

PD0000006205

TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

FILED
00 SEP 18 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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*****78.75 *****78.75

SUBJECT: CAPIGGY'S CRITTERS, INC.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for:

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☒ \$78.75
Filing Fee
& Certified Copy

☐ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: MARLENE CRUZ MORATO
Name (Printed or typed)
7155 S.W. 47 Street, Suite 311
Address
Miami, FL 33155
City, State & Zip
(305) 662-1058
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

9/19

ARTICLES OF INCORPORATION
CAPIGGY'S CRITTERS, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby subscribe to these Articles of Incorporation for the purpose of becoming a charitable not for profit corporation promoting the humane treatment of animals, including the care, protection, and placement of stray or unwanted animals; and paying for the spaying or neutering of pets whose owners cannot afford the cost, and any other legal purpose permitted under the laws of the State of Florida and of the United States of America.

ARTICLE I

NAME

The name of the corporation is:

Capiggy's Critters, Inc. (hereinafter,
"Corporation").

ARTICLE II

NATURE OF BUSINESS

Be an advocate for all animals and provide education when possible that underscores the kinship and kindness for every life. Promoting the humane treatment of animals, including the care, protection, and placement of stray or unwanted animals; and paying for the health care, vaccines, spaying or neutering of homeless pets or pets whose owners cannot afford the cost, and any other legal purpose permitted under the laws of the State of Florida and of the United States of America.

ARTICLE III

MANNER OF ELECTION

Election of officers and Board of Directors shall be by written ballot only, unless one candidate shall have been nominated for a post, in which event the President may instruct the Secretary to cast a unanimous ballot. Such election shall take place at the Annual Meeting. Those officers elected shall be installed and assume duties at the annual instillation which will be held within three (3) weeks of the election. These elected Officers shall hold office until their successors are installed, unless removed for cause. A unanimous vote shall be necessary for the election of any Officer or Director.

ARTICLE IV

TERM OF EXISTENCE

This corporation shall have a perpetual existence.

ARTICLE V

PRINCIPAL PLACE OF BUSINESS

The initial principal office of this corporation is to be located at 7155 S.W. 47th Street, Suite 311, Miami, Florida 33155.

ARTICLE VI

NUMBER OF DIRECTORS

The number of directors of this corporation shall be five (5) initially, but may be increased according to the by-laws adopted by the directors.

ARTICLE VII

INITIAL DIRECTORS

The name and street address of the first Board of Directors and Incorporators who, subject to the provisions of these Articles of Incorporation, the by-laws and laws of Florida, shall hold office for the first year of this corporation's existence or until their successors are elected and have qualified, are as follows:

| | |
|--------------------------|--|
| President/Director: | Pam Roenfeldt Mero 13911 S.W. 97 Avenue Miami, Florida 33176 |
| Vice-President/Director: | Larry Mero 13911 S.W. 97 Avenue Miami, Florida 33176 |
| Vice-President/Director: | Gala Cruz 13340 S.W. 99 Terrace Miami, Florida 33186 |
| Secretary/Director: | Carlo Morato 13340 S.W. 99 Terrace Miami, Florida 33186 |
| Treasurer/Director: | Marlene Cruz Morato 13340 S.W. 99 Terrace Miami, Florida 33186 |

ARTICLE VIII

AMENDMENTS

The Articles of Incorporation may be amended in the manner provided by law. The Board of Directors shall unanimously approve every amendment.

ARTICLE IX

INCORPORATOR

The incorporator of the corporation is:

Marlene Cruz Morato
Gala Cruz

ARTICLE X


REGISTERED AGENT

The registered agent upon whom service of process may be made is:

Gala Cruz
7155 S.W. 47th Street, Suite 311
Miami, Florida 33155

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.

IN WITNESS WHEREOF, the undersigned has made and subscribed these Articles of Incorporation at 7155 S.W. 47th Street, Suite 311, Miami, Florida 33155 for the use and purposes aforesaid.



Gala Cruz / Incorporator / Registered Agent

(SEAL)

ARTICLE XI

LIABILITIES OF OFFICERS AND DIRECTORS

The Corporation shall indemnify and hold harmless each officer and each director, trustee, agent, associates or beneficiary thereof, from and against any loss, expense, damage or injury suffered or sustained by it by reason of any acts, omissions or alleged acts or omissions (even if such failure to act constituted the simple negligence of such officer and such director, trustee, agent, associates or beneficiary) arising out of its activities on behalf of the Corporation or in furtherance of the interests of the Corporation, including, but not limited to, any judgments, award, settlement, reasonable attorney's fees and other costs or expenses incurred in connection with the defense of any actual or threatened action, proceeding or claim, if the acts, omissions or alleged acts or omissions upon which such actual or threatened action, proceeding or claims are based were (i) for a purpose reasonably believed to be in the best interests of the Corporation, (ii) within the scope of authority conferred on such indemnified party by these Articles, and (iii) not performed or omitted fraudulently or as a result of the gross negligence or willful malfeasance of such indemnified party.

ARTICLE XII

POWERS OF THE CORPORATION

The Corporation shall have the same powers as an individual to do all things necessary or convenient to carry out its business and affairs, subject to any limitations or restrictions imposed by applicable law or these Articles of Incorporation. No part of the net earnings of the corporation shall inure to the benefit of, or be

distributable to its members, 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 set forth in Article II hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, 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 or in opposition to 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 (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE XIII

DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located,

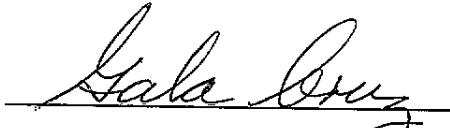
exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

STATE OF FLORIDA)
COUNTY OF DADE) ss.

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00 SEP 18 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

BE IT REMEMBERED THAT on the 13 day of September, 2000, personally appeared before the undersigned, a notary public for the State of Florida, the aforesaid incorporator of the foregoing Articles of Incorporation, to me well known to be the individual described in and who executed the foregoing Articles of Incorporation, and acknowledged the foregoing Articles of Incorporation, as his voluntary act and deed and that the facts therein set forth are true and correct.

GIVEN under my hand and official seal, this the day and year aforesaid.


NOTARY PUBLIC, State of
Florida at Large

My Commission Expires:

