We enclose the following documents for filing with your office:

Articles of Incorporation & \$78.75

November 26, 2001

# N0100000 8468

To:

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

Law Offices

Richard M. Georges, P.A.
P.O. Box 14545
St. Petersburg, FL 33733
(727) 321-4420

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SECRETARY OF STATE TALLAHASSEE, FLORIDA

### ARTICLES OF INCORPORATION OF SUNCOAST CAT FANCIERS, INC.

The undersigned subscriber to these Articles of Incorporation, a natural person competent to contract, hereby forms a nonprofit corporation under the provisions of Chapter 617, laws of the State of Florida.

#### ARTICLE I -- NAME

This corporation shall be known as SUNCOAST CAT FANCIERS, INC.. hereafter referred to as SUNCOAST CAT FANCIERS, and shall be have its principal office at 1302 52D St. So., Gulfport, FL 33707.

# ARTICLE II -- PURPOSE AND OBJECTIVES

The purposes for which SUNCOAST CAT FANCIERS is formed are:

- (1) To conduct, coordinate and direct education of the general public in the rescue and adoption of stray cats.
  - (2) To conduct, coordinate and direct the rescue and adoption of stray
- (3) Generally to have and exercise all rights and powers conferred on nonprofit corporations under the laws of the State of Florida, or which may hereafter be conferred, including the power to contract, rent, buy, or sell personal or real property; provided, however, that SUNCOAST CAT FANCIERS shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purpose of SUNCOAST CAT FANCIERS.

#### ARTICLE III -- BYLAWS

The SUNCOAST CAT FANCIERS shall establish Bylaws which shall

define the rules for the management and regulation of its affairs, and will set forth the qualifications for members and the manner of their admission, and shall set forth the method of election of directors.

## ARTICLE IV -- PERIOD OF EXISTENCE

SUNCOAST CAT FANCIERS shall have perpetual existence, until such time, by no less than a three-fourths vote of the Board of Directors, and the consent, in writing, of the President, that SUNCOAST CAT FANCIERS shall be dissolved.

## ARTICLE V -- FEDERAL TAX-EXEMPT STATUS

- (1) The purposes for which SUNCOAST CAT FANCIERS is organized are to receive and maintain real or personal property, or both, and subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as tax exempt organizations under Section 501(c)(3) of the Internal Revenue Code and regulations issued pursuant thereto as they now exist or as they may hereafter be amended.
- (2) No part of the net earnings of SUNCOAST CAT FANCIERS shall inure to the benefit of, or be distributable to, any Director or Officer of SUNCOAST CAT FANCIERS or any member of SUNCOAST CAT FANCIERS or any other private individual (except that reasonable compensation may be paid for services rendered to or for SUNCOAST CAT FANCIERS affecting one or more of its purposes), and no Director or Officer of SUNCOAST CAT FANCIERS, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of SUNCOAST CAT FANCIERS. No

substantial part of the activities of SUNCOAST CAT FANCIERS shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and SUNCOAST CAT FANCIERS shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

- (3) SUNCOAST CAT FANCIERS shall conduct its financial affairs and operations so as to remain within the category of a non-private, public charity organization as defined under 501(c)(3) of the Internal Revenue Code, by meeting at least one of the exclusionary tests as set forth in section 509(a) of the Internal Revenue Code.
- (4) Notwithstanding any other provision of these Articles of Incorporation, SUNCOAST CAT FANCIERS shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and said Regulations as they now exist or as they may hereafter be amended.

#### ARTICLE IV -- GENERAL PROHIBITIONS

- (1) SUNCOAST CAT FANCIERS shall always remain, in its Bylaws and operation, a secular corporation, and shall not function as a religion, shall not adopt a creed, and shall not conduct worship services.
- (2) SUNCOAST CAT FANCIERS shall not affiliate with, or associate with any religious corporation or group so as to function as an extension of, or auxiliary of, or fall under the control of any religious corporation or group.

- (3) Subsections 1 and 2 of this article must not be construed, however, as prohibiting joint or cooperative scholarly study or research efforts in conjunction with religious corporations or groups relating to their, beliefs, values, mythology, traditions and history insofar as these study or research efforts relate to environmental ethics or other ethics.
- (4) Further, Subsections 1 and 2 of this article must not be construed as prohibiting the publication or presentation of a scholarly work which may be interpreted as being in agreement with the views held by a particular religious corporation or group.
- (5) Notwithstanding any of the above statements of purposes and powers, SUNCOAST CAT FANCIERS shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purpose of SUNCOAST CAT FANCIERS. Further, SUNCOAST CAT FANCIERS shall not conduct its affairs so as to result in the loss of Tax-Exempt privileges described under Article V of these Articles.

#### ARTICLE VII -- DISSOLUTION AND DISTRIBUTION

Upon the dissolution of SUNCOAST CAT FANCIERS, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of SUNCOAST CAT FANCIERS, dispose of all of the assets of SUNCOAST CAT FANCIERS exclusively for the purposes of SUNCOAST CAT FANCIERS in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall

determine. Any of such assets not so disposed of shall be disposed of by the court of the county in which the principal office of SUNCOAST CAT FANCIERS 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 VIII - REGISTERED OFFICE AND AGENT

The registered office of the Corporation shall be 3656 First Avenue North, St. Petersburg, FL 33713, and the registered agent at that address shall be RICHARD M. GEORGES.

#### **ARTICLE IX - DIRECTORS**

The initial members of the Board of Directors, with their addresses is as follows:

- 1. SHIRLEY E. FULLARD, 1302 52D St. So., Gulfport, FL 33707
- 2. JAMES W. FULLARD, 1302 52dSt. So., Gulfport, FL 33707
- 3. MARY BARONE, 1101 62d St. N., St. Petersburg, FL 33710
- 4. CHRIS SCOTT, 4199 38th Ave. So., Bldg. 65C, St. Petersburg, FL 33711.

#### ARTICLE X - OFFICERS

The initial officers of the Corporation, with their addresses, is as follows:

- 1. SHIRLEY E. FULLARD, 1302 52D St. So., Gulfport, FL 33707-TREASURER.
- 2. JAMES W. FULLARD, 1302 52dSt. So., Gulfport, FL 33707- PRESIDENT
- 3. MARY BARONE, 1101 62d St. N., St. Petersburg, FL 33710-VICE PRESIDENT
- 4. CHRIS SCOTT, 4199 38th Ave. So., Bldg. 65C, St. Petersburg, FL 33711-

SECRETARY.

#### **ARTICLE XI - INCORPORATOR**

The initial incorporator of the Corporation is SHIRLEY E. FULLARD, 1302 52D St. So., Gulfport, FL 33707.

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Print/Type Name of Witness

Print/Type Name of Witness

SECRETARY OF STATE, TALLAHASSEE, FLORID, OH

STATE OF PLONIDA COUNTY OF PINC//95

The foregoing instrument was acknowledged before me this  $\mathcal{L}^{\mathcal{D}}$  day of by SHIRLEY E. FULLARD, who is personally known to me or who has produced \_\_\_\_\_ as identification.

NOTARY-PUBLIC

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#### ACCEPTANCE OF REGISTERED AGENT

I, RICHARD M. GEORGES, are familiar with and accept the duties and responsibilities as Registered Agent.

RICHARD M. GEORGES

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