

NO9000002930

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

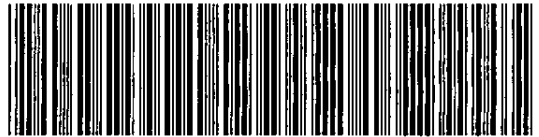
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



600146411736

03/20/09--01037--010 \*\*87.50

FILED  
09 MAR 20 PM 2:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EP 3/24/09

## COVER LETTER

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

**SUBJECT:** Friends of Bay County Animal Control, Incorporated  
(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: Erin James  
Name (Printed or typed)

403 E 11th Street  
Address

Panama City, FL 32401  
City, State & Zip

850-774-9013  
Daytime Telephone number

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

## **ARTICLES OF INCORPORATION of FRIENDS OF BAY COUNTY ANIMAL CONTROL**

The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation law of Florida (in compliance with Chapter 617, F.S. (Not for Profit)), do hereby certify:

### **ARTICLE I: NAME**

The name of the corporation shall be Friends of Bay County Animal Control, Incorporated.

### **ARTICLE II: PRINCIPAL OFFICE**

The place in this state where the principal office of the Corporation is to be located is the City of Panama City Beach, Bay County.

The principal street address is:  
118 Oak Ridge Place  
Panama City Beach, FL 32408

The principal mailing address is:  
PO Box 19688  
Panama City Beach, FL 32417

FILED  
09 MAR 20 PM 2:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### **ARTICLE III: PURPOSE**

Said corporation is organized exclusively for charitable, educational, and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that also qualify as Section 501(c)(3) exempt organizations.

To this end, the corporation shall assist the Bay County Animal Control facility and the animals of Bay County by:

1. Working to reduce the number of homeless animals by the promotion of spaying and neutering,
2. Distributing educational literature and other information on the care and protection of animals,
3. Promoting the adoption of homeless animals into safe homes,

4. Aiding in the care of animals in the custody of Bay County Animal Control, and
5. Aiding animals in Bay County in need of safe homes and/ or medical care.

All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

FILED  
09 MAR 20 PM 2:27  
CLERK OF STATE  
TALLAHASSEE, FLORIDA

#### **ARTICLE IV: MANNER OF ELECTION**

The corporation shall have no voting members. The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's by-laws. No Director shall have any right, title, or interest in or to any property of the corporation.

#### **ARTICLE V: DEBT OBLIGATIONS AND PERSONAL LIABILITY**

No member, officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to the payment of the debts or obligations of this corporation.

#### **ARTICLE VI: LIMITATIONS**

At all times the following shall operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the corporation shall inure to any member of the corporation not qualifying as exempt under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the corporation, nor to any other private persons, excepting solely such reasonable compensation that the corporation shall pay for services actually rendered to the corporation, or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on behalf of the corporation;
2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in

(including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office; and

3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.

4. The corporation shall not lend any of its assets to any officer or director of this corporation, or guarantee to any person the payment of a loan by an officer or director of this corporation.

## **ARTICLE VII: DISSOLUTION**

Upon the time of dissolution of the corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, 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 VIII: INITIAL DIRECTORS AND/OR OFFICERS**

Sarah Underwood/ President  
118 Oak Ridge Place  
Panama City Beach, FL 32408

Erin James/ Vice President, Secretary  
403 E 11th Street  
Panama City, FL 32401

Wendy Chambers/ Vice President  
14810 School Drive  
Panama City Beach, FL 32413

FILED  
09 MAR 20 PM 2:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

## ARTICLE IX: INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

Erin James  
403 E 11th Street  
Panama City, FL 32401

## ARTICLE X: INCORPORATOR

The name and address of the Incorporator is:

Erin James  
403 E 11th Street  
Panama City, FL 32401

FILED  
09 MAR 20 PM 2:27  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

\*\*\*\*\*

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.

Erin James

Signature/Registered Agent ERIN JAMES

3/19/09

Date

Erin James

Signature/Incorporator ERIN JAMES

3/19/09

Date