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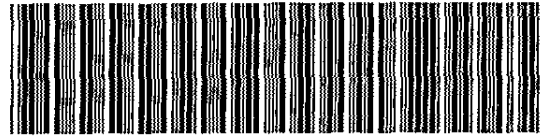
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

C. Ocullette JAN 12 2004

LAW OFFICES

OF

HEIST, WEISSE & LUCREZI, P.A.

H. ANTHONY HEIST
Admitted Florida & New Jersey

DAVID R. WEISSE
Admitted Florida & Connecticut

CATHY L. LUCREZI
Admitted Florida & Tennessee

1661 Estero Blvd., Ste. 20
Ft. Myers Beach, FL 33931
239-463-1765 239-463-3911 Fax
1-800-253-8428 1-800-367-9038 Fax

Other Locations
8001 N. Dale Mabry Hwy.
Tampa, FL 33614

37 N. Orange Ave., Ste. 500
Orlando, FL 32801

January 1, 2004

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

Re: Incorporation of ASOCIACION ZAPPA, INC., a Florida Non-Profit Corporation

Dear Sir/Madam:

Enclosed please find a check in the amount of \$78.75, payable to the Secretary of State, State of Florida, in payment of the following:

- | | |
|--|---------|
| 1. Filing of Articles of Incorporation | \$35.00 |
| 2. Registered Agent Designation | \$35.00 |
| 2. Certified copy of filed Articles | \$ 8.75 |

Also enclosed, please find the original and one copy of the Articles of Incorporation for the above-named corporation. Upon your approval and your filing of the original of these Articles, I would request that you send me a certified copy of the same to the above Post Office address.

Thanking you in advance for your cooperation, I remain,

Very truly yours,

H. Anthony Heist

HAH:cs
Enc.

ARTICLES OF INCORPORATION

OF

ASOCIACION ZAPPA INC., a Florida Non Profit Corporation

The undersigned, acting as incorporator of a not-for-profit corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation is **ASOCIACION ZAPPA INC.**, a Florida Non Profit Corporation.

ARTICLE II - PLACE OF BUSINESS

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

1661 Estero Blvd # 21
Fort Myers Beach, FL 33931

ARTICLE III - PURPOSE

This corporation is organized to provide community veterinary services for underprivileged, underdeveloped and developing nations in central America, to establish and promote education among pet owners and community members in these countries; to exercise all rights and powers conferred by the laws of the State of Florida and the United States upon Non profit corporations. No part of the net earnings of the Corporation shall inure to the benefit of or be distributed to its members, directors or officers, but the corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purposes. The corporation shall not engage in any action which is not permitted to be carried on by nonprofit corporations under Section 501-C-3 of the Internal Revenue Code of the United States.

ARTICLE IV - MANNER OF ELECTION

The by-laws shall provide for the manner in which future directors are elected or appointed. The original board of directors shall be:

KATHERINE GIBSON BOLLAND
INTERLINK 607 P O BOX 025635
MIAMI, FL 33102

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TALLAHASSEE
SECRETARY OF STATE

ALAN E. LEDIS VMD
100 CENTRAL STREET
SOUTHBRIDGE, MA 01550

CAROL EMCO
68 HYLAND RD
CHARLTON MASS 01507

ARTICLE V - LIMITATION OF CORPORATE POWERS

This Corporation shall be subject to all rules and regulations of a corporation established as an IRC 501 C-3 corporation and under FS 617.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation and the name of the initial registered agent at this address is as follows:

H. ANTHONY HEIST
ATTORNEY AT LAW
1661 ESTERO BLVD., SUITE 20 and 21
FORT MYERS BEACH, FL 33931

ARTICLE VII - INCORPORATOR

The name and street address of the incorporator for these articles of incorporation is:

HARRY ANTHONY HEIST
1661 ESTERO BLVD
FORT MYERS BEACH, FL 33931

The undersigned incorporator has executed these Articles of Incorporation this 1 day of JANUARY, 2004.

Signature of Incorporator:

HARRY ANTHONY HEIST - INCORPORATOR

STATE OF FLORIDA
COUNTY OF LEE

EXECUTION OF the foregoing Articles of Incorporation was acknowledged before me this 1 day of JANUARY, 2004, by HARRY HEIST who
() did () did not take an oath and who is either personally known to the undersigned officer or has produced the following form of identification

(IDENTIFICATION)

Dorothea L. Pedone

NOTARY PUBLIC - SIGNATURE ABOVE

NOTARY NAME - Dorothea L. Pedone (NOTARY SEAL)

COMMISSION NUMBER

COMMISSION EXPIRATION DATE 11/01/06

(Notary Name/Commission number/Exp. Date
to be typed or printed)



Dorothea L. Pedone
My Commission DD134927
Expires November 01, 2006

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT

Pursuant to the provisions of Section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of state of Florida, submits the following statement in designating the registered office/registered agent in the state of Florida.

The name of the corporation is **ASOCIACION ZAPPA INC.**

The name and address of the registered agent and office is:

H. ANTHONY HEIST
ATTORNEY AT LAW
1661 ESTERO BLVD., SUITE 21
FORT MYERS BEACH, FL 33931

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby 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.


H. ANTHONY HEIST, ATTORNEY

DATE

1/1/04

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TALLAHASSEE FL 32399