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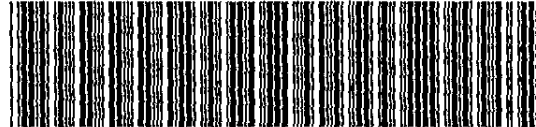
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04 OCT 20 AM 10:02
TALLAHASSEE, FLORIDA

10-21-44
16

TRANSMITTAL LETTER

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

SUBJECT: Guardian Angels Pet Rescue, Inc.
(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

FROM: Maria L. White
Name (Printed or typed)

14422 Daring Avenue
Address

Orlando, Florida 32826
City, State & Zip

321-302-6939
Daytime Telephone number

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

**AFFIDAVIT FOR
RELEASE OF CORPORATION'S NAME**

I, Jo Ann Vereen, the sole director, shareholder and officer of Guardian Angels Pet Rescue, Inc. who's Doc. Number is P99000031572 and who's Federal Identification Number is 59-3571861, do hereby state under penalty of perjury that I will not reactivate, re-incorporate or otherwise reform Guardian Angels Pet Rescue, Inc. and I further proclaim that I hereby release the name for future use.

Jo Ann Vereen
Jo Ann Vereen - Director

Date

10-14-04

Nadine Newman
Witness signature

Date

10-14-04

Nadine NEWMAN
(Please Print Name of Witness)

**ARTICLES OF INCORPORATION
OF
Guardian Angels Pet Rescue, Inc.**
In Compliance with Chapter 617, F.S., (Not for Profit)

FILED
04 OCT 20 AM 10:02
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation, natural persons competent to contract, hereby form a corporation not for profit under the laws of the State of Florida.

ARTICLE I - Name

The name of the corporation shall be: Guardian Angels Pet Rescue, Inc.

ARTICLE II - Principal Office

The Principal Office of this corporation shall be: 14422 Daring Avenue, Orlando, Florida 32826

ARTICLE III - Purposes

The Corporation is organized for the purpose of providing animal rescue and shelter and is located in Orange County, Florida. Additionally, this corporation shall be to engage in any activity or business permitted under the laws of the United States and of this State, pursuant to Chapter 617 of the Florida Statutes.

ARTICLE IV - Manner of Election of Directors

Directors shall be elected, or appointed to fill a vacancy, in accordance with the By-Laws of the Corporation.

ARTICLE V - Membership

The qualifications required for membership, and the manner in which members shall be admitted to membership, shall be as stated in the By-Laws of the Corporation.

ARTICLE VI - Limitation of Corporate Powers

The Corporation is organized and shall exist upon a non-stock basis as a non-profit corporation under the laws of the State of Florida, and no portion of any earnings of the Corporation shall be distributed or inure to the private benefit of any member, Director or officer of the Corporation. For the accomplishment of its purposes, the Corporation shall have all of the common law and statutory powers and duties of a corporation not for profit under Florida law as provided in section 617.0302, Florida Statutes, subject to the following limitations:

No substantial part of its' activities will be carrying out propaganda or otherwise attempting to influence legislation. The corporation will not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

Upon dissolution, all assets of the corporation will be distributed to organizations exempt under Internal Revenue Code section 501 (c) (3). Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VII – Initial Directors and/or Officers

The name and mailing address of the Directors, President, and Secretary/Treasurer, who, subject to the By-Laws of the corporation shall hold office for the first year of existence of this corporation or until his or her successor is elected and has qualified, are:

Maria L. White, Director/President
14422 Daring Avenue, Orlando, Florida 32826

Thomas C. Stimens, Director/Secretary-Treasurer
14422 Daring Avenue, Orlando, Florida 32826

Nadine Newman, Director
14422 Daring Avenue, Orlando, Florida 32826

ARTICLE VIII – By-Laws

By-Laws of the Corporation may be adopted, made, altered or rescinded by the Directors at any regular meeting or any special meeting called for that purpose, so long as they are not inconsistent with the provision of these Articles.

ARTICLE IX - Amendment to the Articles of Incorporation

Amendment to the Articles of Incorporation may be approved by any Director at any regular or special business meeting of the Board of Directors at which a majority is present and, if obtaining a two-thirds (2/3) vote of the Board of Directors present and voting at such meeting properly called and noticed as provided in the By-Laws.

Amendment to the Articles of Incorporation may also be approved by a two-thirds (2/3) affirmative vote of the membership at a meeting of the members properly called and noticed as provided in the By-Laws, such Amendment shall be forwarded to the Secretary of State of the State of Florida and filed and shall become effective upon issuance, by said officer, of a certificate reflecting same.

ARTICLE X - Corporation Dissolution

The Corporation may be dissolved with the assent given in writing and signed by not less than two-thirds (2/3) of the Members. Upon dissolution, other than incident to a merger or consolidation with another non-profit organization, the assets of the Corporation shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Corporation was created. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes.

ARTICLE XI – Director Indemnification

To the fullest extent permitted by Florida law, the Corporation shall indemnify and hold harmless every Director and every officer of the Corporation against all expenses and liabilities, including attorneys fees, actually and reasonably incurred by or imposed on him in connection with any legal proceeding (or settlement or appeal of such proceeding) to which he may be a party because of his being or having been a Director or officer of the Corporation. The foregoing right of indemnification shall not be available if a judgment or other final adjudication established that his actions or omissions to act were material to the cause adjudicated and involved:

- (A) Willful misconduct or a conscious disregard for the best interest of the Corporation, in a proceeding by or in the right of the Corporation to procure a judgment in its favor.
- (B) A violation of criminal law, unless the Director or officer had no reasonable cause to believe his action was unlawful or had reasonable cause to believe his action was lawful.
- (C) A transaction from which the Director or officer derived an improper personal benefit.
- (D) Wrongful conduct by Directors or officers in a proceeding brought by or on behalf of the Corporation.

In the event of a settlement, the right to indemnification shall not apply unless the Board of Directors approved such settlement as being in the best interest of the Corporation. The foregoing rights of indemnification shall be in addition to and not exclusive of all other rights to which a Director or officer may be entitled.

ARTICLE XII - Initial Registered Agent and Street Address

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

Maria L. White
14422 Daring Avenue
Orlando, Florida 32826

ARTICLE XIII - Incorporator


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

Maria L. White
14422 Daring Avenue
Orlando, Florida 32826

Having been named as 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.


Signature/Registered Agent

10/13/04
Date


Signature/Incorporator

10/13/04
Date