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SECRETARY OF STATE
TALLAHASSEE FLORIDA

10 MAY -7 PM 1:59

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G. PHILIP J. ZIES
SCOTT D. WIDERMANN
MARK R. MALEK
CHRISTOPHER C. MARTIN
JASON A. FISCHER

April 27, 2010

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

RE: Articles of Incorporation of
Space Coast Kibble Kitchen, Inc.

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for Space Coast Kibble Kitchen, Inc., a nonprofit corporation. Also enclosed, please find check #15753 in the amount of \$70.00 as the required fee to process said documents. Please file same and return a copy to my office.

Thank you in advance for your prompt attention to this matter.

Very truly yours,

ZIES WIDERMANN & MALEK

G. Philip J. Zies, Esquire
Philip@LegalTeamUSA.com

GPJZ/dbd
Enclosures

ARTICLES OF INCORPORATION
OF
SPACE COAST KIBBLE KITCHEN, INC.
A FLORIDA NONPROFIT CORPORATION

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10 MAY -7 PM 1:59
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby presents these Articles for the formation of a nonprofit corporation in accordance with the laws of the State of Florida.

ARTICLE I. - NAME

The name of this nonprofit corporation is SPACE COAST KIBBLE KITCHEN, INC.

ARTICLE II. - PRINCIPAL ADDRESS

The initial post office address of the principal office of this corporation is: 401 Melbourne Avenue, Indialantic, Florida 32903.

The Board of Directors may, from time to time, move the principal office to any other address in the State of Florida.

ARTICLE III. - PURPOSE

The purpose of this nonprofit corporation is as follows:

A. This corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purpose of this nonprofit corporation is to provide pet food to people in need so as to reduce the number of pets surrendered and euthanized at shelters.

B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, consistent with the purposes set forth in the purpose clauses hereof.

C. Said corporation 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 under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

No part of the net earnings of the 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 clauses hereof. The property of this corporation is irrevocably dedicated to charitable, religious, educational, and scientific purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

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, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes set forth in the purpose clauses hereof

Notwithstanding any other provision of this document, this corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an 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.

Upon the dissolution of the corporation, assets 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, or shall be distributed to the federal government, or to a state or local government, for a public purpose.

ARTICLE IV. - MANNER OF ELECTION

Directors shall be elected or appointed as set forth in the Bylaws of the corporation.

ARTICLE V. - DIRECTORS

This nonprofit corporation shall have three (3) Directors initially. The names and post office addresses of the initial Directors are:

<u>Name</u>	<u>Address</u>
Susan L. Fritz	504 Lake Victoria Circle Melbourne, Florida 32940
Teresa E. May	1721 Admiralty Boulevard Rockledge, Florida 32955
Diana L. Zies	3340 N. Riverside Drive Indialantic, Florida 32903

The number of Directors may be increased or diminished from time to time, by amendment of the Bylaws, but shall never be less than three (3).

ARTICLE VI. – INITIAL REGISTERED AGENT AND STREET ADDRESS

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

<u>Name</u>	<u>Address</u>
Sharon T. Drack	1564 Masters Road NW Palm Bay, Florida 32907

ARTICLE VII. - INCORPORATOR

The name and address of the incorporator of this nonprofit corporation is:

<u>Name</u>	<u>Address</u>
Susan L. Fritz	504 Lake Victoria Circle Melbourne, Florida 32940

ARTICLE VIII. - TERM OF EXISTENCE

This nonprofit corporation shall have perpetual existence, unless sooner dissolved according to law.

ARTICLE IX. - BYLAWS

The power to adopt, alter, amend or repeal Bylaws shall be vested in the Board of Directors of this nonprofit corporation.

ARTICLE X. - INDEMNIFICATION

This nonprofit corporation may be empowered to indemnify any Officer or Director or any former Officer or former Director, in the manner set forth in Bylaws of the corporation.

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ARTICLE XI. - AMENDMENT

This nonprofit corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, as the same may be amended from time to time.

IN WITNESS WHEREOF, the incorporator hereto has executed these Articles of Incorporation, this 30th day of April, 2010.

Susan L. Fritz
Susan L. Fritz, Incorporator

Acceptance by Registered Agent:

Having been named as registered agent to accept service of process for the above stated nonprofit corporation, at the place designated in this certificate, I am familiar with and hereby accept the appointment as registered agent and agree to act in this capacity for said nonprofit corporation.

Sharon T. Drack
Sharon T. Drack - Registered Agent