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LAWRENCE R. STEINER, P.A.

ATTORNEY AT LAW  
797 Douglas Avenue  
Altamonte Springs, Florida 32714  
(407) 774-7500  
Fax (407) 774-6422

December 18, 2000

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\*\*\*\*\*78.75 \*\*\*\*\*78.75

Secretary of State  
State of Florida  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32304

ATTENTION: DIVISION OF CORPORATIONS

Re: Purrs and Paws Fur Life Animal Foundation, Inc.

Dear Sir:

Enclosed herewith please find an original and one(1) copy of Articles of Incorporation for the above corporation, along with our check of \$78.75, which represents:

1. Filing fees	35.00
2. Certified copy	8.75
3. Registered Agent	<u>35.00</u>

\$78.75

Please return a certified copy to this office.

Thank you.

Sincerely,

*Barbara Steiner*

BARBARA STEINER  
Legal Assistant

encl. -----

FILED  
00 DEC 22 PM 3:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Feb 1/2*

ARTICLES OF INCORPORATION

OF

PURRS AND PAWS FUR LIFE ANIMAL FOUNDATION, INC.

(NOT FOR PROFIT) NFP

ARTICLE I - NAME

The name of this corporation is PURRS AND PAWS FUR LIFE ANIMAL FOUNDATION, INC., whose principal office or mailing address is 639 Birgham Place, Lake Mary, Florida 32746.

ARTICLE II - DURATION

As provided in Florida Statutes, Chapter 617, this corporation shall exist in perpetuity.

ARTICLE III - PURPOSE

This corporation is organized exclusively for the purposes of rescue, adoption and sanctuary for animals, education of the public about rescue, adoption and sanctuary for animals, providing technical information to members, public relation activities, and the making of distributions to organizations organized and operating as animal rescue, adoption or sanctuary purposes that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE IV - QUALIFICATIONS FOR MEMBERSHIP

The qualifications for membership and the manner of their admission shall be regulated by the by-laws.

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00 DEC 22 PM 3:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE V - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 639 Birgham Place, Lake Mary, Florida 32746, and the name of the initial registered agent of this Corporation at that address is Denise L. Kinsey.

ARTICLE VI - INITIAL BOARD OF DIRECTORS

This corporation shall have three(3) directors initially. The number of directors may be either increased or decreased from time to time by the bylaws, but shall never be less than three(3). The names and addresses of the initial directors of this corporation are:

Denise L. Kinsey  
639 Birgham Place  
Lake Mary, Florida 32746

Lowell B. Lebis  
333 Pinetree Drive  
Lake Mary, Florida 32746

Sharon L. Kinsey  
713 Seacliff Drive  
Aptos, California 95003

ARTICLE VII - INCORPORATOR

The name and address of the person signing these articles is:

Denise L. Kinsey  
639 Birgham Place  
Lake Mary, Florida 32746

ARTICLE VIII - OFFICERS

The officers of the Corporation shall consist of a President, Vice President, Secretary and Treasurer, and such other officers as may be subsequently provided by the by-laws.

#### ARTICLE IX - ACTIVITIES

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 distribution in furtherance of the purposes set forth in Article III 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 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 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 corresponding section of any future federal tax code.

#### ARTICLE X - GOVERNMENT

The government of the Corporation shall be under the direct supervision of the officers and the board of directors.

#### ARTICLE XI - BY-LAWS

Any by-laws, not inconsistent with these Articles of

Incorporation, embodying additional provisions for the government of the Corporation, shall be adopted and may be amended by the Board of Directors.

#### ARTICLE XII - AMENDMENTS

These Articles of Incorporation may be amended only by a majority vote of the Corporation's membership at an annual meeting of the Corporation's membership, or at a special meeting of the Corporation's membership called for that purpose pursuant to the by-laws of the Corporation.

#### ARTICLE XIII - INDEMNIFICATION

In addition to any rights and duties under applicable law, the Corporation shall indemnify and hold harmless all its directors, officers, employees and agents, and former directors, officers, employees and agents from and against all liabilities and obligations, including attorney's fees, incurred in connection with any actions taken or failed to be taken by said directors, officers, employees and agents in their capacity as such, except for willful misconduct or gross negligence.

#### ARTICLE XIV - DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or 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 such assets not so disposed of shall be disposed of by the Circuit Court 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.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation, this 20<sup>th</sup> day of

December, 2000.

  
DENISE L. KINSEY, Incorporator

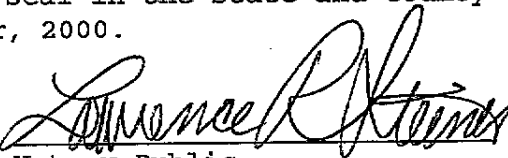
STATE OF FLORIDA

COUNTY OF SEMINOLE

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to take acknowledgments and administer oaths, personally appeared DENISE L. KINSEY, being well known to me to be the person described in and who executed the foregoing Articles of Incorporation and acknowledged before me that she subscribed to said Articles of Incorporation. DENISE L. KINSEY is personally known to me.

WITNESS my hand and official seal in the State and County last aforesaid this 20<sup>th</sup> day of December, 2000.



  
Notary Public  
My commission expires:  
(SEAL)

CERTIFICATE DESIGNATING RESIDENT AGENT

In compliance with Sections 48.091 and 617.0501, Florida Statutes, DENISE L. KINSEY, being the Incorporator of PURRS AND PAWS

FUR LIFE ANIMAL FOUNDATION, INC., a proposed Florida not for profit corporation, has named and designated DENISE L. KINSEY as its registered agent to accept service of process within the State of Florida, and has designated its registered office located at 639 Birgham Place, Lake Mary, Florida 43726.

  
DENISE L. KINSEY, Registered  
Agent

FILED  
00 DEC 22 PM 3:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA