

No 200007091

TRANSMITTAL LETTER

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

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-09/13/02--01029--009
*****87.50 *****87.50

SUBJECT: Alley Cat Orphans, Inc. Rescue and No-Kill Shelters

(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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 SEP 13 PM 3:00

FROM: Antoinette Lewis
Name (Printed or typed)

3455 Tarragon Street
Address

Cocoa Florida 32926
City, State & Zip

321-637-8980
Daytime Telephone number

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

9-17-02
WC

ARTICLES OF INCORPORATION
In Compliance with Chapter 617, F.S., (Not for Profit)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
02 SEP 13 PM 3:00

ARTICLE I NAME

The name of the corporation shall be:

Alley Cat Orphans, Inc.
Rescue and No-Kill Shelters

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

3455 Tarragon Street
Cocoa, Florida 32926

ARTICLE III PURPOSE

The purpose for which this corporation is organized is:

1. To place homeless, or unwanted, animals into an organized adoption program. These animals are to be held in clean, safe foster homes or Alley Cat Orphans, Inc. adoption centers until adopted into a permanent home.
2. To purchase property for dedicated no-kill shelters. These facilities shall house, in addition to gentle strays, the domestic companions of Florida's Senior Citizens who pass away or are relinquished because the individual is entering an assisted living facility that does not allow pets.
3. Establish and implement a Therapy Animal Program, the purpose being to visit homebound and institutionalized elderly and handicapped.
4. Provide financial assistance for the sterilization and vaccination of the companion animals of Florida's senior and handicapped citizens.
5. Help to make possible for our seniors and handicapped to have an in-home companion animal by providing financial assistance for pet deposits.
6. Promote through education, legislation and community outreach programs, a better quality of life for all animals.
7. Provide assistance to Brevard Animal Services and Enforcement with the ESF 17 Plan for Disaster Evacuation.
8. Help support other rescue organizations with financial aid and volunteers when possible.
9. The organization is organized exclusively for charitable, religious, educational and/or scientific purposes under section 501 (c) (3) of the Internal Revenue Code.
10. Rescue transport and rehabilitate wildlife to be released in accordance with Florida Fish and Wildlife rules and regulations.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

The manner in which the directors are elected or appointed is contained in the bylaws of Alley Cat Orphans, Inc.

ARTICLE V NUMBER OF DIRECTORS/OFFICERS

The number of directors/ officers constituting the board of directors of the corporation is FIVE (5) and shall be governed according to the Bylaws.

ARTICLE VI INITIAL DIRECTORS/OFFICERS

The name(s), address(es) and title(s):

Antoinette Lewis
3455 Tarragon Street
Cocoa, Florida 32926
President

Dr Andrea Christie
1121 Columbia Court
Goose Creek, South Carolina 29445
Executive Vice President

William K Shrum
4185 Knoxville Avenue
Cocoa, Florida 32926
Vice President of Operations

Nikolas James
1731 Sams Street, Suite #E
Marietta, Georgia 30060
Secretary

Ilene Giangreco
3835 Alan Shepard Avenue
Cocoa, Florida 32926
Treasurer

ARTICLE VII INITIAL REGISTERED AGENT AND STREET ADDRESS

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

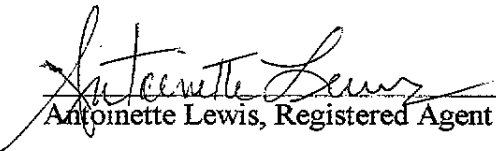
Antoinette Lewis
3455 Tarragon Street
Cocoa, Florida 32926

ARTICLE VIII INCORPORATOR

The name and address of the Incorporator is:

Antoinette Lewis
3455 Tarragon Street
Cocoa, Florida 32926

Having been named as a registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Antoinette Lewis, Registered Agent

9-1-02
Date

ARTICLE IX MANAGEMENT OF CORPORATION

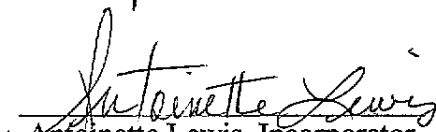
Subject to the provisions of the laws of the State of Florida, the following provisions are adopted for the management of the business, regulating the internal affairs of the corporation and for the conduct of the affairs of the Corporation, and for defining, limiting and regulating the powers of the Corporation, the directors and the stockholders:

- (a) The books of the Corporation may be kept outside of the State of Florida at such place or places as may from time to time be designated by the Board of Directors.
- (b) The business of the Corporation shall be managed by its Board of Directors; and the Board of Directors shall have power to exercise all the powers of the Corporation, including (but without limiting the generality hereof) the power to create mortgages upon the whole or any part of the property of the Corporation, real or personal, without any action of or by the stockholders, except as otherwise provided by statute or by the Bylaws.
- (c) The number of directors shall be deemed in accordance with the Bylaws and to be filled in the manner provided in the Bylaws. Any director or any officer elected or appointed by the stockholders or by the Board of Directors may be removed at any time, in such manner as shall be provided in the Bylaws.
- (d) The Board of Directors shall have power to make and alter Bylaws, subject to such restrictions upon the exercise of such power as may be imposed by the stockholders in any bylaws adopted by them from time to time.
- (e) The Board of Directors shall have the power, in its discretion, from time to time, to determine whether and to what extent and at what times and places and under what conditions and regulations the books and accounts of the Corporation, or any of them, other than the stock ledger, shall be open to the inspection of stockholders; and no stockholder shall have any right to inspect any account or book or document of the Corporation, except as conferred by law or authorized by resolution of the directors or of the stockholders.
- (f) In case the Corporation shall enter into any contract or transact any business with one or more of its directors, or with any firm of which any director is a member, or with any corporation or association of which any director is a stockholder, director or officer, such contract or transaction shall not be invalidated or in any way affected by the fact that such director has or may have an interest therein which is or might be adverse to the interests of the Corporation,

even though the vote of such director might have been necessary to obligate the Corporate upon such contract or transaction; provided, that the fact of such interest shall have been disclosed to the other directors or the stockholders of the Corporation, as the case may be, acting upon or with reference to such contract or transaction.

(g) The Corporation reserves the right to amend, alter, change, add to or repeal any provision contained in this Certificate of Incorporation in the manner now or hereafter prescribed by statute and law; and all rights herein conferred are granted subject to this reservation.

I, THE UNDERSIGNED, the incorporator hereinbefore named, for the purpose of forming a corporation pursuant to the General Corporation Law of the State of Florida, do make this Articles of Incorporation, hereby declaring and certifying that this is my act and deed and the facts herein stated are true, and accordingly have hereunto set my hand this 1st day of September, 2002.


Antoinette Lewis, Incorporator

9-1-02
Date