or her absence, the President of the corporation or, in his or her absence, by the Vice President of the corporation or, in the absence of each of these persons, by a Chairperson chosen by a majority of the directors present at the meeting. The Secretary of the corporation shall act as secretary of all meetings of the board, provided that, in his or her absence, the presiding officer shall appoint another person to act as Secretary of the Meeting.

## SECTION 14. VACANCIES

Vacancies on the Board of Directors shall exist (1) on the death, resignation or removal of any director.

Any director may resign effective upon giving written notice to the Chairperson of the Board, the President, the Secretary, or the Board of Directors, unless the notice specifies a later

time for the effectiveness of such resignation. No director may resign if the corporation would then be left without a duly elected director or directors in charge of its affairs, except upon notice to the Office of the Attorney General or other appropriate agency of this state.

Directors may be removed from office, with or without cause, as permitted by and in accordance with the laws of this state. A majority vote by the board is needed to remove a director with the **only** exception being stated under SECTION 5, page 4.

Unless otherwise prohibited by the Articles of Incorporation, these Bylaws or provisions of law, vacancies on the board may be filled by approval of the board of directors. If the number of directors then in office is less than a quorum, a vacancy on the board may be filled by approval of a majority of the directors then in office or by a sole remaining director. A person elected to fill a vacancy on the board shall hold office until the next election of the Board of Directors or until his or her death, resignation or removal from office.

#### SECTION 15. NON-LIABILITY OF DIRECTORS

The directors shall not be personally liable for the debts, liabilities, or other obligations of the corporation provided no willful attempt was made to defraud the corporation or circumvent or disregard regulations pertaining to the keeping of wild animals within the operational jurisdiction of the Zoe Foundation, Inc.

#### SECTION 16. INDEMNIFICATION BY CORPORATION OF DIRECTORS AND OFFICERS

The directors and officers of the corporation shall be indemnified by the corporation to the fullest extent permissible under the laws of this state.

#### SECTION 17. INSURANCE FOR CORPORATE AGENTS

Except as may be otherwise provided under provisions of law, the Board of Directors may adopt a resolution authorizing the purchase and maintenance of insurance on behalf of any agent of the corporation (including a director, officer, employee or other agent of the corporation) against liabilities asserted against or incurred by the agent in such capacity or arising out of the agent's status as such, whether or not the corporation would have the power to indemnify the agent against such liability under the Articles of Incorporation, these Bylaws or provisions of law.

### ARTICLE 4 OFFICERS

#### SECTION 1. DESIGNATION OF OFFICERS

The officers of the corporation shall be a President, a Vice President, a Secretary, and a Treasurer. The corporation may also have a Chairperson of the Board. The office of Secretary and Treasurer may be combined.

## SECTION 2. QUALIFICATIONS

Any person who is of legal age may serve as officer of this corporation. All officers must be thoroughly familiar with the mission and the operation of the Zoe Foundation.

## SECTION 3. ELECTION AND TERM OF OFFICE

Officers shall be elected by the Board of Directors, at any time, and each officer shall hold office until he or she resigns or is removed or is otherwise disqualified to serve, or until his or her successor shall be elected and qualified, whichever occurs first.

## SECTION 4. REMOVAL AND RESIGNATION

Any officer may be removed, either with or without cause, by a majority vote of the Board of Directors, at any time with the **only** exception being stated under Section 5, page 4. Any officer may resign at any time by giving written notice to the Board of Directors or to the President or Secretary of the corporation. Any such resignation shall take effect at the date of receipt of such notice or at any later date specified therein, and, unless otherwise specified therein, the acceptance of such resignation shall not be necessary to make it effective. The above provisions of this Section shall be superseded by any conflicting terms of a contract which has been approved or ratified by the Board of Directors relating to the employment of any officer of the corporation.

## SECTION 5. VACANCIES

Any vacancy caused by the death, resignation, removal, disqualification, or otherwise, of any officer shall be filled by the Board of Directors. In the event of a vacancy in any office other than that of President, such vacancy may be filled temporarily by appointment by the President until such time as the Board shall fill the vacancy. Vacancies occurring in offices of officers appointed at the discretion of the board may or may not be filled as the board shall determine.

