

N 08000002944

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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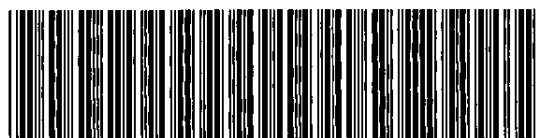
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RECEIVED
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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

2008 MAR 25 A 9 12
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FILED
80-92-2
[Signature]

Charter Number Only

VALIDATION ONLY

3/20.

Scott Choos

Requestor's Name

44 NE 16 Street.

Address

Homestead, FL 33030.

City

State

ZIP

Phone

242-0764

CORPORATION(S) NAME

NORTHWEST FLORIDA Great DANE
RESCUE, INC.

() Profit

☒ NonProfit

() Amendment

() Merger

() Foreign

() Dissolution

() Mark

() Limited Partnership

() Annual Report

() Other

() Reinstatement

() Reservation

() Change of Registered Agent

☒ Certified Copy

() Photo Copies

() Certificate Under Seal

() Call When Ready

() Call If Problem

() After 4:30

☒ Walk In

() Will Wait

☒ Pick Up

() Mail Out

Name

Availability

Document

Examiner

Updater

Verifier

Acknowledgment

W.P. Verifier



Empire Toll Free: 1-800-432-3028

ARTICLES OF INCORPORATION
OF
NORTHWEST FLORIDA GREAT DANE RESCUE, INC.

FILED

2008 MAR 25 A 9:13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I
NAME OF THE CORPORATION AND PRINCIPAL OFFICE

The name of the corporation shall be NORTHWEST FLORIDA GREAT DANE RESCUE, INC. and the address of the principal office is 209 Berry Road, Pensacola, Florida 32507.

ARTICLE II
TERM OF EXISTENCE

The term of existence of this corporation shall be perpetual.

ARTICLE III
PURPOSES AND OBJECTIVES

The purposes and objectives of the corporation shall be to provide education, information and assistance to the general public and to other rescue organizations. To save, preserve, spay or neuter, all in regards to Great Danes, mix thereof, or any canine breed. To rescue, foster and place in permanent homes that we feel meets the needs of Great Danes, mix thereof, or any canine breed. Organizing fund raising projects and an information hub for Great Danes, mix thereof, or any canine breed. To work closely, being a contact with and information source with all Humane Societies, Animal Controls, Shelters and Veterinarians.

ARTICLE IV
NON-PROFIT PURPOSES AND POWERS

1. The corporation shall be organized and operated exclusively for charitable, scientific and educational purposes within the meaning of Section 501 of the U. S. Internal Revenue Code of 1954, as subsequently amended. The powers of the corporation shall be limited to only those powers permitted to be carried on by a corporation exempt from federal income tax under the appropriate section of the Internal Revenue Code of 1954, as subsequently amended.

2. No part of the income of the corporation shall be distributed to the members, directors or officers. However, nothing shall prevent a member, director or officer being paid a fair compensation for services rendered as an employee of the corporation or as a contracting party, if not in conflict with the policies regarding conflicts of interest and requirements of the Internal Revenue Code, Section 501.

3. In the event that the corporation shall be dissolved, voluntarily or involuntarily,

the Board of Directors, after providing for the outstanding debts and obligations of the corporation shall distribute the remaining assets of the corporation to one or more charitable organizations designated by the Board of Directors which are, or may become, engaged in activities which in the judgment of the Board are, or will be similar to the purposes of this corporation and also qualified as a tax exempt corporation under Internal Revenue Code section 501© (3). In no event shall any of the corporation's assets be distributed to any present or former member of the corporation.

ARTICLE V MEMBERSHIP

1. Membership in the corporation shall be by nominating to membership by a nominating committee.

2. The specific requirements for nomination, the nominating procedure and constituency of the nominating committee shall be in accord with the requirements of the By-Laws. The By-Laws may limit the size of the membership and provide set such criteria for membership as it deems necessary and advisable.

