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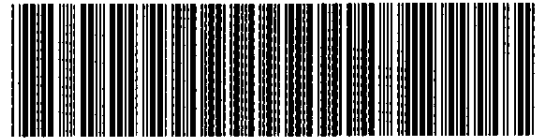
(Business Entity Name)

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APPROVED
AND
FILED
10 JUL - 7 PM 3:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

July 1, 2010

Kristin L. Buchanan
647 Short Oar Court
Sanford, Florida 32771
407-314-1052
kpolulack@comcast.net

Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: PROJECT PAWS, INC.

Dear Sir or Madam:

Enclosed is an original and one (1) copy of the Articles of Incorporation for the above referenced corporation. I have also enclosed a check in the amount of \$78.75 for the filing fee and certified copy.

Sincerely,

A handwritten signature in black ink, appearing to read "Kris Buchanan", written in a cursive style.

Kristin L. Buchanan

Enclosures

Articles of Incorporation

of

PROJECT PAWS, INC.

A Non-Profit Corporation

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AND
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, all of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Florida, do hereby certify:

ARTICLE I. NAME

The name of this corporation is PROJECT PAWS, INC..

ARTICLE II. PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of this corporation is 36622 Lake Norris Road, Eustis, Florida 32736. The mailing address of this corporation is P.O. Box 950308, Lake Mary, Florida 32795.

ARTICLE III. INITIAL REGISTERED AGENT

The name and address of the registered agent is JACQUELINE A. BORUM, 36622 Lake Norris Road, Eustis, Florida 32736.

ARTICLE IV. INCORPORATOR

The name and address of the incorporator is KRISTIN L. BUCHANAN, 647 Short Oar Court, Sanford, Florida 32771.

ARTICLE V. CORPORATE PURPOSE

Project Paws, Inc. is organized exclusively for charitable 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. The purpose of this organization is to provide material support to Seminole County Animal Services, and similar agencies, for the benefit of relinquished, abandoned, and abused animals throughout the Central Florida region.

ARTICLE VI. INITIAL TRUSTEES

The names and addresses of the persons who are the initial trustees of this corporation, of whom were elected at the annual meeting, are as follows:

President - Jacqueline A. Borum, 36622 Lake Norris Road, Eustis, Florida 32736

Vice President - Robert C. Hopkins, 215 Arbor Circle, Sanford, Florida 32773

Vice President - Kristin L. Buchanan, 647 Short Oar Court, Sanford, Florida 32771

Secretary - Tracy A. Caveny, 5088 Hawkstone Drive, Sanford, Florida 32771

Treasurer - Margaret K. Stoudt, 676 Saranac Drive, Winter Springs, Florida 32708

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ARTICLE VII. PROVISIONS

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 this 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 Third hereof. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this 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 of this corporation.

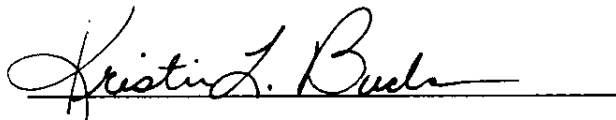
ARTICLE VIII. DISSOLUTION

Upon the dissolution of this corporation, after all outstanding liabilities have been settled, all 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 Seminole County Animal Services of Seminole County, Florida.

ARTICLE IX. EFFECTIVE DATE

The effective date of this corporation's existence shall be June 30, 2010.

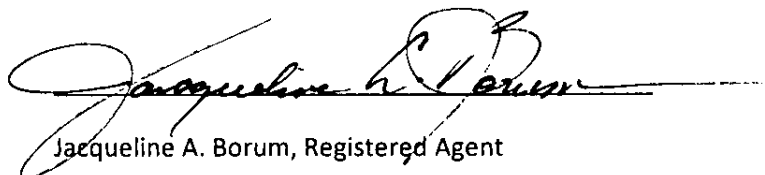
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on June 30, 2010.



Kristin L. Buchanan, Incorporator

ACCEPTANCE BY REGISTERED AGENT:

I am familiar with and accept the duties and responsibilities of Registered Agent for the above named corporation.



Jacqueline A. Borum, Registered Agent