

**2007 NOT-FOR-PROFIT CORPORATION
ANNUAL REPORT**

FILED
Jul 02, 2007 8:00 am
Secretary of State

07-02-2007 90035 009 ****61.25

DOCUMENT # N02000004391					
1. Entity Name HEAVENLY HOOFS, INC.					
Principal Place of Business 1633 EAST VINE STREET, SUITE 200 KISSIMMEE, FL 34744			Mailing Address 1633 EAST VINE STREET, SUITE 200 KISSIMMEE, FL 34744		
2. Principal Place of Business - No P.O. Box #		3. Mailing Address			
Suite, Apt. #, etc.		Suite, Apt. #, etc.			
City & State		City & State			
Zip	Country	Zip	Country	4. FEI Number 13-4205662	
5. Certificate of Status Desired ☐				\$8.75 Additional Fee Required	
6. Name and Address of Current Registered Agent SANCHEZ, THOMASA 1633 EAST VINE STREET, SUITE 200 KISSIMMEE, FL 34744			7. Name and Address of New Registered Agent Name Street Address (P.O. Box Number is Not Acceptable) City		
Box 11 Continued			FL Zip Code		
TITLE NAME STREET ADDRESS CITY-ST-ZIP	D/V Walter, Larry 400 W. Emmett Street Kissimmee, FL 34741		TITLE NAME STREET ADDRESS CITY-ST-ZIP	Director Rey, Walter Antonio 2000 Cotswold Drive Orlando, FL 32825	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	Director Dixon, Ken 1637 E. Vine Street, Suite E Kissimmee, FL 34744		TITLE NAME STREET ADDRESS CITY-ST-ZIP	Director Horner, Abby 2120 Macy Island Rd. Kissimmee, FL 34744	
TITLE NAME STREET ADDRESS CITY-ST-ZIP	Director Ackley, Rajia 1503 Sunset Pointe Place Kissimmee, FL 34744		TITLE NAME STREET ADDRESS CITY-ST-ZIP	Director White, Tom 920 N. John Young Parkway Kissimmee, FL 34741	
12. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 617, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.					
SIGNATURE: <i>Thomasa Sanchez</i>			6-12-07 407-301-1085		
SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR			Date Daytime Phone #		

☒ Addition
 Title: Director
 Name: Miller, Mark
 Street Address: 2730 Partin Settlement Road
 City-St-Zip: Kissimmee, FL 34744

2007 NOT-FOR-PROFIT CORPORATION ANNUAL REPORT

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ATTACHMENT

1. Entity Name
HEAVENLY HOOFS, INC.

Principal Place of Business
1633 EAST VINE STREET, SUITE 200
KISSIMMEE, FL 34744

Mailing Address
1633 EAST VINE STREET, SUITE 200
KISSIMMEE, FL 34744

2. Principal Place of Business - No P.O. Box #

3. Mailing Address

Suite, Apt. #, etc.

Suite, Apt. #, etc.

City & State

City & State

Zip

Country

Zip

Country

04082007

Chg-NP

CR2E037 (12/06)

4. FEI Number

13-4205662

Applied For

Not Applicable

5. Certificate of Status Desired ☐

\$8.75 Additional
Fee Required

6. Name and Address of Current Registered Agent

7. Name and Address of New Registered Agent

SANCHEZ, THOMASA
1633 EAST VINE STREET, SUITE 200
KISSIMMEE, FL 34744

Name

Street Address (P.O. Box Number is Not Acceptable)

City

FL

Zip Code

8. The above named entity submits this statement for the purpose of changing its registered office or registered agent, or both, in the State of Florida. I am familiar with, and accept the obligations of registered agent.

