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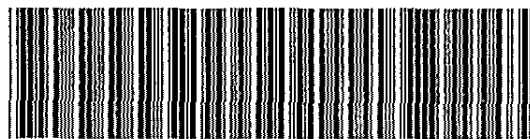
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COVER LETTER

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

SUBJECT: AMERICAN ANIMAL RESCUE FOUNDATION, 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: JONATHAN S. RESNICK
Name (Printed or typed)

17910 MONTE VISTA DR.
Address

BOCA RATON, FLORIDA 33496
City, State & Zip

443-386-2148
Daytime Telephone number

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

ARTICLES OF INCORPORATION
OF
AMERICAN ANIMAL RESCUE FOUNDATION, INC.

I, Jonathan S. Resnick, being eighteen years or older and a citizen of the United States, desires to form a Non-Profit Corporation under the Non-Profit Corporation Law of Florida, do hereby certify:

1. The name of the Corporation is: AMERICAN ANIMAL RESCUE FOUNDATION, INC.

2. The principal office of the Corporation and mailing address shall be located at 17910 Monte Vista Drive, Boca Raton, Florida 33496. Its registered agent is Roland Resnick, whose address is 17937 Villa Club Way, Boca Raton, Florida 33496. Said resident agent is a resident of the State of Florida.

3. The Corporation is not organized for profit; it shall have no capital stock and shall not be authorized to issue capital stock.

4. The purposes for which the Corporation is formed are:

(A) The Corporation is organized exclusively for the education and prevention of cruelty to animals; which includes but is not limited to, the neutering of animals, together with positive re-enforcement for training, conditioning, setting standards for animals behavior, and more specifically, to receive and administer funds for such educational purposes, all for the public welfare, and for no other purposes but including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Subsection 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), and, more specifically, to receive and administer funds for such charitable and educational purposes, all for the public by bequest, devise, gift, purchase, or lease, either absolutely or in trust for such objects and purposes or any of them, any property, real, personal or mixed, without limitation as to amount of value, except such limitations, if any, as may be imposed by law; to sell, convey, and dispose of any such property and to invest and reinvest the principal thereof, and to deal with and expend the income therefrom for any of the before-mentioned purposes, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received; to receive any property, real, personal mixed, in trust, under the terms of any will, deed of trust, or other trust instrument for the foregoing purposes or any of them, and in administering the same to carry out the directions, and exercise the powers contained in the trust instrument under which the property is received, including the expenditure of the principal as well as the income, for one or more of such purposes, if authorized or directed in the trust instrument under which it is received, but no gift, bequest or devise of any such property shall be received or accepted if it be conditioned or limited in such manner as shall require the disposition of the income or its principal to any

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TALLAHASSEE, FLORIDA

person or organization other than an "exempt organization" or for other than "exempt purposes" within the meaning of Subsection 501(c)(3) of the Internal revenue Code of 1986, as now in force or afterward amended, or as shall in the opinion of the Board of Directors, jeopardize the federal income tax exemption of the Corporation pursuant to Subsection 501(c)(3) of the Internal Revenue Code of 1986, as now in force or later amended; to receive, take title to, hold, and use the proceeds and income of stocks, bonds, obligations, or other securities of any corporation or corporations, domestic or foreign, but only for the foregoing purposes, or some of them; and, in general, to exercise any, all and every power for which a non-profit corporation organized under the applicable provisions of the Code of the State of Florida for scientific, educational, and charitable purposes all for the public welfare, can be authorized to exercise, but only to the extent the exercise of such powers are in furtherance of exempt purposes.

(B) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to, its directors, 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 these Articles. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation (except that, if the Corporation so elects, it may make such expenditures in conformity with Subsection 501(h) of the Internal Revenue Code) and the Corporation shall not participate in or intervene in (including publishing or distribution of statements) any political campaign on behalf of, or in opposition of, 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: (1) by a corporation exempt from Federal Income Tax under Subsection 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), or (2) by a corporation, contributions to which are deductible under Subsection 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law).

(C) Included among the educational purposes for which the Corporation is organized, as qualified and limited by subparagraphs (1) and (2) of this Article 4 are the following:

(D) To do all and everything necessary, suitable and proper for the accomplishment of any of the purposes or the attainment of any of the objects or the furtherance of any of the powers earlier set forth, either alone or in association with other corporations, firms, or individuals, and to do every other act or acts, thing or things, incidental or appurtenant to or growing out of or connected with the aforesaid objects or purposes of any part or parts thereof, provided the same are not inconsistent with the laws under which this corporation is organized.

5. The Corporation shall have no members.

6. The affairs of the Corporation shall be managed by a Board of Directors, the number of which shall not be less than (2); and the exact number shall be fixed by the by-laws of the Corporation. At or before each annual meeting of the Directors, they shall appoint such Directors to manage the affairs of the Corporation for the ensuing year or until their successors are duly appointed as provided for in the by-laws; and those Directors shall be appointed from nominations submitted pursuant to the provisions of the by-laws.

7. The following shall constitute the initial Directors who shall act until the first meeting of the Directors or until their successors are duly chosen and qualified, and the names of the persons who are to serve as the initial Directors are as follows:

<u>Name</u>	<u>Address</u>
Jonathan S. Resnick	17910 Monte Vista Drive Boca Raton, Florida 33496
Cara Horn	17937 Villa Club Way Boca Raton, Florida 33496

8. Upon the 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 a public purpose. Any such assets not so disposed of shall be disposed of by a 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.

9. The Corporation may by its by-laws make any other provisions or requirements for the arrangement or conduct of business of the Corporation, provided the same be not inconsistent with these Articles of Incorporation nor contrary to the laws of the State of Florida or of the United States.

10. The name and address of the incorporator is Jonathan S. Resnick, 17910 Monte Vista Drive, Boca Raton, Florida 33496.

IN WITNESS WHEREOF, I have hereunto subscribed my name as of the 22nd day of AUGUST, 2006.

8/22/06
Date

Jonathan S Resnick
Jonathan Resnick, Incorporator
17910 Vista Drive
Boca Raton, Florida 33496

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.

Roland Resnick
Roland Resnick, Registered Agent
17937 Villa Club Way
Boca Raton, Florida 33496

8/22/06
Date

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