## SECTION 6. DUTIES OF PRESIDENT

The President shall be the chief executive officer of the corporation and shall, subject to the control of the Board of Directors, supervise and control the affairs of the corporation and the activities of the officers. He or she shall perform all duties incident to his or her office and such other duties as may be required by law, by the Articles of Incorporation, or by these Bylaws, or which may be prescribed from time to time by the Board of Directors. Unless another person is specifically appointed as Chairperson of the Board of Directors, the President shall preside at all meetings of the Board of Directors. Except as otherwise expressly provided by law, by the Articles of Incorporation, or by these Bylaws, he or she shall, in the name of the corporation, execute such deeds, mortgages, bonds, contracts, checks, or other instruments which may from time to time be authorized by the Board of Directors.

## SECTION 7. DUTIES OF VICE PRESIDENT

In the absence of the President, or in the event of his or her inability or refusal to act, the Vice President shall perform all the duties of the President, and when so acting shall have all the powers of, and be subject to all the restrictions on, the President. The Vice President shall have other powers and perform such other duties as may be prescribed by law, by the Articles of Incorporation, or by these Bylaws, or as may be prescribed by the Board of Directors.

## SECTION 8. DUTIES OF SECRETARY

The Secretary shall:

Certify and keep at the principal office of the corporation the original, or a copy, of these Bylaws as amended or otherwise altered to date.

Keep at the principal office of the corporation or at such other place as the board may determine, a book of minutes of all meetings of the directors, and, if applicable, meetings of committees, recording therein the time and place of holding, whether regular or special, how called, how notice thereof was given, the names of those present or represented at the meeting, and the proceedings thereof.

See that all notices are duly given in accordance with the provisions of these Bylaws or as required by law.

Be custodian of the records and of the seal of the corporation and affix the seal, as authorized by law or the provisions of these Bylaws, to duly executed documents of the corporation.

Exhibit at all reasonable times to any director of the corporation, or to his or her agent or attorney, on request therefor, the Bylaws and the minutes of the proceedings of the directors of the corporation.

In general, perform all duties incident to the office of Secretary and such other duties as may be required by law, by the Articles of Incorporation, or by these Bylaws, or which may be assigned to him or her from time to time by the Board of Directors.

## SECTION 9. DUTIES OF TREASURER

The Treasurer shall:

Have charge and custody of, and be responsible for, all funds and securities of the corporation, and deposit all such funds in the name of the corporation in such banks, trust companies, or other depositories as shall be selected by the Board of Directors.

Receive, and give receipt for, monies due and payable to the corporation from any source whatsoever.

Disburse, or cause to be disbursed, the funds of the corporation as may be directed by the Board of Directors, taking proper vouchers for such disbursements.

Keep and maintain adequate and correct accounts of the corporation's properties and business transactions, including accounts of its assets, liabilities, receipts, disbursements, gains and losses.

Exhibit at all reasonable times the books of account and financial records to any director of the corporation, or to his or her agent or attorney, on request therefor.

Render to the President and directors, whenever requested, an account of any or all of his or her transactions as Treasurer and of the financial condition of the corporation.

Prepare, or cause to be prepared, and certify, or cause to be certified, the financial statements to be included in any required reports.

In general, perform all duties incident to the office of Treasurer and such other duties as may be required by law, by the Articles of Incorporation of the corporation, or by these Bylaws, or which may be assigned to him or her from time to time by the Board of Directors.

## SECTION 10. COMPENSATION

The salaries of the officers, if any, shall be fixed from time to time by resolution of the Board of Directors. In all cases, any salaries received by officers of this corporation shall be reasonable and given in return for services actually rendered to or for the corporation.

## ARTICLE 5 COMMITTEES

### SECTION 1. EXECUTIVE COMMITTEE

The Board of Directors may, by a majority vote of its members, designate an Executive Committee consisting of board members and may delegate to such committee the powers and authority of the board in the management of the business and affairs of the corporation, to the extent permitted, and except as may otherwise be provided, by provisions of law.

By a majority vote of its members, the board may at any time revoke or modify any or all of the Executive Committee authority so delegated, increase or decrease but not below two (2) the number of the members of the Executive Committee, and fill vacancies on the Executive Committee from the members of the board. The Executive Committee shall keep regular minutes of its proceedings, cause them to be filed with the corporate records, and report the same to the board from time to time as the board may require.

### SECTION 2. OTHER COMMITTEES

The corporation shall have such other committees as may from time to time be designated

by resolution of the Board of Directors. These committees may consist of persons who are not also members of the board and shall act in an advisory capacity to the board.