SIGNATURE

Thomas Sanchez Registered Agent

6-12-07

Signature typed or printed name of registered agent and title if applicable

(NOTE: Registered Agent signature required when reappointing)

DATE

Filing Fee is \$81.25
Due by May 1, 2007

9. Election Campaign Financing
Trust Fund Contribution. ☐

\$5.00 May Be
Added to Fees

Make check payable to
Florida Department of State

10. OFFICERS AND DIRECTORS

TITLE D ☐ Delete
NAME SANCHEZ, THOMASA
STREET ADDRESS 2800 VICKIE COURT
CITY-ST-ZIP KISSIMMEE, FL 34744

TITLE D ☐ Delete
NAME TOMPKINS, THOMAS
STREET ADDRESS 1731 BOGGY CREEK ROAD
CITY-ST-ZIP KISSIMMEE, FL 34744

TITLE D ☐ Delete
NAME YOUNG, KRISTEN
STREET ADDRESS 1637 EAST VINE STREET
CITY-ST-ZIP KISSIMMEE, FL 34744

TITLE ☐ Delete
NAME
STREET ADDRESS
CITY-ST-ZIP

TITLE ☐ Delete
NAME
STREET ADDRESS
CITY-ST-ZIP

TITLE ☐ Delete
NAME
STREET ADDRESS
CITY-ST-ZIP

11. ADDITIONS/CHANGES TO OFFICERS AND DIRECTORS IN 10

TITLE D/C ☐ Change ☒ Addition
NAME Shipley, Ken
STREET ADDRESS 1101 E. Donegan Ave
CITY-ST-ZIP Kissimmee, FL 34744

TITLE Director ☐ Change ☒ Addition
NAME Owen, Paul
STREET ADDRESS 2349 Chadwick Circle
CITY-ST-ZIP Kissimmee, FL 34746

TITLE Director ☐ Change ☒ Addition
NAME Hawkins, Fred
STREET ADDRESS 3725 Hickory Tree Road
CITY-ST-ZIP St. Cloud, FL 34772

TITLE D/SIT ☐ Change ☒ Addition
NAME Belew, Barbie
STREET ADDRESS P.O. Box 450086
CITY-ST-ZIP Kissimmee, FL 34744

TITLE Director ☐ Change ☒ Addition
NAME Larson, Robb
STREET ADDRESS 1875 Silver Spur Lane
CITY-ST-ZIP Kissimmee, FL 34744

TITLE Director ☐ Change ☒ Addition
NAME Sanchez, Domingo
STREET ADDRESS 1633 E. Vine Street, Suite 200
CITY-ST-ZIP KISSIMMEE, FL 34744

12. I hereby certify that the information supplied with this filing does not qualify for the exemptions contained in Chapter 119, Florida Statutes. I further certify that the information indicated on this report or supplemental report is true and accurate and that my signature shall have the same legal effect as if made under oath; that I am an officer or director of the corporation or the receiver or trustee empowered to execute this report as required by Chapter 617, Florida Statutes; and that my name appears in Block 10 or Block 11 if changed, or on an attachment with an address, with all other like empowered.

SIGNATURE:

Thomas Sanchez

SIGNATURE AND TYPED OR PRINTED NAME OF SIGNING OFFICER OR DIRECTOR

6-12-07

Date

Daytime Phone #

407-301-1085

ATTACHMENT

40122342

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

HEAVENLY HOOFS, INC.

(present name)

N02000004391

(Document Number of Corporation (If Known))

Pursuant to the provisions of Section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendments adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

Articles II, III, and IV are hereby amended as follows:

**ARTICLE II
MAILING ADDRESS**

The mailing address of the Corporation is 1633 East Vine Street, Suite 200, Kissimmee, Florida 34744. The principal place of business shall be the same.

**ARTICLE III
PURPOSES**

Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations under Section 501(c)(3) of the Internal Revenue Service Code, or corresponding section of any future federal tax code. Said purposes include the following:

- A. To organize and provide safe and rewarding equine-assisted activities to individuals with life-threatening illnesses, disabilities, and at-risk youth.
- B. To organize and provide participants, families of participants, volunteers, employees, sponsors, and animals with a valuable Heavenly Hoofs experience.
- C. To organize sufficient administrative, intellectual and financial capacity to sustain and grow Heavenly Hoofs.