ARTICLE VI BOARD OF DIRECTORS

1. The corporation shall be managed by a Board of Directors who shall determine policy as set forth in the By-Laws.

2. The Board of Directors shall be composed of not less than one (1) nor more than ten (10) persons. Members of the Board of Directors shall be members of the corporation and shall be elected as set forth in the By-Laws of the corporation.

3. The term of each member of the Board of Directors shall be one year. The By-Laws may set other requirements and restrictions.

4. The initial Board of Directors, who shall serve for one year or until their successors are elected are:

JEANNINE ALLEN, 209 Berry Road, Pensacola, Florida 32507

PATSY KEE, 5411 Murray Lane, Pensacola, Florida 32506

SARAH BROWN, 526 South 1st Street, Pensacola, Florida 32507

WAYNE DAVIS, 209 Berry Road, Pensacola, Florida 32507

ARTICLE VII
OFFICERS

1. There shall be the following officers of the Corporation: President, Secretary, Treasurer, and such other officers as may be required by the By-Laws of the Corporation.

2. The initial officers, who shall serve for one year after incorporation are:

President: JEANNINE ALLEN
209 Berry Road
Pensacola, Florida 32507

Vice President: PATSY KEE
5411 Murray Lane
Pensacola, Florida 32506

Secretary: SARAH BROWN
526 South 1st Street
Pensacola, Florida 32507

Treasurer: WAYNE DAVIS
209 Berry Road
Pensacola, Florida 32507

ARTICLE VIII
BY-LAWS

1. The By-Laws of the corporation shall be adopted by the Board of Directors.

2. The By-Laws may be altered, amended or repealed and new By-Laws be adopted by a majority of the Board of Directors of the corporation at any regularly convened or special meeting thereof.

ARTICLE IX
AMENDMENTS TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended by a majority vote of the Board of Directors present at a regular or special meeting of the Board of Directors provided a quorum is present and the specific proposed Amendment has been mailed to each member of the corporation at least two weeks prior to the regular or special meeting and a notice of the meeting is similarly provided. The Amendment shall be effective upon acceptance by the Secretary of State.

ARTICLE X
BEGINNING OF CORPORATE EXISTENCE

The corporate existence shall begin upon acceptance and approval of these Articles of Incorporation by the Department of State.

ARTICLE XI
REGISTERED AGENT

Until provided otherwise by the Board of Directors the registered agent and registered office shall be:

S. SCOTT CHOOS, ESQ.
44 NE 16th Street
Homestead, Florida 33030

ARTICLE XII
SUBSCRIBERS

The subscribers to these Article of Incorporation and their addresses are:

JEANNINE ALLEN, 209 Berry Road, Pensacola, Florida 32507

WAYNE DAVIS, 209 Berry Road, Pensacola, Florida 32507

ARTICLE XIII
INDEMNIFICATION

The By-Laws may provide for indemnification of the Board of Directors, officers and employees of the Corporation.

ACKNOWLEDGMENT AND CONSENT OF REGISTERED AGENT


Having been made initial Registered Agent to accept service of process of the corporation at the initial registered office designated in these Articles of Incorporation, I hereby accept such status and consent to act in this capacity and agree to comply with all the requirements of the law pertaining thereto.




S. SCOTT CHOOS, ESQ., Registered Agent

IN WITNESS WHEREOF, I have hereunto made, subscribed and acknowledged

these Articles of Incorporation.

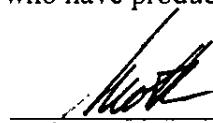


JEANNINE ALLEN


WAYNE DAVIS

STATE OF FLORIDA
COUNTY OF MIAMI-DADE

The foregoing instrument was acknowledged before me this 20th day of March, 2008, by JEANNINE ALLEN and WAYNE DAVIS, who have produced drivers licenses as identification and who did not take an oath.



NOTARY PUBLIC

My Commission Expires:

NOTARY PUBLIC-STATE OF FLORIDA
S. Scott Choos
Commission # DD665839
Expires: MAY 03, 2011
BONDED THRU ATLANTIC BONDING CO., INC.

corp/northwest.art