

NO8000010122

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

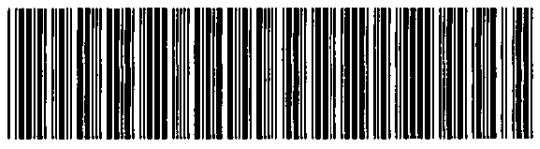
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

*Amend
Texas
11-21-08*



CHARLES H. BRONSON,
COMMISSIONER

FLORIDA DEPARTMENT OF AGRICULTURE AND CONSUMER SERVICES

PURCHASE ORDER

PO Number : S-4200-221928

Issue Date : 11/10/08

Change Order :

FDACS CONTRACT #

221928



S H I P P DIVISION OF ANIMAL INDUSTRY ADMINISTRATION 407 S. CALHOUN ST. TALLAHASSEE FL 323990800		I T N O V. DIVISION OF ANIMAL INDUSTRY ADMINISTRATION 407 S. CALHOUN ST. TALLAHASSEE FL 323990800	
Vendor	DIVISION OF CORPORATIONS DIVISION OF CORP PO BOX 6250 TALLAHASSEE FL 32314		FEID F-593466865-031
Vendor Contact		Country	CMBE A

ADVANCED WARRANT REQUESTED

ATTACHMENT - BY ACCEPTANCE OF THIS PURCHASE ORDER AGREEMENT, THE VENDOR HEREBY AGREES TO ALL TERMS AND CONDITIONS OF THIS PURCHASE ORDER AND ATTACHMENT(S). FAILURE OF THE VENDOR TO REJECT ANY TERMS AND CONDITIONS IN WRITING WITHIN SEVEN (7) DAYS SHALL CONSTITUTE ACCEPTANCE.

Requestor : TURAL, GREGORY G Phone 4100927
 Requisition No 23756 Requisition Date 11/07/08 IRR No
 Bid/Contract No
 Contract Manager HUMPHREYS, LEIGH A
 Contract Term 11/10/08 - 06/30/09
 Freight Code INC FRT INCLUDED IN PRICE
 Tax Code SSX STATE SALES TAX EXEMPT
 FOB Destination
 Change Order No Change Order Description

ITEMS

Line Item	Commoditycode	Item Description	Quantity Unit	Unit Price Discount	Extended Total
1	9915210000000	Filing Fees For incorporation of a Non Profit Organization (Gertrude Maxwell Save-A-Pet Inc.) ADVANCE PAYMENT REQUIRED Please process payment by Journal Transfer to the following: 451010001324530010000 Category 000100 Object 001000	1 LOT	35.00 0	35.00
PO Total					35.00

PURCHASE ORDER

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*P*221928

Deliver on or Before 06/30/09

Created By PALLONC

Purchase Type L GOVERNMENTAL AGENCY PER SECTION 287.057(1)(f)13, AS DEFINED IN SECTION 163.3164(10), F.S.

Additional Conditions

Special Ship To

Special Category

CHARGE CODES

Org	Div	Bur	Sec	Sub	Eo	Object	Amount	Vendorid	Appr Category
42	09	01	01	000	A2	131600	35.00	F-593466865-031	100777

By: *Gregory R...*
AS AGENT FOR ABOVE NAMED GOVERNMENT ENTITY

Mike Anderson, Director of Administration

PURCHASE ORDER

PO Number: **S-4200-221928**

Issue Date: **11/10/08**

Change Order:

