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FLORIDA PROFIT/NON PROFIT CORPORATION  
MISEIT ANIMAL RESCUE, INC.

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**ARTICLES OF INCORPORATION  
OF  
MISFIT ANIMAL RESCUE, INC.**

The undersigned natural person of the age of 18 years or more, acting as incorporator of a corporation not for profit under Chapter 617 of the Florida Statutes, does hereby adopt the following Articles of Incorporation for such corporation:

**ARTICLE I - NAME**

The name of this corporation is Misfit Animal Rescue, Inc., a Florida not-for-profit corporation.

**ARTICLE II - DURATION**

This corporation shall have perpetual existence and this existence shall commence on the date of execution and acknowledgment of these Articles.

**ARTICLE III - PURPOSES**

The general purposes for which this corporation is organized is to prevent cruelty to animals by stopping the flow of unwanted animals into shelters that euthanize pets and to provide resources to the community to provide education and information on responsible pet ownership and the importance of spay and neuter to prevent over population of unwanted animals. The corporation is also dedicated and has the mission to rescue animals that are homeless or are in high kill shelters and provide services to place them in loving, permanent homes.

In general to do any and all acts and things and to exercise any and all powers which now or hereafter are lawful for the corporation to do or exercise under and pursuant to the laws of the State of Florida for the purpose of accomplishing any of the purposes of the corporation.

The purposes for which this corporation is organized shall be limited to those which are strictly charitable. In no event shall this corporation engage in any activity which would be contrary to the purposes and activities: (1) permitted to be engaged in by any organization the activities of which are exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986; or (2) of a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, and the applicable rules and regulations thereunder.

The corporation shall not engage, nor shall any of its funds, property or income be used in

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carrying on propaganda or otherwise attempting to influence legislation, nor shall the corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office, nor shall the corporation engage in subversive activities.

The corporation shall not be operated for the primary purpose of carrying on an unrelated trade or business as defined in Section 513 of the Internal Revenue Code of 1986, as hereafter amended, and the applicable rules and regulations thereunder.

No compensation shall be paid to any member, officer, director, trustee, creator or organizer of the corporation or substantial contributor to it except as the reasonable allowance for services actually rendered to or for the corporation.

The corporation is organized to serve public interest. Accordingly it shall not be operated for the benefit of private interest.

#### ARTICLE IV – POWERS

The corporation shall have all the powers granted to not for profit corporations under the laws of the State of Florida which are necessary or convenient to effect any and all purposes for which the corporation is organized. In no event, however, shall the corporation have or exercise any power which would cause it not to qualify as a tax-exempt organization under Section 501(c)(3) or Section 170 of the Internal Revenue Code of 1986 as amended and the applicable rules and regulations thereunder nor shall the corporation engage directly or indirectly in any activity which would cause the loss of such qualification. No part of the assets or the net earnings, current or accumulated, of the corporation shall inure to the benefit of any particular individual.

#### ARTICLE V – MEMBERS

The initial members of the corporation shall consist of the officers and board of directors named herein. Additional members will be voted into the corporation in accordance with the bylaws of the corporation.

#### ARTICLE VI – OFFICERS AND DIRECTORS

The affairs of the corporation shall be managed by a Board of Directors consisting of not less than three (3) nor more than seven (7) persons. The number of directors shall be fixed in the Bylaws of this corporation. Annual elections will be held on the 31<sup>st</sup> day of December of each year or such other date as selected by the Board of Directors. Election shall be by a majority vote of the members of this corporation in attendance at the annual meeting of the membership of this corporation.

The officers of the corporation shall consist of a President, Vice President, and

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Secretary/Treasurer. Each officer shall serve for a term of one (1) year beginning the 1<sup>st</sup> day of the month immediately following his election by a majority of the Board of Directors at the annual meeting of the Board of Directors. Officers may be re-elected to serve subsequent terms. In the event of a vacancy on the Board of Directors or in any office for any reason, the Board of Directors shall fill such vacancy for the unexpired term.

#### **ARTICLE VII – NAMES OF OFFICERS**

The names of the officers who are to serve until the first election under the Articles of Incorporation are as follows:

Brenda J. Weber	President
Kent D. Weber	Vice President
Mattie Foley	Secretary/Treasurer

#### **ARTICLE VIII - INITIAL BOARD OF DIRECTORS**

This corporation shall have three (3) director(s) initially. The number of directors may be either increased or diminished from time to time by the By-Laws, but shall never be less than three. The name and address of the initial directors of this corporation are:

Brenda J. Weber	17500 Tuscanooga Road, Groveland, FL 34736
Kent D. Weber	17500 Tuscanooga Road, Groveland, FL 34736
Mattie Foley	5129 Lake Nina Drive, Orlando, FL 32810

#### **ARTICLE IX – BYLAWS**

The Bylaws of the corporation shall be initially approved by a majority vote of the Board of Directors and thereafter may be altered or rescinded by a majority vote of the Members at the annual meeting of the members at a duly called meeting of the Members in accordance with the Bylaws.

#### **ARTICLE X – AMENDMENTS TO ARTICLES OF INCORPORATION**

These Articles of Incorporation may be amended in the manner provided by law.

#### **ARTICLE XI – DISSOLUTION**

Upon the liquidation or dissolution of the corporation, it's assets, if any, remaining after payment (or provision for payment) of all liabilities of the corporation, shall be distributed to and only to, any one or more organizations qualified as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, and the applicable rules and regulations thereunder. No part of

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