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- D. To organize and provide opportunities for able-bodied youth to actively experience and learn about philanthropy, tolerance, and compassion for individuals with life-threatening illnesses, disabilities, and at-risk youth.
- E. To participate in cutting-edge research to further the understanding of strategies for using equine assisted activities to enhance the lives of individuals with life-threatening illnesses, disabilities, and at-risk youth.
- F. Such other authorized purposes as are approved by the Board of Directors.

**ARTICLE IV
REGISTERED OFFICE AND AGENT**

The street address of the registered office of this Corporation is 1633 East Vine Street, Suite 200, Kissimmee, Florida 34744 and the name of the registered agent of this Corporation at that address is Thomasa R. Sanchez.

SECOND: The date of adoption of the amendment was: 4-1-07

THIRD: Adoption of Amendment (CHECK ONE)

- ☐ The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

Thomasa Sanchez CEO
Signature of Chairman, Vice Chairman, President or other officer

Thomasa Sanchez
Typed or printed name

CEO 4-1-07
Title Date

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Heavenly Hoofs Inc. # NO 2000004391
A Florida Non-Profit Corporation
FIRST AMENDED BYLAWS

ARTICLE I - NAME

The name of the Corporation shall be "Heavenly Hoofs, Inc."

ARTICLE II – MAILING ADDRESS

The mailing address of the Corporation is 1633 East Vine Street, Suite 200, Kissimmee, FL 34744.

ARTICLE III – PRINCIPAL OFFICE

The principal office of this Corporation shall be located in the County of Osceola, State of Florida.

ARTICLE IV – PURPOSES

The purposes for which this Corporation is formed are as follows:

- A. To organize and provide safe and rewarding equine-assisted activities to individuals with life-threatening illnesses, disabilities, and at-risk youth.
- B. To organize and provide participants, families of participants, volunteers, employees, sponsors, and animals with a valuable Heavenly Hoofs experience.
- C. To organize sufficient administrative, intellectual and financial capacity to sustain and grow Heavenly Hoofs.
- D. To organize and provide opportunities for able-bodied youth to actively experience and learn about philanthropy, tolerance, and compassion for individuals with life-threatening illnesses, disabilities, and at-risk youth.
- E. To participate in cutting-edge research to further the understanding of strategies for using equine assisted activities to enhance the lives of individuals with life-threatening illnesses, disabilities, and at-risk youth.

ARTICLE V – PROHIBITED ACTIVITIES

Notwithstanding any other provision of these Bylaws or the Articles of Incorporation, this Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by any organization that shall be exempt under Section 501 (c) (3) of the Internal Revenue Code and its Regulations, now existing or hereafter amended, or by any organization contributions to which are deductible under Section 170 (e) (2) of the Internal Revenue Code and its Regulations, now existing or hereafter amended.

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ARTICLE VI – MEMBERSHIP

The active membership of the Board of Directors of this organization shall be composed of and limited to one category of members. The active membership of the Board of Directors as they are approved and confirmed by the majority of the Board of Directors.

ARTICLE VII – BOARD OF DIRECTORS

Section 1. General Management – The general management of the affairs of the organization shall be vested in the Board of Directors.

Section 2. Number of Directors – The number of directors shall not be less than nine (9) or more than twenty (20), which may be changed from time to time by an amendment of these bylaws in the manner herein provided.

Section 3. Election of Directors

- A. The Chairman shall appoint three (3) members of the Board, who are not up for re-election, at least three (3) months prior to the annual meeting of the Board who shall serve as a Nominating Committee to select the Directors of the Corporation who shall be elected at said annual meeting.
- B. At the annual Board of Directors meeting, an election by vote shall be held by the Board of Directors of no less than five (5) Directors; one-third shall be elected for a term of one (1) year, one-third for a term of two (2) years, and one-third for a term of three (3) years. If there should be a number that cannot be divided by three, then the extra number of directors shall serve three-year terms.
- C. At each subsequent annual meeting, a number of directors equal to those whose terms have expired shall be elected for the term of three (3) years. At the expiration of any term of three (3) years, any director may be re-elected by a majority vote of the Board of Directors. The three (3) year term of a director will begin to run on the date of the first annual meeting at which the director is elected.

