

TRANSMITTAL LETTER

NOZ00000002363

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

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-03/26/02--01033--012
*****87.50 *****87.50

SUBJECT: Palm Beach Pet 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:

Lisa B. Interlandi
Name (Printed or typed)

224 Datura St. #201
Address

West Palm Beach, FL, 33401
City, State & Zip

(561) 315-5466
Daytime Telephone number

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02 MAR 26 AM 11:19
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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

G. BULLOCK APR 02 2002

ARTICLES OF INCORPORATION OF PALM BEACH PET RESCUE, INC.

The undersigned, for the purpose of forming a nonprofit corporation under the Florida Not For Profit Corporation Act, Florida Statutes Chapter 617, makes and adopts the following articles of incorporation:

ARTICLE 1 -- Name

The name of the corporation is Palm Beach Pet Rescue, Inc.

ARTICLE 2 -- Address

The mailing address of the corporation is 420 U.S. Highway 1, Suite 15-PMB-G, North Palm Beach, Florida, 33408.

ARTICLE 3 -- Initial Registered Office and Agent

The street address of the initial registered office of the corporation is 224 Datura Street, Suite 201, West Palm Beach, Florida, 33401. The name of the corporation's initial registered agent at that address is Lisa B. Interlandi.

ARTICLE 4 -- Incorporator

The name and street address of the incorporator is Lisa B. Interlandi, 224 Datura Street, Suite 201, West Palm Beach, Florida, 33401.

ARTICLE 5 -- Board of Directors

There shall be a board of directors consisting of at least three individuals. The initial directors shall be selected by the incorporator. After that, each director shall be elected and may be removed by a majority vote of the board of directors in the manner and at the times set forth in the bylaws.

ARTICLE 6 -- No Members

The corporation shall not have members and shall not issue membership certificates. The corporation shall not issue shares of stock.

ARTICLE 7 -- Bylaws

The bylaws of the corporation shall be made and adopted by the board of directors, and may be altered, amended or rescinded by the board of directors.

ARTICLE 8 -- Commencement and Duration

The date of corporate commencement is March ²²~~21~~ 2002. The duration of the corporation

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is perpetual.

ARTICLE 9 -- Purposes

The corporation is organized, and shall be operated exclusively for charitable, scientific, civic, and educational purposes, including but not limited to promoting the adoption of stray animals, promoting animal welfare and the prevention of cruelty to animals.

ARTICLE 10 -- Powers

Solely for the above purposes, the corporation shall have the following powers:

To exercise all rights and powers conferred by the laws of the State of Florida on nonprofit corporations, including but not limited to those set forth in Florida Statutes Chapter 617 and the following powers: to acquire by bequest, devise, gift, grant, donation, contribution, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of the property and the income, principal and proceeds of the property.

To engage in and transact any other lawful activity, solely in furtherance of the above purposes, for which nonprofit corporations may be incorporated under the Florida Not For Profit Corporation Act, and any successor or amendment to the Florida Not For Profit Corporation Act.

To do any other things as are incidental to the powers of the corporation or necessary or desirable in order to accomplish the purposes of the corporation.

ARTICLE 11 -- Limitations

The corporation is a not for profit corporation under Chapter 617, Florida Statutes. The corporation is not formed for pecuniary profit.

It is intended that the corporation shall have and continue to have the status of a corporation that is exempt from federal income taxation as an organization described in 26 U.S.C.A. § 501(c)(3) and which is other than a private foundation as defined in 26 U.S.C.A. § 509. These articles shall be construed accordingly, and all powers and activities of the corporation shall be limited accordingly.

The corporation shall not carry on propaganda or otherwise attempt to influence legislation to such an extent as would result in the loss of exemption under 26 U.S.C.A. § 501(c)(3), nor shall it participate or intervene in any political campaign on behalf of any candidate for public office.

No part of the income or assets of the corporation is distributable to or for the benefit of its directors or officers, except to the extent permissible under these articles, under law

and under 26 U.S.C.A. § 501(c)(3). However, the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the corporate purposes set forth in these Articles.

If the corporation ever has members, no member shall have any vested right, interest or privilege in or to the assets, income or property of the corporation and no part of the income or assets of the corporation shall be distributable to or for the benefit of its members, except to the extent permissible under these Articles, under law and under 26 U.S.C.A. § 501(c)(3).

All references in these articles to sections of the Internal Revenue Code shall be considered references to the Internal Revenue Code of 1986, as from time to time amended, and to the corresponding provisions of any similar law subsequently enacted.

ARTICLE 12 -- Dissolution

No part of the net earnings, properties or assets of this corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual or any member or director of this corporation. On liquidation or dissolution all properties and assets of this corporation remaining after paying or providing for all debts and obligations shall be distributed and paid over to a fund, foundation or corporation organized and operated for charitable or religious purposes designated by the board of directors which shall at the time qualify as a tax-exempt organization under 26 U.S.C.A. § 501(c)(3).

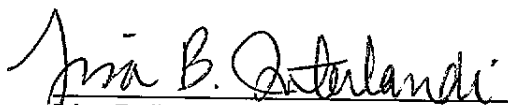
ARTICLE 13 -- Indemnification and Civil Liability Immunity

The corporation shall indemnify each director and officer, including former directors and officers, against any all liability, including attorney's fees, to the fullest extent allowed by law, including but not limited to Florida Statutes Chapter 617. It is intended that the corporation be an organization the officers and directors of which are immune from civil liability to the extent provided under Florida Statutes Chapter 617 and other applicable laws.

ARTICLE 14 -- Amendment

The corporation reserves the right to amend or repeal any provision contained in these articles of incorporation or any amendment to them.

In witness whereof, the undersigned incorporator has signed these articles of incorporation on March 21st 2002.


Lisa B. Interlandi

**CERTIFICATE OF DESIGNATION AND ACCEPTANCE BY REGISTERED
AGENT**

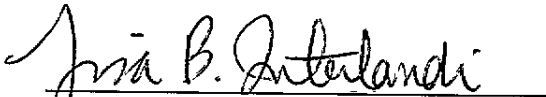
Pursuant to the provisions of FS § 617.0501, the undersigned corporation organized under the not for profit corporation laws of the State of Florida submits the following statement in designating the registered office and registered agent of the corporation in the State of Florida:

1. Name of the corporation: Palm Beach Pet Rescue, Inc.
2. Name and address of the registered agent and office:

Lisa B. Interlandi
224 Datura Street, Suite 201
West Palm Beach, Florida 33401

I the undersigned person, having been named as registered agent to accept service of process for the above-stated corporation at the place designated in this certificate, 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.

Dated this 21st day of March, 2002.



Lisa B. Interlandi

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