

No 4000004212

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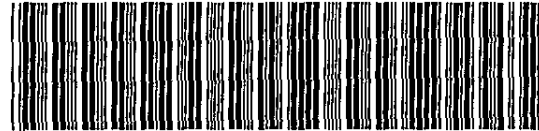
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April 23, 2004

Department of State  
Division of Corporations  
Corporate Filings  
409 East Gaines Street  
Tallahassee, FL 32399

Attention: Valerie Ingram

VIA FEDERAL EXPRESS

Mutts & Spots Pet Sanctuary, Inc.—Certificate of Incorporation

Dear Ms. Ingram:

I am enclosing, pursuant to our telephone conversation this morning, the check in the amount of \$78.75 to cover the filing, registered agent and certified copy fees that was inadvertently left out of the filing package for the above-referenced Certificate of Incorporation that was sent to the Division of Corporations via Federal Express yesterday.

Thank you very much for your help with this matter.

Sincerely,



Robert E. Fletcher

CERTIFICATE OF INCORPORATION  
OF

**MUTTS & SPOTS PET SANCTUARY, INC.**

UNDER SECTION 617, FLORIDA STATUTES

\*\*\*\*\*

The undersigned INCORPORATOR, for the purpose of forming a corporation pursuant to the Florida Not for Profit Corporation Act, does hereby adopt the following Articles of Incorporation:

**ARTICLE I: NAME**

The name of the corporation shall be

**Mutts & Spots Pet Sanctuary, Inc.**

**ARTICLE II: PRINCIPAL OFFICE**

The principal place of business and mailing address of the corporation shall be as follows:

1888 McKinley Street  
Clearwater, Florida 33765

**ARTICLE III: PURPOSE**

The specific purposes for which the corporation is formed are as follows:  
To rescue abused pets; to provide a safe haven for the old and sick pets; to establish outreach programs for the public; to hold spray and neuter events; to work for the end of animal abuse and child abuse.

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NOTARIAL PUBLIC, FLORIDA

**ARTICLE IV: MANNER OF ELECTION OF DIRECTORS**

The manner in which the directors are elected or appointed shall be as stated in the corporation's bylaws.

**ARTICLE V: LIMITATION OF CORPORATE POWERS**

At all times, and notwithstanding merger, consolidation, reorganization, termination, dissolution, or winding up of the Corporation (voluntary or involuntary or by operation of law), or any other provisions hereof:

A. The Corporation shall not possess or exercise any power or authority, whether expressly, by interpretation or by operation of law, that would pose a substantial risk of preventing it at any time from qualifying and continuing to qualify as a corporation described in section 501 (c) (3) of the Internal Revenue Code of 1986 (hereinafter referred to as the "Code"), contributions to which are deductible for federal income tax purposes, nor shall the Corporation engage directly or indirectly in any activity that would pose a substantial risk of causing the loss of such qualification under section 501 (c) (3) of the Code.

B. At no time shall the Corporation engage in any activities that are unlawful under the law of the United States, the State or any other jurisdiction where any of its activities are carried on.

C. No part of the assets or net earnings of the Corporation shall ever be used, nor shall the Corporation ever be organized or operated, for purposes that are not exclusively charitable or educational within the meaning of section 501 (c) (3) of the

Code.

D. The Corporation shall never be operated for the primary purpose of carrying on a trade or business for profit.

E. The Corporation shall not carry on propaganda or otherwise attempt to influence legislation to an extent that would disqualify it for tax exemption under section 501(c)(3) of the Code by reason of attempting to influence legislation. Nor shall the Corporation, directly or indirectly, participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of or in opposition to any candidate for public office.

F. No solicitation of contributions to the Corporation shall be made, and no gift, bequest, or devise to the Corporation shall be accepted, upon any condition or limitation that would pose a substantial risk of causing the Corporation to lose its federal income tax exemption.

G. Pursuant to the prohibition contained in section 501(c)(3) of the Code, no part of the net earnings, current or accumulated, of the Corporation shall ever inure to the benefit of any private individual.

H. All references contained in these Articles to the Internal Revenue Code of 1986, or to "the Code," shall be deemed to refer to the Internal Revenue Code of 1986, and the Regulations established thereto, as they now exist or as they may hereafter be amended. Any reference contained in these Articles to a specific section or chapter of the Code shall be deemed to refer to such section or chapter and the

Regulations established pursuant thereto as they may now exist or as they may hereafter be amended, and to any corresponding provision of any future United States Internal Revenue law and any Regulations established pursuant thereto.

**ARTICLE VI: DISPOSITION OF THE CORPORATION'S ASSETS ON DISSOLUTION**

Upon the termination, dissolution, or winding up of the Corporation in any manner or for any reason, voluntary or involuntary, its assets, if any, remaining after the payment or provision for payment of all liabilities of the Corporation shall be distributed to, and only to, one or more organizations described in section 501(c)(3) of the Code organized and operated exclusively for charitable and educational purposes.

**ARTICLE VII: INITIAL DIRECTORS AND OFFICERS**

The initial directors and officers are as follows:

James and Maria Littler, directors;  
Maria Littler, President;  
Trevor M. Chin, Vice President  
Diana Hines, Media Relations.

**ARTICLE VIII: INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and address of the initial registered agent is as follows:

Maria Littler  
1888 McKinley Street  
Clearwater, Florida 33765

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JULIAN V. S. ET AL.

## ACCEPTANCE BY REGISTERED AGENT

*Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.*

Maria Littler  
Maria Littler

April 21-04  
Date

ARTICLE IX: INCORPORATOR

The name and street address of the Incorporator to these Articles of Incorporation are as follows:

Maria Littler  
1888 McKinley Street  
Clearwater, Florida 33765

IN WITNESS WHEREOF, I have made and signed this Certificate of Incorporation this 20th day of April, AD 2004.

Maria Littler  
Maria Littler