

N 99000000419

LAW OFFICES

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PARKSIDE PLAZA  
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October 19, 1998

Secretary of State  
State of Florida  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32301

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\*\*\*\*122.50 \*\*\*\*78.75

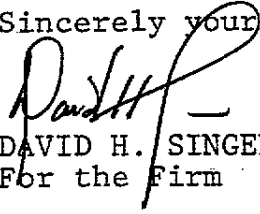
Re: Articles of Incorporation  
C.A.T.S., INC.  
Our file no. 19218

Dear Sir:

Enclosed herein, please find the original and one copy of the Articles of Incorporation for the above referenced corporation. Please cause the original to be recorded among the records of your department and please stamp the copy and return to us with a Certificate of Incorporation.

Additionally, please find enclosed herein, our trust account check number 57777 in the amount of \$122.50 payable to your order which represents the costs of the aforesaid Articles of Incorporation that your office requires.

Sincerely yours,

  
DAVID H. SINGER  
For the Firm

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FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

January 25, 1999

DAVID H. SINGER, ESQ.  
PARKSIDE PLAZA  
13320 SW 128TH STREET  
MIAMI, FL 33186

SUBJECT: C.A.T.S., INC.

This letter will confirm that due to a clerical error the above referenced corporation was incorrectly filed as a PROFIT (P98000090199) corporation. Please be advised, we have corrected our records to reflect this corporation as a NOT-FOR-PROFIT corporation and assigned new document number N99000000419 with the original file date of October 22, 1998.

Any annual reports submitted this office should reflect the new document number.

We sincerely apologize for any inconvenience this error may have caused you.

Should you have any questions please feel free to contact this office at the address indicated below.

Sincerely,  
Doris McDuffie  
Corporate Specialist Supervisor  
New Filings Section

Letter number: 999A00003117

ARTICLES OF INCORPORATION  
OF  
C.A.T.S., INC.

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DIVISION OF CORPORATIONS  
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The undersigned subscribers to these Articles of Incorporation, being desirous of forming a corporation for charitable and philanthropic purposes, pursuant to the provisions of Florida Statutes 617 et. seq. hereby associate themselves together to form a corporation and the corporation so formed shall be not for profit.

ARTICLE I-NAME

The name of the corporation shall be: C.A.T.S., INC.

ARTICLE II-TERM OF EXISTENCE

This corporation is to exist perpetually and shall commence at the time of filing these Articles.

ARTICLE III-NATURE OF BUSINESS

The general nature of the objects and purposes of this Corporation shall be the control of the homeless cat population in Miami Springs and Virginia Gardens by humanely trapping and neutering stray cats and releasing feral cats back into their familiar habit and provide regular feedings and where possible try to find homes within the community for adoptable cats.

The Corporation may contract debts and borrow money, issue and sell or pledge bonds, debentures, notes and other evidences of indebtedness, and execute such mortgages, transfers of corporate property or instruments to secure the payment of corporate indebtedness.

To conduct business in, have one or more offices in, and buy,

hold, mortgage, sell, convey, lease or otherwise dispose of real and personal property, including franchises, patents, copyrights, trademarks and licenses in the State of Florida and in all other jurisdictions, states and countries.

To purchase the assets of other corporations and to engage in the business of that corporation or other business.

To guarantee, endorse, purchase, hold, sell, transfer, mortgage pledge, or otherwise acquire or dispose of the shares of capital stock of, any bonds, securities,, or other evidence of indebtedness created by any corporation of the State of Florida or any other state or government, and while the owner of such stock to exercise all the rights, powers and privileges of ownership, including the right to vote such stock.

#### ARTICLE IV-QUALIFICATION OF MEMBERS

The membership of this Corporation shall constitute all the persons hereinafter named as subscribers and such other persons as, from time to time hereafter, may become members, in the manner provided for in the By-laws. Membership shall be classified as voting and non-voting as set forth in the By-laws.

