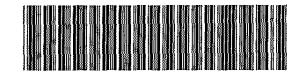
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Transmittal Letter

Department of State Division of Incorporation P.O. Box 6327 Tallahassee, FI 32314

Subject: Kitty Korner Cat Sanctuary, Inc.

Enclosed are an original and one (1) copy of the articles of incorporation and a check for:

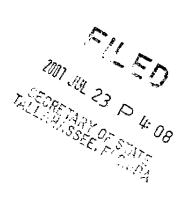
\$78.75 Filing Fee & Certificate of Status

From:

Rhonda Kaye Reese 3346 Loretto Road

Jacksonville, Florida 32223

(H) 904-737-6727 (C) 904-207-3232



Articles of Incorporation (Non-Profit)

Of

Kitty Korner Cat Sanctuary, Inc. Under section 402 of the Not-for-Profit Corporation Law

Article I Name

The name of the corporation shall be Kitty Korner Cat Sanctuary, Inc.

Article II Principal Place of Business

The principal place of business and mailing address of this corporation shall be 3346 Loretto Road, Jacksonville, Florida 32223

Article III Purpose

The purposes for which the corporation is formed are as follows:

- (a) Rescue and provide veterinary care for felines, place adoptable felines in permanent homes, provide a safe haven for hard-to-place elderly, special needs and/or feral felines.
- (b) Acquire data, statistics, and studies on abandoned and/or feral felines.
- (c) Disseminate this information to local governments, humane societies, and others involved with animal care and population control.
- (d) Carry on all other needed activities that benefit felines.

Article IV Directors/Members

The corporation shall be a Type B corporation pursuant to section 201 of the Not-for-Profit Corporation Law. The initial directors are appointed. Future Directors shall be appointed at the sole discretion of the corporation's first Board of Directors. The names and address of the initial directors are as follows:

Rhonda Kaye Reese 3346 Loretto Road, Jacksonville, Florida 32223, President

Deborah Nuedeck Teresa Hansbury Member 12412 Flynn Road, Jacksonville, Florida 32223, Vice President 11897 Honey Locust Dr. Jacksonville, Florida, 32223 Board

Article VI Initial Registered Agent and Street Address

The name and Florida street address of the corporation's registered agent is Rhonda Kaye Reese, 3346 Loretto Road, Jacksonville, Florida, 32223.

Article VII Incorporator

The name and address of the Incorporator of this corporation is Rhonda Kay Reese, 3346 Loretto Road, Jacksonville, Florida, 32223. The effective date of this corporation is 20, July, 2007.

Approval and consents required by law.

Prior to delivery to the department of state for filing all approvals and consents required by law will be endorsed upon or annexed to this certificate.

Notwithstanding any other provisions of these articles, the corporation is organized exclusively for one or more of the purposes as specified in Section 501 c(3) OF THE Internal Revenue Code of 1954, and shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under IRC Section 501c(3) or corresponding provision of any subsequent Federal tax laws.

No part of the net earning of the corporation shall inure to the benefit of any member, trustee, director, officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation), and no member, trustee, officer of the corporation or any private individual shall be entitled to share in the distribution of any corporate assets on dissolution of the corporation.

No substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by IRC Section 501(h) or participation in, or intervening in (including the publication of distribution statements), any political campaign on behalf of any candidates for public office.

In the event of dissolution, all of the remaining assets and property of the corporation shall, after necessary expenses thereof, be distributed to another organization exempt under IRC Section 501c(3), or corresponding provisions of any subsequent Federal tax laws, or to the Federal government, or state or local government for a public purpose, subject to the approval of a Justice of the Supreme Court of the State of Florida.

In any taxable year in which the corporation is a private foundation as described in IRC Section 509(a), the corporation shall distribute it's income for said period at such time and manner as not to subject it to tax under IRC Section 4942, and the corporation shall not (a) engage in any act of self-defeating as defined in IRC Section 4941(d), retain any excess business holdings as defined in IRC Section 4943(c), (b), make any investments in such manner as to subject the corporation to tax under IRC Section 4944, or (c) make any taxable expenditures as defined in IRC Section 4945 (d) or corresponding provisions of any subsequent Federal tax laws.

Registered Agent's Acceptance of Appointment

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

Khonan (Can) Signature/Incorporator/

Date Date

20, July 7007

Transmittal Letter

Department of State Division of Incorporation P.O. Box 6327 Tallahassee, FI 32314

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