### SECTION 3. MEETINGS AND ACTION OF COMMITTEES

Meetings and action of committees shall be governed by, noticed, held and taken in accordance with the provisions of these Bylaws concerning meetings of the Board of Directors, with such changes in the context of such Bylaw provisions as are necessary to substitute the committee and its members for the Board of Directors and its members, except that the time for regular and special meetings of committees may be fixed by resolution of the Board of Directors or by the committee. The Board of Directors may also adopt rules and regulations pertaining to the conduct of meetings of committees to the extent that such rules and regulations are not inconsistent with the provisions of these Bylaws.

## ARTICLE 6 EXECUTION OF INSTRUMENTS, DEPOSITS AND FUNDS

### SECTION 1. EXECUTION OF INSTRUMENTS

The Board of Directors, except as otherwise provided in these Bylaws, may by resolution authorize any officer or agent of the corporation to enter into any contract or execute and deliver any instrument in the name of and on behalf of the corporation, and such authority may be general or confined to specific instances. Unless so authorized, no officer, agent, or employee shall have any power or authority to bind the corporation by any contract or engagement or to pledge its credit or to render it liable monetarily for any purpose or in any amount.

### SECTION 2. CHECKS AND NOTES

Except as otherwise specifically determined by resolution of the Board of Directors, or as otherwise required by law, checks, drafts, promissory notes, orders for the payment of money, and other evidence of indebtedness of the corporation shall be signed by the Treasurer and countersigned by the President of the corporation.

At no time may the President, Vice President, Secretary, or Treasurer in the name of the corporation, execute such deeds, mortgages, bonds, contracts, checks, or other instruments which a sum greater than \$10,000 without approval of the Board of Directors.

### SECTION 3. DEPOSITS

All funds of the corporation shall be deposited from time to time to the credit of the corporation in such banks, trust companies, or other depositories as the Board of Directors may select.

### SECTION 4. GIFTS

The Board of Directors may accept on behalf of the corporation any contribution, gift, bequest, or devise for the nonprofit purposes of this corporation.

ARTICLE 7  
CORPORATE RECORDS, REPORTS AND SEAL

SECTION 1. MAINTENANCE OF CORPORATE RECORDS

The corporation shall keep at its principal office:

- (a) Minutes of all meetings of directors and committees of the board;
- (b) Adequate and correct books and records of account, including accounts of its properties and business transactions and accounts of its assets, liabilities, receipts, disbursements, gains and losses;
- (c) A copy of the corporation's Articles of Incorporation and Bylaws, the original signed and dated set and the set as amended to date, which shall be open to inspection by the staff, and volunteers, if any, of the corporation at all reasonable times during office hours.

SECTION 2. CORPORATE SEAL

The corporate seal of the Corporation shall consist of two concentric circles between which is the name of the Corporation and in the center of which is inscribed SEAL with the year 2000 and the name of the state, and such seal, as impressed on the margin hereof, is hereby adopted as the corporate seal of the Corporation. Such seal shall be kept at the principal office of the corporation. Failure to affix the seal to corporate instruments, however, shall not affect the validity of any such instrument.

SECTION 3. FISCAL YEAR

Unless otherwise decided by the Board of Directors the fiscal year of the Corporation shall be from January 1 through December 31.

SECTION 4. DIRECTORS' INSPECTION RIGHTS

Every director shall have the absolute right at any reasonable time to inspect and copy all books, records and documents of every kind and to inspect the physical properties of the corporation and shall have such other rights to inspect the books, records and properties of this corporation as may be required under the Articles of Incorporation, other provisions of these Bylaws, and provisions of law.

SECTION 5. RIGHT TO COPY AND MAKE EXTRACTS

Any inspection under the provisions of this Article may be made in person or by agent or attorney and the right to inspection shall include the right to copy and make extracts.

## SECTION 6. PERIODIC REPORT

The board shall cause any annual or periodic report required under law to be prepared and delivered to an office of this state of this corporation, to be so prepared and delivered within the time limits set by law.

## ARTICLE 8 IRC 501 (c) (3) TAX EXEMPTION PROVISIONS

### SECTION 1. LIMITATIONS ON ACTIVITIES

No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation [except as otherwise provided by Section 501(h) of the Internal Revenue Code], and this 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 provisions of these Bylaws, this corporation shall not carry on any 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 (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

### SECTION 2. PROHIBITION AGAINST PRIVATE INUREMENT

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to its directors or trustees, 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 of this corporation.

