N01000005974

TRANSMITTAL LETTER

01 AUG 20 AM 9:44
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

300004543273--6
-08/20/01--01136--014
*****87.50 *****87.50

SUBJECT: A New Beginning Pet Care & Rescue, 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: Robert H. Whort
Name (Printed or typed)

6441 E. Colonial Drive
Address

Orlando FL 32807
City, State & Zip

407-275-2000 x 273
Daytime Telephone number

J. BRYAN AUG 22 2001

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

FILED
01 AUG 20 AM 9:44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

A NEW BEGINNING PET CARE AND RESCUE, INC.

KNOW ALL MEN BY THESE PRESENTS that the undersigned, being natural persons of the age of eighteen (18) or more and acting as incorporators of a corporation under the Florida Not For Profit Corporation Act (Chapter 617 of the Florida Statutes), adopt the following for such corporation:

ARTICLE I - NAME

The name of the corporation shall be "A New Beginning Pet Care and Rescue", INC.

ARTICLE II - PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business of this corporation and the mailing address shall be 4613 Tinsley Drive, Orlando, Florida 32839.

ARTICLE III - DURATION

The term of existence of the corporation shall be perpetual.

ARTICLE IV - PURPOSE

The purposes for which this corporation is organized are:

1. To provide safe temporary housing and medical care, if needed, to companion pets surrendered to our rescue as no longer wanted. To provide this continued care until permanent placement with new families can be obtained.

2. To promote the no-kill philosophy by guaranteeing each companion pet's sterility prior to adoption. To offer

information to the community on how to obtain low cost sterilization for their pets and to transport, if necessary, to and from the clinic for community residents who are unable to meet spay/neuter appointments on their own.

3. Solicit other donors and charitable foundations for additional funds and materials for said charitable purposes.

4. Promote and develop fund raising projects to carry out the purposes of this corporation.

5. Engage in any other lawful purpose or purposes permitted to be engaged in by non-profit corporations and to exercise all rights and powers conferred on not for profit corporations under the laws of Florida, provided however, that the corporation shall not engage in any activities or exercise any powers that are not in furtherance of the specific and primary charitable and educational purposes of the corporation.

6. This 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 503(c)(3) of the Internal Revenue Code of 1986, as amended, (or the corresponding provision of any future United States Internal Revenue law.)

7. The corporation is and shall remain a corporation not for profit. The corporation shall not have nor issue shares of stock. The corporation is not organized, nor shall it be operated for the primary purpose of generating pecuniary gain or profit, and it will not distribute any gains, profits, or dividends to the members thereof, or to any individual, 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 its specific and primary purposes.

ARTICLE V - DIRECTORS

The affairs of the corporation shall be managed by a Board of Directors. The Directors may be divided into classes if so provided in the bylaws. The number of Directors constituting the initial Board of Directors shall be seven. Thereafter, the number and manner of election of the Directors and their terms of office shall be as provided in the bylaws but in no event shall the Board of Directors consist of fewer than five (5) members.

The names of the persons who are to serve as Directors until the first election thereof are as follows: Abby Blum; Joan Frazier; Gloria Wade;Marilyn Garrett;Brannon Wright;Melanie Friere; Lisa Merlin.

ARTICLE VI - MEMBERS

The qualifications of members (if any)of the corporation, the different classes of membership (if any)and their rights, duties and obligations shall all be set forth in the bylaws if applicable.

ARTICLE VII - AMENDMENTS

These Articles of Incorporation may be amended in the manner provided in the Bylaws of the corporation.

ARTICLE VIII - INCORPORATORS

The names and residence addresses of the subscribers to these Articles of Incorporation are: Abby Blum, 4613 Tinsley Drive, Orlando Florida 32839; Joan Frazier, 1201 Murdock Boulevard, Orlando, Florida 32825.

ARTICLE IX - PROHIBITED ACTIVITIES

1. No dividends shall be paid and 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 individual

2. 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.

3. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation

a. exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, as amended, (or the corresponding provision of any future United Stated Internal Revenue law) or

b. contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, (or the corresponding provision of any future United States Internal Revenue law).

ARTICLE X - DISSOLUTION

In the event of dissolution of the corporation, the residual assets of the corporation remaining after payment of, or provision for payment of, all debts and liabilities of the corporation, shall be distributed to one or more organizations, which themselves are exempt as organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986, exclusively to accomplish public purposes and none of the assets will be distributed to any member, director, officer, or trustee of this corporation.

Any assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the Corporation is then located.

In the event this corporation shall be become a "private foundation" within the meaning of Section 509 of the Internal revenue Code of 1986, the corporation shall distribute its income for each taxable year at such time and in such manner as not to subject it to tax under Section 4942 of the Internal Revenue Code of 1986; shall not engage in any act of self dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986; shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986; shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986; and shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue code of 1986.

ARTICLE XI - REGISTERED AGENT

The name of the initial registered agent and street address of the initial registered office of the corporation shall be Abby Blum, 4613 Tinsley Drive, Orlando, Florida 32839.

IN WITNESS WHEREOF, the subscribers hereby set their hands and seals this 9 day of August, 2001.

_________________(seal)
Abby Blum

_________________(seal)
Joan Frazier

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 9 day of AUGUST, 2001, by Abby Blum, who is personally known to me or who has produced DRIVERS LIC as identification and who did take an oath that the information contained therein is true and correct to the best of her knowledge and belief.

Kathleen Bowman

Notary Public

Notary Seal

KATHLEEN BOWMAN
Notary Public - State of Florida
My Commission Expires Dec 27, 2002
Commission # CC799360

STATE OF FLORIDA

COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 9 day of AUGUST, 2001, by Joan Frazier, who is personally known to me or who has produced DRIVER'S LIC as identification and who did take an oath that the information contained therein is true and correct to the best of her knowledge and belief.

Kathleen Bowman

Notary Public

Notary Seal

KATHLEEN BOWMAN
Notary Public - State of Florida
My Commission Expires Dec 27, 2002
Commission # CC799360

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, Abby Blum, do hereby accept appointment as Registered Agent of A New Beginning Pet Care and Rescue, Inc., as provided in Article X of the foregoing Articles of Incorporation and do state that I am familiar with and accept the obligations of such Registered Agent as provided in Section 617.0501 of the Florida Statutes.

Abby Blum

Abby Blum

FILED
01 AUG 20 AM 9: 44
SECRETARY OF STATE
TALLAHASSEE, FLORIDA