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(Requestor's Name)

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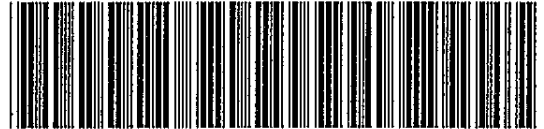
(Business Entity Name)

(Document Number)

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FILED  
2004 JUN -7 PM 2:12  
FALLAHASSEE FLORIDA

6/8/04

# *The Law Office of Leslie Quinn, P.A.*

Leslie Quinn \*\*Licensed in Texas and Florida

Via U. S. Mail.

May 28, 2004

FILED  
2004 JUN -7 PM 2:12  
TALLAHASSEE FLORIDA  
DEPARTMENT OF STATE

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

RE: Filing of Articles of Incorporation and Registered Agent Designation and  
Acceptance for "Lost Wolf Rescue, Inc."

Dear Representative:

On behalf of my client, I have enclosed an original and one copy of the above documents to be filed for establishing the new non profit company named "Lost Wolf Rescue, Inc." The entity shall exist and the Articles shall be effective as of the date of filing. The following fees are hereby being paid:

Filing Fee	\$35.00
Registered Agent Fee	\$35.00
Certified Copy	\$ 8.75

Total Fee	<u>\$78.75</u>
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A check in the amount of \$78.75 has been made payable to the Department of State and is enclosed.

Should you have any questions, please do not hesitate to contact my office.  
Thank you for your assistance.

Sincerely,

  
Leslie Quinn

Encls.

**ARTICLES OF INCORPORATION**  
**OF**  
**LOST WOLF RESCUE, INC.**

**FILED**  
2004 JUN -7 PM 2:12  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a non-profit Corporation under Chapter 617 of the Florida Statutes.

**ARTICLE 1 – NAME**

The name of the Corporation is **LOST WOLF RESCUE, INC.**, (hereinafter “Corporation”).

**ARTICLE 2 – PURPOSE OF CORPORATION**

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ARTICLE 3 – PROHIBITIONS**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article Second hereof. No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervenes in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a Corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a Corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

#### **ARTICLE 4 – OFFICERS**

The Directors shall be elected by majority vote of the Members of this Corporation. The officers of the Corporation shall be:

President:	Shelley Johnson, RN.
Secretary:	Shelley Johnson, RN.
Treasurer:	Shelley Johnson, RN.

#### **ARTICLE 5 – PRINCIPAL OFFICE**

The address of the principal office of this Corporation is 10801 SE 146<sup>th</sup> Terrace Rd., Ocklawaha, FL 32179 and the mailing address is the same.

#### **ARTICLE 6 – INCORPORATOR**

The name and street address of the incorporator of this Corporation is:

Shelley Johnson, RN.  
10801 SE 146<sup>th</sup> Terrace Rd.  
Ocklawaha, Florida 32179

#### **ARTICLE 7 – DIRECTORS**

The Directors of the Corporation shall be:

Shelley Johnson, RN  
Rosemary Keller, RN, MS, PhD., Chairperson  
James Thomas  
Melissa Kondratick  
Karen Schain

#### **ARTICLE 8 – TERM OF EXISTENCE**

This Corporation shall have perpetual existence.

#### **ARTICLE 9 – CAPITAL STOCK**

This Corporation shall have no capital stock and shall be composed of members rather than shareholders.

#### **ARTICLE 10 – QUALIFICATIONS OF MEMBERSHIP**

The categories of membership, qualifications for membership and the manner of admission shall be as set forth in and regulated by the By Laws of the Corporation.

#### **ARTICLE 11 – VOTING RIGHTS**

Members of the Corporation will have such voting rights as are provided in the By Laws of the Corporation.

#### **ARTICLE 12 – LIABILITES FOR DEBTS**

Neither the members nor the members of the Board of Directors or officers of the Corporation shall be liable for the debts of the Corporation.

#### **ARTICLE 13 – REGISTERED OFFICE AND REGISTERED AGENT**

The initial address of registered office of this Corporation is Leslie Quinn, P.L., located at 1 NE First Avenue, Suite 201, Ocala, Florida 34470. The name and address of the registered agent of this corporation is Leslie Quinn, P.L., 1 NE First Avenue, Suite 201, Ocala, Florida 34470.

#### **ARTICLE 14 – EFFECTIVE DATE**

These Articles of Incorporation shall be effective immediately upon filing with the Department of State, State of Florida.

#### **ARTICLE 15 – AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to the Members, and approved at a Members meeting by a majority of the Members, unless all the Directors and all the Members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### **ARTICLE 16 – INDEMINIFICATION**

The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding. The Corporation may indemnify an individual made a party to a proceeding because the individual is or was a director, officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, office, employee or agent, as the case may be, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the board of directors. The indemnification and advancement of attorney fees and expenses for directors, officers, employees and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a

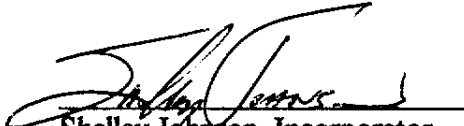
director, officer, employee or agent of the Corporation, as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the Corporation who is a party to a proceeding in advance of final disposition of the proceeding. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or agent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the exercise of any right relation to indemnification or advance of attorney fees and expenses to any person by contract or in any other manner. If any word, clause or sentence of the foregoing provisions regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "officer", "employee" and "agent" shall include the heirs, estates, executors, administrators and personal representatives of such persons.

#### **ARTICLE 17 - DISSOLUTION**

Upon dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for public purpose. Any such assets not so disposed of shall be disposed of by Court of Competent Jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filed the foregoing Articles of Incorporation under the laws of the State of Florida, this

25th May, 2004

  
Shelley Johnson, Incorporator

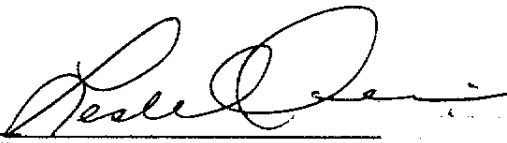


Leslie Quinn  
MY COMMISSION # CC994768 EXPIRES  
January 22, 2005  
BONDED THRU TROY FAIN INSURANCE, INC.

**ACCEPTANCE OF REGISTERED AGENT DESIGNATED  
IN ARTICLES OF INCORPORATION**

Leslie Quinn, P.L., having a business office identical with the registered office of the Corporation name above, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation, is familiar with and accepts the obligations of the position of Registered Agent under the applicable provisions of the Florida Statutes.

Leslie Quinn, P.L.

By:   
Leslie Quinn, President

FILED  
2004 JUN - 7 PM 2:12  
CLERK OF STATE  
TALLAHASSEE FLORIDA