FDACS CONTRACT #

221928

PURCHASE ORDER INSTRUCTIONS AND CONDITIONS

1. Pursuant to section 287.058(1), F.S., the provisions of Section 287.058(1)(a)-(f), F.S., are hereby incorporated by reference, to the extent applicable. Pursuant to section 287.0582, F.S., if this purchase order binds the State or this agency for the purchase of services or tangible personal property for a period in excess of one (1) fiscal year, the State of Florida's performance and obligation to pay under this contract is contingent upon an annual appropriation by the Legislature. Travel expenses are not reimbursable unless specifically authorized in writing, and shall be reimbursed only in accordance with section 112.061, F.S.
2. The Department of Agriculture and Consumer Services shall have the right of unilateral cancellation for refusal by the Vendor to allow public access to all documents, papers, letters, or other material made or received by the Vendor in conjunction with the purchase order, unless the records are exempt from section 24(a) of Article I of the State Constitution and section 119.07(1), F.S.
3. Items may be tested for compliance with specifications. Items delivered not conforming to specifications may be rejected and returned at vendor's expense. Any increase in cost may be charged against the vendor. Items received in excess of quantities specified may, at purchaser's option, be returned at the vendor's expense. Substitutions are not permitted.
4. The vendor shall comply with all laws, rules, codes, ordinances, and licensing requirements that are applicable to the conduct of its business, including those of federal, State, and local agencies having jurisdiction and authority. By way of non-exhaustive example, the vendor shall comply with section 247A(e) of the Immigration and Nationalization Act, the Americans with Disabilities Act, and all prohibitions against discrimination on the basis of race, religion, sex, creed, national origin, handicap, marital status, or veteran's status. Violation of such laws shall be grounds for terminations or cancellation of this purchase order.
5. The Department shall pay the vendor as specified herein. All bills for amounts due shall be submitted in sufficient detail for a proper preaudit and post audit thereof. Section 215.422, F.S., provides that agencies have 5 working days to inspect and approve goods and services, unless bid specifications or the purchase order specifies otherwise. Interest penalties for late payment are available subject to the provisions of section 215.422, F.S. A vendor Ombudsman, whose duties include action as an advocate for vendors who may be experiencing problems in obtaining timely payment(s) from a state agency may be contacted at 850-410-7269 or by calling the Department of Financial Services Hotline, 1-850-410-9724.
6. The following provisions shall apply to all purchase orders UNLESS OTHERWISE INDICATED HEREIN and agreed to by the purchaser:
 - a) All purchases are F.O.B. Destination, transportation charges prepaid.
 - b) Each shipment must be shipped to the address indicated on the face of this purchase order and marked to the attention of the individual identified, if any. Each shipment must be labeled plainly with the purchase order number and must show the gross, tare, and net weight. A complete packing list must accompany each shipment. This paragraph shall also apply to any third party who ships items against this purchase order on behalf of the vendor.
 - c) No extra charges shall be applied for boxing, crating, packing, or insurance.
 - d) The following delivery schedule shall apply: 8:00 a.m. - 4:00 p.m., Monday through Friday, excluding legal holidays.
7. By acceptance of this purchase order agreement, the vendor hereby agrees to all terms and conditions of this purchase order and any associated attachments. Failure of the vendor to reject any terms or conditions in writing within seven (7) days shall constitute acceptance.
8. The DEPARTMENT may terminate this contract at any time in the event of the default or failure of the CONTRACTOR to fulfill any of its obligations hereunder. Prior to the exercise of any remedy provided for herein, the DEPARTMENT shall provide thirty (30) calendar days written notice of default and shall provide the CONTRACTOR the opportunity to cure such failure or default within said thirty (30) day period. Upon the failure or inability to cure, the DEPARTMENT shall have all rights and remedies provided at law or in equity, including without limitation the following:
 - A. Temporarily withhold cash payments pending correction of the deficiency by the CONTRACTOR.
 - B. Disallow all or part of the cost of the services not in compliance.
 - C. Wholly or partly suspend or terminate this contract.
9. A person or affiliate who has been placed on the convicted vendor list following conviction for a public entity crime may not perform work as a contractor, supplier, subcontractor, or consultant under a contract with any public entity, and may not transact business with any public entity in excess of the threshold amount provided in section 287.017, F.S. for Category Two for a period of 36 months from the date of being placed on the convicted vendor list.
10. In accordance with section 287.134, F.S., an entity or affiliate who has been placed on the discriminatory vendor list may not submit a bid on a contract to provide goods or services to a public entity, may not submit a bid on a contract with a public entity for the construction or repair of a public building or public work, may not submit bids on leases of real property to a public entity, may not award or perform work as a contractor, supplier, subcontractor, or consultant under contract with any public entity, and may not transact business with any public entity.
11. Transaction Fee: Vendors shall be pre-qualified as meeting mandatory requirements and qualifications and shall remit fees pursuant to section 287.057(23), F.S., and any rules implementing section 287.057.

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: GERTRUDE MAXWELL SAVE A PET, INC.

ELECTRONIC FILING TRACKING NUMBER

DOCUMENT NUMBER: ND80000/0122

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

LEIGH HUMPHREYS

(Name of Contact Person)

FL DEPT OF AG, DIV OF ANIMAL INDUSTRY

(Firm/ Company)

407 S. CALHOUN STREET, SUITE 330

(Address)

TALLAHASSEE, FL 32399-0800

(City/ State and Zip Code)

For further information concerning this matter, please call:

LEIGH HUMPHREYS

(Name of Contact Person)

at (850) 410-0930

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

\$35 Filing Fee

Copy of
PO Attached

\$43.75 Filing Fee &
Certificate of Status

\$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

\$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment
to
Articles of Incorporation
of

FILED

2008 NOV 21 PM 12:28

GERTRUDE MAXWELL SAVE A PET, INC.

