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COVER LETTER

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

SUBJECT: Panhand	le Animal Lovers, Incorp	orated	DE CHEETY)	
	(PROPOSED CORPORATE	NAME - MOST INCLO	DE SOFFIA)	
Enclosed is an original a	and one(1) copy of the Article	es of Incorporation and	a check for :	
\$70.00 Filing Fee	\$78.75 Filing Fee & Certificate of Status	\$78.75 Filing Fee & Certified Copy ADDITIONAL CO	\$87.50 Filing Fee, Certified Copy & Certificate PY REQUIRED	
FROM: Robert D. Berg Name (Printed or typed)				
3363 Airport Road Address			-	
Crestview, Florida, 32539 City, State & Zip		-		
850-683-4104 Daytime Telephone number				

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

ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be: Panhandle Animal Lovers, Incorporated 10: 04

FILED

ARTICLE II PRINCIPAL OFFICE

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

3363 Airport Road, Crestview, Florida 32539, in Okaloosa County.

The mailing address shall be the same.

Article III PURPOSE

The purpose for which the corporation is organized is:

To prevent cruelty to animals by caring for, and adopting out to qualified households, animals (principally dogs and cats) that are lost, accepted from Animal Control Organizations, and other Animal Welfare Facilities. Additionally, this corporation will insure that a qualified Veterinarian will give all animals received a complete health check-up, and if health problems are found, the animals will be given complete and proper treatment before being adopted out. All animals will be spayed or neutered by a qualified Veterinarian before being adopted out to an acceptable household.

The personal involved in the operation of this corporation are all volunteers, without compensation or fringe benefits. All monies, either paid out or received, will be used to care for received animals. Complete records of transactions will be kept. Reasonable adoption fees will be collected and donations will be accepted from animal lovers. The volunteers will absorb all monetary losses. This corporation expects no excess funds at any time.

Said 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.

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 Third

hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene 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. 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.

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.

ARTICLE IV MANNER OF ELECTION

The initial officers were elected by mutual agreement among the volunteers at a meeting of all volunteers held on September 23, 2006. Future elections will take place on/about that date of each following year. No Board of Directors will be elected. All volunteers act as the directing board at all times.

ARTICLE V INITIAL OFFICERS

Robert D. Berg 3363 Airport Road, Crestview, Florida 32539 President, Treasurer

Barbara Barton 107 East Pineoak Court, Crestview, Florida, 32536 Chairman of the Board

Judy Brinkley 2134 Third Avenue, Crestview, Florida, 32539 Secretary

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

Robert D. Berg 3363 Airport Road, Crestview, Florida 32539

Robert D. Berg

ARTICLE VII INCORPORATOR

3363 Airport Road, Crestview, Florida 32539

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.

ignature/Registered Agent

Signature/Incorporator Date

TALLAHASSEE, FLORID