

N10000003610

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COVER LETTER

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

SUBJECT: WAGS & WHISKERS PET RESCUE INC

Enclosed are an original and one (1) copy of the restated articles of incorporation and a check for:

\$43.75 Filing fee & Certificate of Status

FROM: LISA HOFF, PRESIDENT, WAGS & WHISKERS PET RESCUE INC

32 MASTERS DRIVE

SAINT AUGUSTINE, FL 32084

904-377-1133

wagsandwhiskers@att.net

E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the document

WAGS & WHISKERS PET RESCUE INC**N10000003610****A Florida Non-Profit Corporation****RESTATED ARTICLES OF INCORPORATION****ARTICLE I – NAME**

The name of the corporation is WAGS & WHISKERS PET RESCUE INC, hereafter "Corporation".

ARTICLE II – RESTATED ARTICLES

The text of the Restated Articles is as follows:

ARTICLE III – LOCATION

The principal office or headquarters for the transaction of business shall be located at 32 Masters Drive, Saint Augustine, Florida 32084. The corporation shall have and shall continuously maintain its corporation status in the State of Florida.

ARTICLE IV – DURATION

The period of duration of the corporation is perpetual.

ARTICLE V - PURPOSE

Wags & Whiskers Pet Rescue is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations described under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

The purpose for which this corporation is organized is for "pet rescue, foster and adoption, spay and neuter initiatives to reduce the overpopulation of pets, and educating the public on humane and charitable treatment of pets."

ARTICLE VI – NON-PROFIT NATURE**6.01 Non-profit Nature**

Wags & Whiskers Pet Rescue is organized exclusively for charitable purposes, including, but not limited to, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to its 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 the purpose clause hereof.

Notwithstanding any provision of this document, the corporation shall not carry any other activities not permitted to be carried on (a) an organization exempt from federal income tax under section 501(c)(3)

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of the Internal Revenue Code, or corresponding section of any future federal tax code or (b) by any organization, contributions to which are deductible under section 170(c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Wags & Whiskers Pet Rescue is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its charitable and educational purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

6.02 Personal Liability

No officer or director of this corporation shall be personally liable for the debts or obligations of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

6.03 Dissolution

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

The organization to receive the assets of this corporation hereunder shall be selected by the discretion of a majority of the managing body of the corporation, and if its members cannot so agree, then the recipient organization shall be selected pursuant to a verified petition in equity filed in a court of proper jurisdiction against this corporation, by one (1) or more of its managing body which verified petition shall contain such statements as reasonable indicate the applicability of this section. The court upon a finding that this section is applicable shall select the qualifying organization or organizations located within the State of Florida.

6.04 Prohibited Distributions

No Part of the net earnings or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 IV, Section 4.01.

6.05 Restricted Activities

No substantial part 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) and political campaign on behalf of any candidate for public office.

6.06 Prohibited Activities

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) 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 VII – MANNER OF ELECTION

The manner in which the Directors are elected or appointed shall be as stated in the corporation's bylaws.

ARTICLE VIII – GOVERNANCE

Wags & Whiskers Pet Rescue shall be governed by its board of directors. All other matters regarding the corporation's rules of corporate governance are contained within the corporation's bylaws.

ARTICLE IX - OFFICERS AND/OR DIRECTORS

(Check one)

	<u>Type of Action</u>	<u>Title</u>	<u>Name</u>	<u>Address</u>
1)	<input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	VP	CAROLE SMITH	7373 AIA SOUTH, ST AUGUSTINE, FL 32080
2)	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	VP	MELLO DEE SIMMONS	239 COWRY RD, ST AUGUSTINE, FL 32086
3)	<input checked="" type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	S	MELLO DEE SIMMONS	239 COWRY RD, ST AUGUSTINE, FL 32086
4)	<input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	T	JOANNA SUNDERMAN	5270 AIA SOUTH, ST AUGUSTINE, FL 32080
5)	<input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	TS	REBECCA A CUMMINS	7021 PINE BREEZE LN, ST AUGUSTINE, FL 32086

ARTICLE X – MEMBERSHIP

Wags & Whiskers Pet Rescue 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 bylaws.

ARTICLE XI – AMENDMENTS

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

ARTICLE XII – ADDRESS OF THE CORPORATION

The physical and mailing address and of the corporation is:

WAGS & WHISKERS PET RESCUE INC

Lisa Hoff, President

32 Masters Drive

Saint Augustine, FL 32084

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ARTICLE XIII – APPOINTMENT OF REGISTERED AGENT

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.

Name: Lisa Hoff

Printed Name

Lisa Hoff
Required Signature/Registered Agent

Address: 4100 Tall Trees Lane, Saint Augustine, FL 32086

Email: Email: wagsandwhiskers@att.net

ARTICLE XIV – ARTICLE CONSOLIDATION

These adopted restated articles of incorporation supersede the original articles of incorporation and all amendments to them.

ARTICLE XV – REQUIRED ADOPTION INFORMATION**ADOPTION OF AMENDMENTS****(CHECK ONE)**

____ These restated articles of incorporation contain an amendment to the articles of incorporation which required member approval. The date of adoption of the amendments was _____ and the votes cast were sufficient for approval.

OR

X These restated articles of incorporation were adopted by the board of directors.

I submit this document and affirm that the facts stated herein are true. I am aware that the false information submitted in a document to the Department of State constitutes a third-degree felony as provided for in s.817.155, F.S.

Dated: 5/13/23

Signature: Lisa Hoff

(By a director, president, or other officer – if directors or officers have not been selected, by an incorporator – if in the hands of a receiver, trustee or other court appointed fiduciary by that fiduciary.)

Lisa Hoff

(Typed or printed name of person signing)

President

(Title of person signing)

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