(Name of Corporation as currently filed with the Florida Dept. of State)

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

N08000010122

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:
(Principal office address **MUST BE A STREET ADDRESS**)

C. Enter new mailing address, if applicable:
(Mailing address **MAY BE A POST OFFICE BOX**)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

New Registered Office Address:

(Florida street address)

(City)

, Florida

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:
 (Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove
			<input type="checkbox"/> Add <input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:
 (attach additional sheets, if necessary). (Be specific)

ARTICLE III - PURPOSES - SEE ATTACHED
 ARTICLE IV - MANNER OF APPOINTMENT FOR DIRECTORS - SEE ATTACHED
 ARTICLE V - LIMITATIONS - SEE ATTACHED
 ARTICLE VIII - DISSOLUTION - SEE ATTACHED

GERTRUDE MAXWELL SAVE A PET, INC.
AMENDED ARTICLES OF INCORPORATION

Article III

PURPOSES

The Corporation is a not-for-profit corporation organized for the following purposes:

- A. To be a direct support organization within the Florida Department of Agriculture and Consumer Services (hereinafter called the "Department").
- B. To provide assistance to the Division of Animal Industry of the Department, pursuant to 570.97, Florida Statutes.
- C. To provide grants to animal shelters for spaying and neutering animals, provide grants for shelters and services during times of emergencies, and develop and disseminate pet care education materials.
- D. To engage in any lawful activity to identify and pursue methods to provide resources and materials for these programs.
- E. To establish a statewide method to integrate these resources and materials into the Division of Animal Industry.
- F. To provide public recognition to public-spirited citizens and businesses who contribute to the above programs and help the Division of Animal Industry further its mission.
- G. More particularly, to conduct programs and activities, sponsor promotions, raise funds, request and receive grants, gifts, contributions, dues and bequests of money, real and personal property; or acquire, receive, hold, invest and administer, in its own name, securities, funds, objects of value or other property, real or personal; and make expenditures and distributions to or for the benefits of the Gertrude Maxwell Save a Pet, Inc. and the Division of Animal Industry programs, and

for the purpose of engaging in any lawful act or activity not for pecuniary profit for which not-for-profit corporations may be organized, so far as is or may be permitted by the laws of the State of Florida and Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code.

Article IV

MANNER OF APPOINTMENT FOR DIRECTORS

The Florida Commissioner of Agriculture shall appoint the Board of Directors as well as the honorary board members.

The Board of Directors shall include one representative from each of the following groups as recommended by that group;

- A. The Florida Veterinary Medical Association
- B. The Cat Fancier's Association
- C. The Florida Association of Kennel Clubs
- D. A Humane Organization designated by the Florida Commissioner of Agriculture
- E. The Florida Animal Control Association
- F. The National Rifle Association
- G. A Consumer Member not affiliated with any of the aforementioned associations
- H. The Florida Commissioner of Agriculture or his or her designee

In addition, the Board of Directors shall nominate up to three nonvoting honorary members. Nominees should be individuals, companies, or organizations that have exemplified themselves or have made significant contributions to the health, safety, or well-being of animals. Honorary board members shall serve for a maximum of two consecutive annual terms.

Article V

LIMITATIONS

The Corporation shall not participate in, endorse, or financially support political activities at the national, state, or local level. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, 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 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, 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.

Article VIII

DISSOLUTION

Upon the dissolution of this Corporation, its assets shall be distributed to the Department of Agriculture and Consumer Services, Division of Animal Industry, of the State of Florida or its successor, for a public purpose.

In the event the Department of Agriculture and Consumer Services, Division of Animal Industry, of the State of Florida, or its successors, fails to qualify to receive or otherwise fails to accept the Corporation's assets upon dissolution, the assets of the Corporation 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. 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.

The date of each amendment(s) adoption: 11.13.08

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.

There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 11/13/08

Signature Thomas J. Holt
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

DR. THOMAS HOLT
(Typed or printed name of person signing)

INCORPORATOR - DIRECTOR
(Title of person signing)

DIVISION OF ANIMAL INDUSTRY