Section 4. Appointment and Election of Committee Chairman – The Chairman will appoint all Committee Chairmen of the Corporation, who shall be approved by an affirmative vote of a majority of the Board of Directors present at a meeting in which there is a voting quorum.

Section 5. Duties and Powers of Directors – The Board of Directors shall have the authority to:

- A. Hold meetings at times and places as may be deemed proper and necessary;
- B. Devise and carry into execution such other measures as it deems proper and expedient to promote the objectives of the organization and protect the interests and welfare of the members;

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- C. Terminate the contract of any firm, individual or other entity employed by the organization to perform any and all nature of services to the organization;
- D. Employ, retain, or terminate any paid employee of the Corporation.
- E. Establish, amend, or adopt policies and procedures.

ARTICLE VIII – MEETINGS OF THE BOARD OF DIRECTORS

- Section 1. Annual Meeting – The annual meeting of the Board of Directors shall be held within ninety (90) days after the beginning of a new fiscal year at a place determined by the Chairman. The purpose of the annual meeting will to conduct any new business or transaction as shall come before the meeting.
- Section 2. Special Meetings – Special meetings of the Board of Directors may be called by either the Chairman, the CEO, any three (3) members of the Board of Directors, or by a majority of the members of the Executive Committee that may be in existence at such time, for any specific purpose. Written notice shall be given stating the purpose of such meeting and shall be either delivered to each member of the Board of Directors or mailed to the last known address of such director at least five (5) days prior to the meeting date.
- Section 3. Regular Meetings – The Board of Directors shall hold regular meetings not less than on a quarterly basis. The date, time, and place shall be set by the Chairman. Reasonable notice of such meeting shall be communicated to each member of the Board at his/her last known address. An agenda of the activities to be conducted at such meeting shall be included with and attached to such notice.
- Section 4. Quorum Voting – One-third of the members of the Board of Directors shall constitute a quorum for the transaction of business. The affirmative vote of a majority of the directors present shall be considered the act of the Board of Directors at any annual, special, or regular meeting.
- Section 5. Absence – Should any member of the Board of Directors absent him/herself from three (3) consecutive meetings of the Board without notifying the Chairman of his/her reason for doing so, his/her seat on the Board will be declared vacant and the Board may vote to select a substitute director to serve the remainder of his/her term.
- Section 6. Resignation – Any director may resign at any time by giving written notice of such resignation to the Board of Directors.

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- Section 7. Delegation of Authority – The Board of Directors shall delegate authority to the Executive Committee to conduct the business of the organization in accordance with the policies prescribed by the Board of Directors from time to time.
- Section 8. Voting of Directors – Each member of the Board of Directors shall be entitled to one vote only at any meeting thereof on any issue or matter of business before such meeting. No member of the Board of Directors shall be entitled to vote at any meeting unless he/she is physically present at such meeting.
- Section 9. Compensation of Directors – Directors shall receive no compensation for their services as directors.
- Section 10. Liability – Directors of the Corporation shall not be personally liable for its debts, liabilities, or other obligations.
- Section 11. Conduct of Meetings - All meetings of the Board of Directors and any committee of the Corporation will follow the rules set forth in Robert's Rules of Order.