### SECTION 3. DISTRIBUTION OF ASSETS

Upon the dissolution of the corporation, the Board of Directors shall, after paying and making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated primarily for the purpose of (1) saving the endangered tiger (*panthera tigris*), or (2) saving other endangered carnivores (a) if the tiger is no longer endangered, (b) it is no longer a viable project due to limited numbers, or (c) has ceased to exist and at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Superior Court of the county in which the principle office of the corporation is then located for the purpose (1) saving the endangered tiger (*panthera tigris*), or (2) saving other endangered carnivores (a) if the tiger is no longer endangered, (b) it is no longer a viable project due to limited numbers, or (c) has ceased to exist and at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code. If the Board of Directors disposes of the corporation's assets a unanimous vote by the board is needed to allocate those

funds to any selected organization or organizations.

#### SECTION 4. PRIVATE FOUNDATION REQUIREMENTS AND RESTRICTIONS

In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

### ARTICLE 9 REPEAL AND AMENDMENT OF BYLAWS

#### SECTION 1. REPEAL OF BYLAWS

A unanimous affirmative vote by the **entire** Board of Directors is needed to repeal the bylaws of the Zoe Foundation, Inc.

#### SECTION 2. AMENDMENT

Except as otherwise provided herein these by-laws may be amended by the affirmative vote of the Board of Directors then holding office at any regular or special meeting of the Board of Directors. The Board of Directors shall have *no* power to adopt a by-law:

- (1) Requiring approval by less than a unanimous vote by the Board.
- (2) Providing for the overall management of the Corporation other than by the Board of Directors.
- (3) Increasing or decreasing the number of Directors.
- (4) Changing the mission of the Zoe Foundation, Inc., the two exceptions being
  - a) The tiger has become extinct.
  - b) The tiger is no longer classified by ISIS or other determining body as endangered.

#### SECTION 3. CHANGE IN TAX EXEMPT STATUS OR PRESERVE LOCATION

On any move that would change the tax-exempt status or the location of a Zoe Foundation, Inc. preserve a unanimous affirmative vote by the entire board is required.

### ARTICLE 10 CONSTRUCTION AND TERMS

If there is any conflict between the provisions of these Bylaws and the Articles of Incorporation of this corporation, the provisions of the Articles of Incorporation shall govern.

Should any of the provisions or portions of these Bylaws be held unenforceable or invalid for any reason, the remaining provisions and portions of these Bylaws shall be unaffected by such holding.

All references in these Bylaws to the Articles of Incorporation shall be to the Articles of Incorporation, Articles of Organization, Certificate of Incorporation, Organizational Charter, Corporate Charter, or other founding document of this corporation filed with an office of this state and used to establish the legal existence of this corporation.

All references in these Bylaws to a section or sections of the Internal Revenue Code shall be to such sections of the Internal Revenue Code of 1986 as amended from time to time, or to corresponding provisions of any future federal tax code.

MISSION STATEMENT

The Zoe Foundations mission is to attempt to save the tiger, *panthera tigris*, as a species through captive breeding and sound scientific genetic management of a captive population. This captive population may be a generic or pure sub-species. Reintroduction in the wild will be attempted when safe ranges are determined to exist. Other selected carnivores may be included in this attempt, but the main focus is on the tiger. The Zoe Foundation is not set up as a rescue facility, although rescue is an option on a case by case basis.

We, the Board of Directors, do certify that these bylaws, consisting of 16 pages, are the original bylaws of the Zoe Foundation, Inc.

Signed	<u><i>Glen F. Dennis</i></u>	<u>July 21, 2000</u>
		Date
Signed	<u><i>Larry E. Mayberry</i></u>	<u>July 21, 2000</u>
		Date
Signed	<u><i>Vikki L. Schmitt</i></u>	<u>July 25, 2000</u>
		Date
Signed	_____	_____
		Date
Signed	_____	_____
		Date

## Use of the Registered Zoe Logo



The registered Zoe logo shall be used **solely** to represent The Zoe Foundation, Inc. and the funds and efforts directed toward **saving the endangered tiger**. Licensing of the logo shall be done upon agreement that a percentage of profits from goods sold by licensed companies bearing the logo go to The Zoe Foundation, Inc. That percentage is to be agreed upon by The Zoe Foundation's board of directors.

In no cases shall the Zoe logo be used, displayed on, or associated with the following products/sites:

- 1) Tobacco products (any type)
- 2) Pornography
- 3) Beverages containing alcohol
- 4) Guns or ammunition
- 5) Products of a sexual nature
- 6) Websites carrying any of the above
- 7) Offensive materials or publications

This document is to be attached to The Zoe Foundation, Inc. Bylaws.