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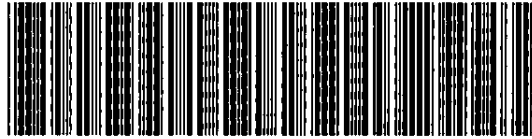
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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

MRB  
6/29

109-25225

June 18, 2009

Ruby Dunlap, Regulatory Specialist II  
New Filing Section  
Florida Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

RE: Countless Cats Rescue, Inc.  
Reference Number: W09000025225

Dear Ms. Dunlap,

Countless Cats Rescue, Inc. respectfully submits the enclosed revised Articles of Incorporation for your review and acceptance in accordance with the instructions outlined in your letter dated May 29, 2009 (copy enclosed).

Please do not hesitate to contact me at (860) 912-3098 should you require additional information.

Sincerely,



Linda Orr  
Countless Cats Rescue, Inc.  
P.O. Box 3305  
Holiday, FL 34692-3305  
[countlescatsrescue@gmail.com](mailto:countlescatsrescue@gmail.com)



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

May 29, 2009

LINDA ORR  
COUNTLESS CATS RESCUE, INC.  
PO BOX 3305  
HOLIDAY, FL 34692-3305

SUBJECT: COUNTLESS CATS RESCUE, INC.  
Ref. Number: W09000025225

We have received your document for COUNTLESS CATS RESCUE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Florida Statutes require an entity to designate a street address for its principal office address. A post office box is not acceptable for the principal office address. The entity may, however, designate a separate mailing address. The mailing address may be a post office box.

The registered agent must sign accepting the designation.

You must list at least one incorporator with a complete business street address.

Section 607.0120(6)(b), or 617.0120(6)(b), Florida Statutes, requires that articles of incorporation be executed by an incorporator.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6879.

Ruby Dunlap  
Regulatory Specialist II  
New Filing Section

Letter Number: 409A00018161

**ARTICLES OF INCORPORATION  
OF  
COUNTLESS CATS RESCUE, INC.**

FILED

09 JUN 26 PM 4: 21

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

The undersigned incorporator(s), a natural person 18 years of age or older, in order to form a corporate entity under Florida Statutes, adopts the following articles of incorporation.

**ARTICLE I**

The name of this corporation is Countless Cats Rescue, Inc. located at 3533 Overland Drive, Holiday, Florida 34691 with a mailing address of P.O. Box 3305, Holiday, Florida 34692-3305.

**ARTICLE II**

The name and address in the State of Florida of this Corporation's initial registered agent for service of process is Linda Orr, 3533 Overland Drive, Holiday, Pasco County, Florida 34691.

**ARTICLE III**

- A. This organization is a non-profit public benefit corporation and is not organized for the private gain of any person.
- B. The specific purposes of which this corporation is organized include, but are not limited to an aggressive TNR (trap, neuter, return) effort dedicated to lowering the over population of stray and feral cats by decreasing their numbers humanely with the only proven solution used worldwide - TNR. We are not a shelter. We are an all volunteer non-profit 501(c)(3) organization dedicated to the care and protection of homeless and abandoned cats and to educating the community in responsible pet ownership to make this the last generation of feral cats born to the streets of Southwestern Pasco County and surrounding areas (within the State of Florida).

**ARTICLE IV**

The duration of the corporate existence shall be perpetual.

**ARTICLE V**

The corporation shall have no members. The management of the affairs of the corporation shall be vested in a Board of Directors, as defined in the corporation's by-laws. No Director shall have any right, title, or interest in or to any property of the corporation.

The number of Directors constituting the first Board of Directors is three (3), their names and addresses being as follows:

*Chairman:* Linda Orr, 3533 Overland Drive, Holiday, Florida 34691

*Secretary:* Denise Stone, 408 Woodward Avenue, Oldsmar, Florida 34677

*Treasurer:* Anneliese Griffiths, 9247 Haynie Court, Trinity, Florida 34655

Members of the first Board of Directors shall serve a two (2) year term after which their successors are duly elected and qualified, or removed as provided in the by-laws.

#### **ARTICLE VI**

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) officer, or Directors be subject to the payment of the debts or obligations of this corporation.

#### **ARTICLE VII**

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

- A. The corporation is organized and operated exclusively for charitable purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code.
- B. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or others private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in the purpose clause hereof.
- C. Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170 (c)(2) of said Code, or the corresponding provisions of any further statute of the United States.
- D. No substantial part of the activities of this corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation; nor shall the corporation participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of any candidate for public office.

## ARTICLE VIII

- A. The property of this Corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of the corporation shall ever inure to the benefit of any director, trustee, member of officer of this corporation, or to any private person.
- B. Upon the dissolution or winding up of the corporation, any assets remaining after payment of, or provision for payment of, all debts and liabilities shall be distributed to a governmental entity described in Section 170 (b)(1)(A)(v) of the Internal Revenue Code, or to a non-profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes, which has established its tax exempt status under Section 501 (c) (3) of the Internal Revenue Code, and which is qualified to receive "qualified conservation contributions" which the meaning of Section 170 (h) of said Code, or the corresponding provisions of any future statute of the United States.

## ARTICLE IX

The undersigned incorporator(s) certify(ies) that she/he/they execute(s) these articles for the purposes herein stated.

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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Linda Orr

Linda Orr  
3533 Overland Drive  
Holiday, FL 34691

5/18/09  
Date

Anneliese Griffiths

Anneliese Griffiths  
9247 Haynie Court  
Trinity, FL 34655

5-18-09  
Date

Denise Stone

Denise Stone  
408 Woodward Avenue  
Oldsmar, FL 34677

5-18-09  
Date

I, Linda Orr, hereby accept the designation of Registered Agent.

Linda Orr  
3533 Overland Drive  
Holiday, FL 34691