#### ARTICLE V-INITIAL PRINCIPAL OFFICE

The initial principal office and mailing address of the corporation shall be: c/o Law Offices DAVID HARRIS SINGER, 13320 SW 128th Street, Miami, Florida, 33186.

#### ARTICLE VI-INITIAL REGISTERED OFFICE

The initial registered office of the corporation shall be: c/o Law Offices DAVID HARRIS SINGER, 13320 SW 128th Street, Miami, Florida, 33186.

ARTICLE VII-INITIAL REGISTERED AGENT

The initial registered agent upon whom service of process shall be made is: David H. Singer, Esq., 13320 SW 128th Street, Miami, Florida, 33186.

ARTICLE VIII-BOARD OF DIRECTORS

Section 1. The business affairs of the Corporation shall be managed by its Board of Directors. This Corporation shall have five (5) directors initially. The number of directors may be increased from time to time, by the By-laws, but shall never be less than five (5).

Section 2. The Board of Directors shall be elected in the manner set forth in the By-laws and hold office in accordance with the By-laws.

Section 3. The names and addresses of the persons who are to serve as the directors for the ensuing year, or until the first annual meeting of the Corporation and their respective terms of office are:

THREE YEARS

CINDY LEE	272 Canal Street Miami Springs, Florida 33166
CAROL DODGEN	6400 NW 41st Street Miami Springs, Florida 33166

TWO YEARS

PAT GEORGE	3940 NW 64th Avenue Miami Springs, Florida 33166
ANNE de la TORRIENTE	3930 NW 64th Avenue Miami Springs, Florida 33166

ONE YEAR

ELLEN NEUGENT	267 Corydon Drive Miami Springs, Florida 33166
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ARTICLE IX-OFFICERS

Section 1. The officers of the Corporation shall be a President, a Vice President, a Secretary and a Treasurer and such other officers as may be provided for in the By-laws.

Section 2. The names of the persons who are to serve as the officers of the Corporation until the first meeting of the Board of Directors are:

CINDY LEE	President
CAROL DODGEN	Vice-President
PAT GEORGE	Secretary
ANNE de la TORRIENTE	Treasurer

ARTICLE X-SUBSCRIBERS

The names and post office addresses of the subscribers are:

CINDY LEE	272 Canal Street Miami Springs, Florida 33166
CAROL DODGEN	6400 NW 41st Street Miami Springs, Florida 33166
PAT GEORGE	3940 NW 64th Avenue Miami Springs, Florida 33166
ANNE de la TORRIENTE	3930 NW 64th Avenue Miami Springs, Florida 33166
ELLEN NEUGENT	267 Corydon Drive Miami Springs, Florida 33166

ARTICLE XI-AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the members and approved at a member's meeting by a majority of the members entitled to vote thereon.

*Cindy Lee*  
CINDY LEE

*Carol Dodgen*  
CAROL DODGEN

*Pat George*  
PAT GEORGE

*Anne de la Torriente*  
ANNE de la TORRIENTE

*Ellen Neugent*  
ELLEN NEUGENT

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DIVISION OF CORPORATIONS  
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STATE OF FLORIDA )  
COUNTY OF MIAMI-DADE ) SS

BEFORE ME, the undersigned authority, personally appeared, CINDY LEE; CAROL DODGEN; PAT GEORGE; ANNE de la TORRIENTE and ELLEN NEUGENT, all personally known to me and who after first being duly sworn deposes and says that they have executed the foregoing Articles of Incorporation for the purposes therein expressed.

SWORN TO and SUBSCRIBED this 19 day of October, 1998.

My Commission Expires:  EVELYN ARVIZU  
COMMISSION # CC633857  
EXPIRES MAR 27, 2001  
BONDED THROUGH ATLANTIC BONDING CO., INC.  
*Evelyn Arvizu*  
NOTARY PUBLIC, State of Florida

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in that capacity and agree to comply with applicable law.

*David H. Singer*  
DAVID H. SINGER