ARTICLE IX – OFFICERS

- Section 1. Number – The officers of the Corporation shall include the Chairman, Chairman-Elect, Chief Executive Officer, President, Treasurer, Secretary, and any other offices as directed by the Board of Directors.
- Section 2. Term of Office – Officers shall be elected by majority vote by the Board of Directors at every other annual meeting of the Board of Directors and shall serve for a two (2) year period.
- Section 3. Vacancies in Office – If the office of Chairman becomes vacant by reason of termination or resignation during the term of office, the Chairman-Elect shall succeed to the office for the unexpired term. Vacancies in all other elected offices shall be filled for the unexpired term by the Board of Directors.
- Section 4. Duties of Officers
- A. Chairman – It shall be the duty of the Chairman of the Board of Directors to preside at all meetings of Board of Directors. He/she shall have the power to appoint the Committee Chairmen for all committees which have been established by the Board of Directors. He/she may call all regular and special meetings as deemed necessary and when called for. He/she shall have the power to sign all contracts and any other obligations on behalf of the Corporation approved by the Board of Directors or the Executive Committee. He/she shall perform such duties as are customarily incident to the office or are required of him/her by the Board of Directors, including the appointment of the Nominating Committee.

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- B. Chairman-Elect - The Chairman-Elect of the Board of Directors shall preside at all regular and special meetings in the absence of the Chairman and perform other duties as assigned by the Chairman or Board of Directors.
- C. Chief Executive Officer - The Chief Executive Officer shall be a voting member of the Board of Directors. It shall be the duty of the Chief Executive Officer to preside at all Executive Committee meetings. He/she may call all regular and special meetings as deemed necessary and when called for. He/she shall have the power to sign all contracts and any other obligations on behalf of the Corporation approved by the Board of Directors or the Executive Committee. He/she shall perform such duties as are customarily incident to the office or are required of him/her by the Board of Directors.
- D. President - The Corporation will employ, on a full time basis, an individual to serve as President of the Corporation. The President will serve at the pleasure of the Board of Directors. The hiring and firing of the President can be initiated by the Executive Committee but must be approved by a majority of the Board of Directors at a regularly scheduled meeting.

The President will be a non-voting member of the Board of Directors.

The President shall direct and supervise the day-to-day activities of Heavenly Hoofs Inc., including the hiring and firing of personnel, subject to the direction of the Board of Directors and he/she shall perform such other duties as are required of him/her by the Board of Directors or the Chief Executive Officer. He/she shall give notice of any meeting of the Board of Directors of which notice is required, shall keep a record of all meetings of the Board of Directors, shall keep the seal of the Corporation and shall have authority to certify any records, or copies of any records, as the official record or true copies of the records of this Corporation. The President may be required by the Board of Directors to furnish bond, with a satisfactory corporate surety, for the performance of his duties in the handling of the financial resources of the Corporation in such amount and at such times as the Board of Directors may require. The premium of such bond will be paid by the Corporation. He/she will conduct the daily business of the Corporation. He/she will have the authority to issue and sign checks in an amount no greater than one thousand five hundred dollars (\$1,500). The President shall be the spokesperson for the Corporation. He/she will direct and supervise all public relations matters for the Corporation. He/she will also direct and supervise the Corporation's efforts to raise resources and monies, including all fund raising events and activities. He/she will be responsible for any other

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Corporation in accordance with the policy directions of the Board of Directors. Members of the Committee shall serve in an advisory capacity to the Chairman.

The Executive Committee shall meet as often as shall be necessary to discharge its duties. The Chairman or the Chief Executive Officer shall have the power to call such meetings. Reasonable notice of these meetings shall be sent to the last known address of each officer. An agenda of the actions to be taken at such meetings shall be provided.

A majority of the Executive Committee shall constitute a quorum, which shall be sufficient to discharge its duties.

- B. Nominating Committee – The Nominating Committee is appointed every other year by the Chairman at least three months prior to the annual meeting. The Nominating Committee shall be composed of three members of the Board of Directors whose terms are continuing. The duties of the Nominating Committee shall be to present a slate of officers of the Corporation, selected from the members of the Board of Directors. The Nominating Committee shall also present a slate of directors of the Corporation to fill any vacancies. The slates shall be presented to the Board of Directors one month prior to the Annual Executive Committee meeting.
- C. The Finance Committee – The Finance Committee will be responsible for the finances of the Corporation. The duties of the Finance Committee include, but are not limited to, review of the annual budget for the Corporation and making recommendations to the Directors regarding the financial feasibility of all of the programs conducted by the Corporation.
- D. It shall be the duty of the Chairman to appoint the Committee Chairman and members, subject to approval by the Board of Directors. The Board of Directors will create and approve all additional committees of the Corporation it feels are necessary to conduct the business of the Corporation in an orderly manner. The Committee Chairman will serve for a term of two (2) years. Upon approval by the Executive Committee, a Committee Chairman will become a member of the Board of Directors if not already serving as a Director.

