Electronic Articles of Incorporation For

N01000006233 FILED August 30, 2001 Sec. Of State

COMPASSIONATE PUG RESCUE, INC.

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

Article I

The name of the corporation is:

COMPASSIONATE PUG RESCUE, INC.

Article II

The principal place of business address:

14921 WINDBLUFF STREET DAVIE, FL. 33331

The mailing address of the corporation is:

14921 WINDBLUFF STREET DAVIE, FL. 33331

Article III

The specific purpose for which this corporation is organized is:

FOR THE RESCUE AND ADOPTION OF PUG DOGS, INCLUDING SPAY/NEUTER AND MEDICAL CARE. THE RAISING OF FUNDS TO SUPPORT THE OPERATION OF THE CORPORATION AND ALL OTHER PURPOSES AS PERMITTED BY LAW.

Article IV

The manner is which directors are elected or appointed is:

BY MAJORITY VOTE OF THE MEMBERS OF THE CORPORATION

Article V

The name and Florida street address of the registered agent is:

STEVEN A MASON ESQ. 3363 SHERIDAN STREET SUITE 201 HOLLYWOOD, FL. 33021

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: STEVEN A. MASON

Article VI

The name and address of the incorporator is:

KELLY HORTON 14921 WINDBLUFF STREET DAVIE, FL 33331

Incorporator Signature: KELLY HORTON

Article VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: P KELLY HORTON 14921 WINDBLUFF STREET DAVIE, FL. 33331

Title: V DALE MASON 2520 S.W. 55TH STREET FT. LAUDERDALE, FL. 33312

Title: D MARCIA SHAPIRO 20629 N.E. 7TH COURT NORTH MIAMI BEACH, FL. 33179

Title: D TONI MERRITT 9470-C S.W. 61ST WAY BOCA RATON, FL. 33428

Title: D MARCIA ABREU 490 W. 35TH PLACE HIALEAH, FL. 33012

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Article VIII

AMENDMENTS

The constitution, By-Laws and these Articles may be amended by a majority vote of the members of the Corporation at any regular or special meeting called for that purpose.

Article IX

DISSOLUTION

The Corporation may be dissolved at any time by the written consent of the majority of the members of the Corporation. In the event of the dissolution of the Corporation, whether voluntary or involuntary or by operation of law, none of the property of the Corporation nor any proceeds thereof nor any assets of the Corporation shall be distributed to any members of the Corporation, but after payment of the debts of the Corporation, its property and assets shall be given to a charitable organization for the benefit of dogs, selected by the members of the Corporation.