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STATE OF FLORIDA
TALLAHASSEE, FLORIDA

05 JUN 14 AM 11:24

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W05-27664

PM
LETTER
1 JUN 2005

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05 JUN -3 AM 11:38

DEPARTMENT OF STATE
BUREAU OF CORPORATIONS
TALLAHASSEE, FLORIDA

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



FLORIDA DEPARTMENT OF STATE
Glenda E. Hood
Secretary of State

June 3, 2005

MARIA KARAKOSTAS
36821 DYAL RD
CALLAHAN, FL 32011

SUBJECT: PAWS OF HOPE RESCUE, INC
Ref. Number: W05000027664

We have received your document for PAWS OF HOPE RESCUE, INC. However, upon receipt of your document no check was enclosed. Please send a check or money order payable to the Department of State.

Your document will be retained in our pending file.

The corporate filing fees for profit and nonprofit, domestic or foreign are as follows:

Filing Fees	\$35.00
Registered Agent Designation	\$35.00
Certified Copy	\$8.75
Certificate of Status	\$8.75

If you have any further questions concerning your document, please call (850) 245-6840.

Bruce W Kitchens
Document Specialist
New Filings Section

Letter Number: 605A00039512

PO Box 1274, Callahan, FL 32011

Paws of Hope Rescue, Inc

904.879.1411

www.pawsofhope.com

Articles of Incorporation

05 JUN 14 AM 11:25

The undersigned, acting as incorporator(s) of a corporation under the Not for Profit Corporation Act of the State of Florida, adopt the following articles of incorporation for such corporation:

SECRETARY
TALLAHASSEE, FLORIDA

ARTICLE I

The name of the corporation, hereinafter referred to as the "Corporation," is Paws of Hope Rescue.

ARTICLE II

The period of duration of the Corporation is perpetual.

ARTICLE III

The Corporation is organized exclusively for charitable and educational purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The Corporation may receive and administer funds for educational and charitable purposes, within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986 and to that end, the Corporation is empowered to hold any property, or any undivided interest therein, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-Laws of the Corporation, or any applicable laws, to so any other act or thing incidental to or connected with the foregoing purposes or in the advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Non-for-Profit Corporation Law.

No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual, except that reasonable compensation made be paid for services rendered to or for the Corporation affecting one or more of its purposes, and no member, trustee, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be carrying the propaganda, or otherwise attempting, to influence legislation, and the Corporation shall not participate in or intervene in, including the publication or distribution of statements, any political campaign on behalf of any candidate for public office.

Upon dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to one or more charitable, religious, scientific, testing for public safety, literary, or educational organizations which would then qualify under the provisions of Section 501 (c) (3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended, or to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of by the Corporation shall be disposed of by the Court of Common Pleas 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.

ARTICLE IV

The qualifications for members and the manner of their admissions shall be regulated by the by-laws.



Paws of Hope Rescue, Inc

PO Box 1274, Callahan, FL 32011

904.879.1411

www.pawsofhope.com

ARTICLE V

The initial street address in the state of Florida of the initial registered office of the Corporation is 36821 Dyal Road, Callahan, Florida, 32011, and the name of the initial registered agent at such address is Maria Karakostas.

ARTICLE VI

The territory in which the operations of the Corporation are principally to be conducted is the United States of America and its territories and possessions, but the operations of the Corporation shall not be limited to such territory.

ARTICLE VII

The initial Board of Directors shall consist of five (5) members, who need not be residents of the state of Florida. The names and addresses of the persons who shall serve as directors are as follows:

Director/ President: Karakostas, Maria, 36821 Dyal Road, Callahan, Florida 32011

Director/Vice President: Buccella, Robert, 36821 Dyal Road, Callahan, Florida 32011

Director/ Secretary/Treasurer: Sullivan, Karen, 53 Remington Street, Warwick, RI 02888

Director: Gustafson, Mary, 1053 Waterfall Drive, Jacksonville, Florida 32225

Director: Brown, Jennifer, 1890 Willesdon Drive West, Jacksonville, Florida 32246

ARTICLE VIII

The name and address of the registered agent is: Karakostas, Maria, 36821 Dyal Road, Callahan, Florida 32011

Having been named as the registered agent to accept 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.

Maria Karakostas 6-1-05
Registered Agent: Maria Karakostas Date

ARTICLE IX

The names and addresses of the initial incorporator(s) are as follows:

Karakostas, Maria, 36821 Dyal Road, Callahan, Florida 32011

IN WITNESS WHEREOF, the undersigned have made and subscribed to these Articles of Incorporation at 36821 Dyal Road on this day of 1 in the month of June, 2005.

Maria Karakostas
Maria Karakostas

State of Florida
COUNTY of Nassau

The foregoing instrument was acknowledged before me on this day of 1st in the month of June, 2005.

Donna P. Yancey
Name, Notary Public State of Florida Donna P. Yancey
Commission # DD 047497
Expires Sep. 18, 2005
My Commission Expires: _____
Bonded Thru
Atlantic Bonding Co., Inc.

(Seal)