

Na3000005682

— Sharon R. Falcone
11660 N.W. 32nd Manor, Sunrise, FL 33322

(Address)

(Address)

(City/State/Zip/Phone #)

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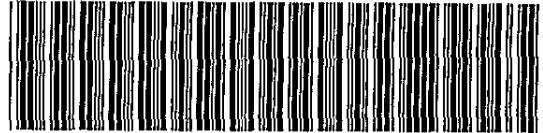
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

June 18, 2003

SHARON R. FALCONE
11660 N.W. 32ND MANOR
SUNRISE, FL 33322

SUBJECT: HOPE FOR HOMELESS ANIMALS, INC.
Ref. Number: W03000017389

We have received your document for HOPE FOR HOMELESS ANIMALS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The registered agent and street address must be consistent wherever it appears in your document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6962.

Valerie Ingram
Document Specialist
New Filings Section

Letter Number: 903A00037422

ARTICLES OF INCORPORATION
OF
HOPE FOR HOMELESS ANIMALS, INC.
A FLORIDA NOT-FOR-PROFIT CORPORATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as the incorporator of a not for profit corporation under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, as amended, adopts the following Articles of Incorporation for such Corporation.

ARTICLE I: NAME

The name of the Corporation shall be HOPE FOR HOMELESS ANIMALS, INC. hereinafter referred to as the "Corporation".

ARTICLE II: PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office of the Corporation is and the mailing address of the Corporation is 11660 N.W. 32nd Manor, Sunrise, Florida 33323. in Broward County.

ARTICLE III: DURATION

The period of duration of the Corporation shall be perpetual unless dissolved according to law.

ARTICLE IV: PURPOSES

The Corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986 as amended. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (I) be a corporation exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue Code of 1985, (or the corresponding provision of any future United States Internal Revenue Law), or (II) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE V: RESTRICTIONS ON ACTIVITIES

No substantial part of the activities of this corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, nor shall this corporation participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of (or in opposition to) any candidate for public office.

ARTICLE VI: MEMBERSHIP

The corporation shall be a membership organization composed of those persons listed as the initial Board of directors and all other persons or organizations elected/selected for membership as provided in the bylaws.

ARTICLE VII: REGISTERED OFFICE AND AGENT

The Corporation's registered office shall be located at 11660 N.W. 32nd Manor, Sunrise, Florida 33323, and Sharon R. Falcone is the registered agent of the Corporation at that address.

ARTICLE VIII: BOARD OF DIRECTORS

The initial Board of Directors shall consist of three (3) persons. The number of directors may be increased or decreased from time to time by an amendment to the bylaws; however there shall never be less than three directors. All directors shall be selected as provided for in the bylaws. Their term of service shall be perpetual.

The following Persons are to serve on the initial Board of Directors:

| | |
|--------------------------------|---|
| Director 1/President | Sharon R. Falcone 11660 N.W. 32 nd Manor, Sunrise, FL 33322 |
| Director 2/Vice President | Linda Barayani 7150 Holatee Trail, Ft. Lauderdale, FL 33330 |
| Director 3/Secretary/Treasurer | Walter Bruno 8810 N.W. 20 th Manor, Sunrise, FL 33323 |

ARTICLE IX: OFFICERS

The officers of the Corporation shall be a President, Vice-President, and Secretary/Treasurer, and such other officers as may be provided by the bylaws.

ARTICLE X: AMENDMENTS

These Articles of Incorporation may be amended at any regular or special meeting of the Board of Directors by a majority vote of those present; provided that notice of the intention to submit amendments shall have been given as provided by the bylaws.

ARTICLE XI: DISTRIBUTION OF ASSETS UPON DISSOLUTION

The property of this corporation is irrevocably dedicated to charitable and educational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any Director, officer, or member thereof. Upon dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable and educational purposes and which has established its tax exempt Status under Section 501 (c) (3) of the Internal Revenue Code.

ARTICLE XII: INCORPORATOR

The incorporator of the Corporation is Sharon R. Falcone and her address is 11660 N.W. 32nd Manor, Sunrise, FL 33323.

ARTICLE XIII: NONSTOCK BASIS

This Corporation is organized and shall be operated on a nonstock basis within the meaning of the Florida Not-For-profit Corporation Act, and shall not have the power to issue shares of any type or class of stock. The Corporation may issue membership certificates if so provided in the bylaws.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation

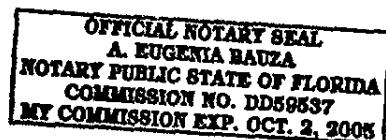
on this 11 day of June, 2003.

Sharon R. Falcone
Sharon R. Falcone

State of Florida)
County of Broward)

The foregoing instrument was sworn to before me this 11 day of
June, 2003, by, Sharon R. Falcone, who personally appeared before
me at the time of notarization, and who is personally known to me or has produced
a Florida identification card and a Florida Driver's license respectively as
identification.

Eugenia Bauza
NOTARY PUBLIC
My Commission Expires:



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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED.**

Pursuant to the provisions of Sections 48.091 and 617.0501, Florida Statutes, the following is submitted in compliance:

First - That Hope For Homeless Animals, Inc., desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at 11660 N.W. 32nd Manor, City of Sunrise, County of Broward, State of Florida, has named Sharon R. Falcone, located at 11660 N.W. 32nd Manor, in the City of Sunrise, County of Broward, State of Florida, as its agent to accept service of process within this state.

Acceptance of Agent

ACKNOWLEDGMENT

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, I accept to act in this capacity, and agree to comply with the provisions of the Act relative to keeping open the office.

Sharon R. Falcone

Sharon R. Falcone