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FLORIDA PROFIT/NON PROFIT CORPORATION
NO KILL NATION, INC.

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**ARTICLES OF INCORPORATION
OF
NO KILL NATION, INC.**

The undersigned, acting as incorporator of NO KILL NATION, INC., under the Florida Not For Profit Corporation Act ("Act"), adopts the following Articles of Incorporation.

ARTICLE I. NAME

The name of the corporation is:

NO KILL NATION, INC.,

a Florida not for profit corporation

and the principal place of business is:

2342 NE 29th Street
Lighthouse Point, Florida 33064

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ARTICLE II. COMMENCEMENT OF EXISTENCE

The corporation will commence its existence on the date these Articles of Incorporation are filed with the Florida Secretary of State, Division of Corporations.

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This instrument prepared by:
Katz Barron Squitiero Faust
2699 S. Bayshore Drive
7th Floor
Coral Gables, Florida 33133
Telephone (305) 856-2444

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ARTICLE III. PURPOSE

This corporation is formed for the purpose of engaging educating the public regarding the rescuing, fostering and adoption of domesticated animals, to offer low or no cost spay and neuter programs in low income areas and to promote the corporation's "no kill" philosophy, and for any other related not for profit activity or business permitted under the laws of the State of Florida. Proceeds from the corporation will only be used for charitable purposes.

ARTICLE IV. DIRECTORS AND MANNER OF ELECTING DIRECTORS

The Board of Directors shall consist of not less than three (3) persons who shall be elected and appointed in accordance with the terms of the Bylaws. The names and street addresses of the initial directors are:

Karolyn Rico
10900 NW 78th Terrace
Miami, FL 33178

Debra M. Day
2342 NE 29th Street
Lighthouse Point, Florida 33064

George Moris
12519 NW 11th Lane
Miami, FL 33182

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Katz Barron Squitiero Faust
2699 S. Bayshore Drive
7th Floor
Miami, Florida 33133
Telephone (305) 856-2444

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ARTICLE V. INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 2699 S. Bayshore Drive, 7th Floor, Miami, Florida 33133, and the name of the corporation's initial registered agent at that address is Corpco, Inc.

ARTICLE VI. INCORPORATOR

The name and street address of the incorporator is:

Desiree M. Cuason, Esq.
Katz Barron Squitiero Faust
2699 S. Bayshore Drive
7th Floor
Miami, Florida 33133

ARTICLE VII. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors and in the manner provided for in the Bylaws.

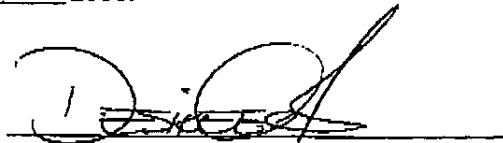
ARTICLE VIII. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by the Act. These Articles may be amended as approved by the majority vote of the board of directors.

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Miami, Florida 33133
Telephone (305) 856-2444

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IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 7 day of JUNE 2010.


Desiree M. Cuason, Incorporator

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as registered agent of NO KILL NATION, INC. in the foregoing Articles of Incorporation, Corpc, Inc. hereby acknowledges that it is familiar with the obligations of a registered agent and agrees to accept service of process for said corporation and to comply with any and all statutes relative to the complete and proper performance of the duties of registered agent.

Corpc, Inc., a Florida corporation

By: 
Erica L. English, Vice President

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