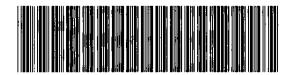
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COVER LETTER

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

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be Second Chance Animal Rescue Society Inc.

ARTICLE II PRINCIPAL OFFICE

The principal street address is:

The principal mailing address is:

30360 Overseas Highway

P.O. Box 522592

Big Pine Key, FL 33043

Marathon Shores, FL 33052

ARTICLE III PURPOSE

To raise awareness of pet overpopulation and abuse and to provide solutions to end the killing of adoptable animals. To facilitate appropriate care, maintenance, and breeding of all animals. To encourage responsible pet ownership and prevention of cruelty to animals through dissemination of knowledge, education, and spay/neuter programs while providing enforcement of applicable State and Local laws and regulations.

ARTICLE IV MANNER OF ELECTION

Directors shall be appointed.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

Daniel A. Coll – President/Director 114 Cutthroat Drive Cudjoe Key, FL 33042

Tammy Coll – Vice President/Director 114 Cutthroat Drive Cudjoe Key, FL 33042

Linda Kruszka – Secretary/Treasurer/Director 1821 Bittersweet Avenue Big Pine Key, FL 33043

Josue Saavedra – Director 31534 Avenue B Big Pine Key, FL 33043

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

Linda Kruszka 1821 Bittersweet Avenue Big Pine Key, FL 33043

ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

<u>ARTICLE VII INCORPORATOR</u>

Page 2 of 3

Daniel A. Coll 114 Cutthroat Drive Cudjoe Key, FL 33042

ARTICLE VII INITIAL TRUSTEES OF THE CORPORATION

Daniel A. Coll 114 Cutthroat Drive Cudjoe Key, FL 33042

Tammy Coll 114 Cutthroat Drive Cudjoe Key, FL 33042

Linda Kruszka 1821 Bittersweet Avenue Big Pine Key, FL 33043

Josue Saavedra 31534 Avenue B Big Pine Key, FL 33043

ARTICLE IX ORGANIZATION

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.

ARTICLE X DISTRIBUTIONS

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 Article III hereof. 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, 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, or the corresponding section of any future federal tax code, or (b) 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.

ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

Page 3 of 3

ARTICLE XI DISSOLUTION

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. Any such assets not so disposed of shall be disposed of by a 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 an operated exclusively for such purposes.

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.

Signature/Registered Agent

Signature incorporator

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