

No 1000002951

TRANSMITTAL LETTER

April 9, 2001

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

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-04/25/01--01010--002
*****78.75 *****78.75

SUBJECT: PET RESCUE BY JUDY, INC.
(Proposed corporate name)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$78.75 for the filing fee and certified copy fee.

0980

FROM: Judith M. Sarullo
7814 Montezuma Tr.
Orlando, FL 32825
(407) 382-5991 daytime number

FILED
01 APR 24 AM 10:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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**ARTICLES OF INCORPORATION
OF
PET RESCUE BY JUDY, INC.**

Articles of Incorporation of the undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Florida, do hereby certify :

ARTICLE ONE: NAME - The name of the proposed corporation shall be: PET RESCUE BY JUDY, INC.

ARTICLE TWO: The place in this state where the principal office of the Corporation is to be located is the City of Orlando, County of Orange, at: 7814 Montezuma Tr., Orlando, FL 32825.

ARTICLE THREE: PURPOSE OF BUSINESS - Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code. The specific purpose for organizing this corporation is to rescue sick, injured and abandoned animals and provide them with medical treatment, food and shelter up until they are adopted.

ARTICLE FOUR: The names and addresses of the persons who are the initial trustees of the corporation are as follows:

Timothy Burke
7814 Montezuma Tr.
Orlando, FL 32825

Judith M. Sarullo
7814 Montezuma Tr.
Orlando, FL 32825

Mary Venturino
7814 Montezuma Tr.
Orlando, FL 32825

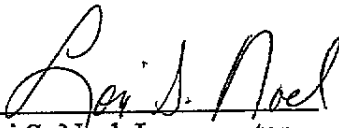
ARTICLE FIVE: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Three 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 corporations 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, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE SIX: Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of 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 such 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.

ARTICLE SEVEN: Name and address of the incorporator to these Articles of Incorporation is Lori S. Noel, Paralegal, P.O. Box 547272, Orlando, Florida 32854.

IN WITNESS WHEREOF, we have hereunto subscribed our names this 16 day of

April, 2001.


Lori S. Noel, Incorporator
P.O. Box 547272
Orlando, Florida 32854
(407) 422-0056

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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.

 4/16/01
Judith M. Sarullo/Registered Agent Date

7814 Monte Zuma Trail
Orlando, FL 32825