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**FLORIDA PROFIT/NON PROFIT CORPORATION
THE PONCE ANIMAL FOUNDATION, INC.**

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**ARTICLES OF INCORPORATION
OF
THE PONCE ANIMAL FOUNDATION, INC.
A Florida not-for-profit corporation**

**ARTICLE I
NAME**

The name of this Corporation shall be: The Ponce Animal Foundation, Inc.

**ARTICLE II
DURATION**

The duration of this Corporation is perpetual.

**ARTICLE III
NOT-FOR-PROFIT**

The Corporation is a not-for-profit corporation under Chapter 617 of the Florida Statutes. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its members, directors or officers, except to the extent permissible under these Articles of Incorporation, under the law, and under Section 501(c)(3) (or other applicable law) of the United States Internal Revenue Code of 1986 (the "Code"). No member will have any vested right, interest or privilege in or to the assets, income or property of the Corporation, and no part of the income or assets of the Corporation will be distributable to or for the benefit of its members, except to the extent permissible under these Articles of Incorporation, under the law, and under Section 501(c)(3) of the Code (or other applicable law).

**ARTICLE IV
PURPOSE**

The purposes of the Corporation shall be exclusively charitable in nature, to-wit: To engage exclusively in activities for charitable purposes, within the meaning of Section 501(c)(3) of the Code (or the corresponding provisions of any future federal tax code), and within these restrictions, to engage in activities ensuring the health and safety of animals that are homeless, abused, affected by natural disaster, indigent or are victims of domestic violence.

**ARTICLE V
TAX EXEMPT STATUS**

It is intended that the Corporation shall have the status of a corporation that is exempt from federal income taxation under section 501(a) of the Code (or other applicable law) as an organization described in Section 501(c)(3) of the Code (or other applicable law) and which is other than a private foundation as defined in Section 509 of the Code. These Articles will be construed accordingly, and all powers and activities of the Corporation will be limited accordingly. All references in these Articles to sections of the Internal Revenue Code or Code

will be considered references to the Internal Revenue Code of 1986, as it may be amended from time to time, and to the corresponding provisions of any similar Law subsequently enacted. No substantial part of the activities of the Corporation shall be the carrying on of propoganda 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 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 (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future federal tax code), or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future federal tax code).

ARTICLE VI OPERATING ACTIVITIES

The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code. The Corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The Corporation won't retain any excess business holding as defined in Section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The Corporation won't make any investments in a manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code. The Corporation won't make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VII PRINCIPAL OFFICE

The street address of the principal office of the Corporation is 6795 Calistoga Cir, Port Orange, FL 32128 and the mailing address of the principal office of the Corporation is P.O. Box 291893 Port Orange, FL 32129.

ARTICLE VIII REGISTERED AGENT

The name and address of the registered agent of the Corporation is Palmetto Charter Services, Inc., a Florida corporation, 149 S. Ridgewood Avenue, Suite 700, Daytona Beach, Florida 32114.

ARTICLE IX BOARD OF DIRECTORS

The future election or appointment of the Directors shall be as prescribed in the bylaws. The names and addresses of the persons who are to act in the capacity of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Deborah F. Darino	6795 Calistoga Cir. Port Orange, FL 32128
Rosemary Rocini-Grace	198 Humphrey Rd Lake Mary, FL 32746
Courtney C. Kilbourne	P.O. Box 4154 Ormond Beach, FL 32175
Michele Weise	1313 Margina Ave Daytona Beach, FL 32114

**ARTICLE X
DISSOLUTION**

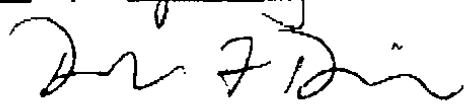
Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future federal tax code), as the Board of Directors shall determine.

**ARTICLE XI
INCORPORATOR**

The name and address of the incorporator of this corporation is as follows:

Deborah F. Darino
6795 Calistoga Cir.
Port Orange, FL 32128

IN WITNESS WHEREOF, the undersigned incorporator does hereby execute and acknowledge these Articles of Incorporation, this 30th day of January, 2023.

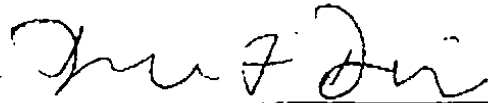


Deborah F. Darino, Incorporator

**CERTIFICATE DESIGNATING REGISTERED AGENT AND
STREET ADDRESS FOR SERVICE OF PROCESS**

Pursuant to Section 617.0501, Florida Statutes, THE PONCE ANIMAL FOUNDATION, INC. hereby designates Palmetto Charter Services, Inc., a Florida corporation located at 149 S. Ridgewood Avenue, Suite 700, Daytona Beach, Florida 32114 as its registered agent and the street address of its registered office, respectively, for service of process within the State of Florida.

THE PONCE ANIMAL FOUNDATION,
INC.

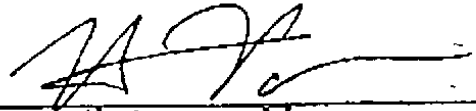


Deborah F. Darino, Incorporator

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the foregoing designation as registered agent of THE PONCE ANIMAL FOUNDATION, INC. for service of process within the State of Florida.

PALMETTO CHARTER SERVICES, INC.,
a Florida corporation



By: Heather Vasops
Title: Vice President