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duties as determined by the Executive Committee and/or the Board of Directors.

He/she shall submit an annual budget for review to the Finance Committee for review no less than 60 days prior to the beginning of the fiscal year.

- D. Treasurer – The Treasurer shall receive and deposit all funds in the name of the Corporation in a bank approved by the Board of Directors. Checks for the disbursement of funds in excess of one thousand five hundred dollars (\$1,500) shall be signed by the Chief Executive Officer or Treasurer. Current financial records shall be kept at all times and reports on the financial status of the Corporation shall be submitted at all meetings of the Board of Directors, with copies to be provided for the Chairman's, Chief Executive Officer's, and President's files. The books of the Corporation shall be delivered to his/her successor immediately following the termination of the office and the election of a new Treasurer.
- E. Secretary – The Secretary shall take and keep the minutes of all meetings of the membership, Board of Directors, and Executive Committee. He/she shall furnish a copy of the minutes to the Chairman, Chief Executive Officer, and President immediately after each meeting and shall be custodian of all records and papers of the organization except those that pertain to a special committee. He/she shall receive and file all written reports. He/she shall handle promptly all necessary correspondence of the Corporation as directed by the Chairman, Chief Executive Officer, or President. He/she shall submit copies of official communications for the Chairman's, Chief President's, and President's files. The Secretary shall order and maintain for the organization supplies, stationery, etc., as may be required from time to time.

Section 5. Compensation – The officers of the Corporation, except for the President, shall receive no compensation as officers.

ARTICLE X – COMMITTEES

The Corporation shall have such committees as shall be necessary for the conduct of the organization's business and to carry out its objectives and purposes. All committees, except the Nominating Committee, shall serve for a term of two years. The committees shall be as follows:

- A. Executive Committee – The Executive Committee shall be composed of five voting members. The voting members shall include the Retiring Chairman, Chairman, Chairman-Elect, Chief Executive Officer, and one at-large Director appointed by the Chairman. It shall be the duty of the Executive Committee to discharge the business of the

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ARTICLE XI - BYLAWS OR CHARTER

Any proposed change or amendment to the Bylaws or the Articles of Incorporation shall, after notice of such meeting, be ratified and approved by the Board of Directors by a majority vote of the directors present at such meeting. Only those Directors present may cast their vote on the action before the meeting.

Upon approval and ratification of such amendment to the Bylaws or Articles of the Corporation by the Board of Directors as above set forth, the Executive Committee shall thereupon proceed to prepare such amendment and see to the filing of any document with the proper governmental authority. Copies of such revised and amended Bylaws or Charter shall be given to any member upon request.

Notice of the proposed change shall be mailed to each member of the Board at his/her last known address at least ten (10) days prior to the time and date of the meeting in which it is to consider and vote on such change or amendment.

ARTICLE XII - FISCAL YEAR

The Fiscal Year of the Corporation shall commence on the 1st day of September, and terminate on the 31st day of August.

ARTICLE XIII - SEAL

The Corporation shall have a seal of such design as may be approved by the Board of Directors.

ARTICLE XIV - DISTRIBUTION OF ASSETS

Upon dissolution, liquidation and winding up of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, and to such organization or organizations organized and operated exclusively for charitable, educational, or scientific purposes, as shall at the time qualify as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code of 1954 as amended, as the Board of Directors may determine. 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, exclusively for such purposes, or to such organization or organizations as such Court shall determine.

DATED AND ADOPTED: _____

April 1, 2007
HEAVENLY HOOFS INC.

By: _____

Thomas Smokey
Chief Executive Officer

ATTEST: _____

Barbie Belen
Secretary