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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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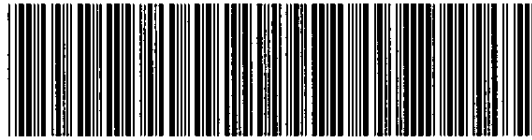
(Business Entity Name)

(Document Number)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

J. Shivers JAN 05 2010

**ARTICLES OF INCORPORATION
OF
TEAM R2R, INC.**

ARTICLE I – NAME

The name of the Corporation shall be: TEAM R2R, Inc.

ARTICLE II – PRINCIPAL OFFICE

The principal office and mailing address of the corporation shall be:

15717 Caloosa Creek Circle
Fort Myers, Florida 33908

ARTICLE III – PURPOSE

The purpose of the Corporation is:

To assist in serving animal shelters, animal rescue programs and other charitable organizations by raising money for awareness, adoption, medical care, and education.

The corporation supports and advances its purpose by fundraising, donating funds, volunteering time, assisting the animal shelters as needed, and by participating and/or organizing long-distance bicycle rides and special events to raise money and awareness.

This corporation is organized exclusively for charitable, religious, education, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

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 of 1986 (or the corresponding provision of any future United States Internal Revenue law) or (b) by a corporation contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1986 (or corresponding provision of any future United State Internal Revenue Law).

Upon the dissolution of this corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 510 (c) (3) of the Internal Revenue Code (or corresponding section of any future federal tax code, or shall be distributed to the Federal government, or the a state of local government, for a public purpose. Any such assets not so

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disposed of shall be disposed by the 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 IV – ELECTION OF DIRECTORS

In accordance with Section 617.202 (1) (d), Directors shall be elected or appointed in accordance with the corporation's Bylaws.

ARTICLE V – DIRECTORS AND OFFICERS

Steve Martin, **President/Director**
15717 Caloosa Creek Circle
Fort Myers, Florida 33908

Kevin P. Spencer, **Vice President/Director**
321 Norman Farm Road
Summerfield, North Carolina 27358

ARTICLE VI – INDEMNIFICATION

Each director and officer of the corporation, whether or not then in office, shall be indemnified by the corporation against all cost and expense reasonably incurred or imposed upon him in connection with or arising out of any claim, demand, action, suit or proceeding in which he may be involved or to which he may be made a party by reason of his being or having been a director or officer of the corporation. said expense to include attorneys' fees and the cost of reasonable settlement made with a view to curtailment of cost of litigation, except in relation to matters as to which he finally shall be adjudged in any such action, suit, or proceeding to have been derelict in the performance of his duty as such officer or director. Such right of indemnification shall not be exclusive of any other rights to which he may be entitled as a matter of law; and the foregoing right of indemnification shall inure to the benefit of the heirs, executors and administrators of any such director or officer.

ARTICLE VII – INITIAL REGISTERED AGENT

The name and address of the initial Registered Agent an address of initial registered office is:

Steve Martin
15717 Caloosa Creek Circle
Fort Myers, Florida 33908

ARTICLE VIII- INITIAL INCORPORATORS

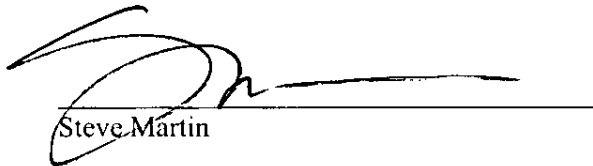
The name and address of the Initial Incorporators are:

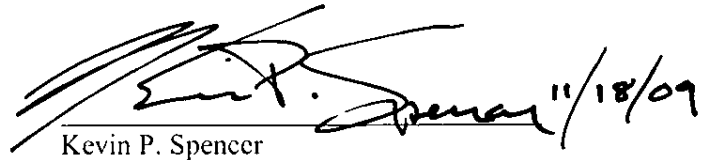
Steve Martin, **President/Director**
15717 Caloosa Creek Circle
Fort Myers, Florida 33908

Kevin P. Spencer, **Vice President/Director**
321 Norman Farm Road
Summerfield, North Carolina 27358

Date Adopted: November 18, 2009.
The numbers of votes cast are sufficient for approval.

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Steve Martin



Kevin P. Spencer 11/18/09

CERTIFICATE OF REGISTERED AGENT

Having been named as Registered Agent to accept service of process for the above stated corporation at the place so designated as the registered office, I am familiar with and accept the appointment as Registered Agent and agree to act in that capacity.

Registered Agent,


Steve Martin
15717 Caloosa Creek Circle
Fort Myers, Florida 33908


Notary Public

Date: 11/18/2009

June 21, 2011. - Guilford County
my Commission Expires;

