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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch SEP 25 2007

COVER LETTER

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

SUBJECT: Xena Fund of the Florida Keys, 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: Julie Ann Garber Esq.
Name (Printed or typed)

The Andersen Firm, P.C.
Address
1010 Kennedy Drive, Suite 201
Key West, FL 33040
City, State & Zip

305-296-8480
Daytime Telephone number

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

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2007 SEP 24 PM 1:51

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF
XENA FUND OF THE FLORIDA KEYS, INC.**

(a corporation not for profit)

The undersigned, acting as incorporator of a corporation not for profit pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE I
Name**

The name of the corporation (hereinafter referred to as the "Corporation") shall be Xena Fund of the Florida Keys, Inc.

**ARTICLE II
Principal Office**

The principal place of business and mailing address of the Corporation shall be 1325 South Street, Key West, FL 33040.

**ARTICLE III
Purposes**

The Corporation is organized exclusively for charitable purposes, including, for such purposes, without limitation, the following:

- A. Providing financial assistance to lower income pet owners located in the Florida Keys for emergency veterinary care and services.
- B. Providing financial assistance to lower income pet owners located in the Florida Keys for annual veterinary visits, preventive medications and annual vaccinations.
- C. Promoting the health and welfare of pets in the Florida Keys by educating their owners on the importance of annual veterinary visits.

**ARTICLE IV
No Capital Stock**

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

ARTICLE V
Number of Directors and Initial Directors

The number of Directors of the Corporation shall be three (3), which number may be increased or decreased pursuant to the bylaws of the Corporation, but shall never be less than three (3).

The names and addresses of the Directors who shall act until the first annual meeting or until their successors are duly chosen and qualified are:

Gary Sechen
1325 South Street
Key West, FL 33040

D. Winnifred Miller
1325 South Street
Key West, FL 33040

Margo Ellis
3311 Harriet Street
Key West, FL 33040

ARTICLE VI
Manner of Election

The method of electing directors and officers shall be as set forth in the bylaws of the Corporation.

ARTICLE VII
Corporate Powers; Limitations

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable 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 Article III 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, (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, or (c) by a nonprofit corporation organized under the laws of the State of Florida.

ARTICLE VIII

Dissolution

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 IX

Initial Registered Agent and Street Address

The name and Florida street address of the registered agent are Julie Ann Garber, The Andersen Firm, P.C., 1010 Kennedy Drive, Suite 201, Key West, FL 33040.

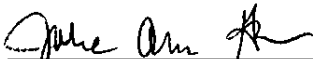
ARTICLE X

Incorporator

The name and address of the incorporator are:

Julie Ann Garber
1010 Kennedy Drive
Suite 201
Key West, FL 33040

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on September 20, 2007.



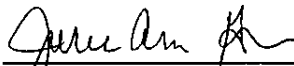
Julie Ann Garber, Incorporator

**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT AND REGISTERED OFFICE**

Pursuant to the provisions of §607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement to designate the registered agent and registered office in the State of Florida.

1. The name of the corporation is Xena Fund of the Florida Keys, Inc.
2. The name and address of the registered agent and office are:

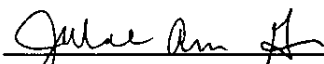
Julie Ann Garber
The Andersen Firm, P.C.
1010 Kennedy Drive
Suite 201
Key West, FL 33040



Julie Ann Garber, Incorporator

September 20, 2007

*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.*



Julie Ann Garber, Registered Agent for
Xena Fund of the Florida Keys, Inc.

September 20, 2007