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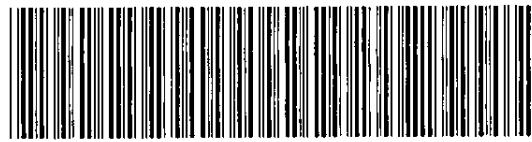
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CAPITAL CONNECTION, INC.

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HARDEE ANIMAL RESCUE TEAM, INC.

mmanley@manleyand associates.com

- Art of Inc. File _____
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- Foreign Corp. File _____
- L.C. File _____
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**ARTICLES OF INCORPORATION
OF**

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

**HARDEE ANIMAL RESCUE TEAM, INC.
(a corporation not-for-profit)**

Barry Edgley, Incorporator of a corporation not for profit under Chapter 617 of the Florida Statutes, hereby adopts the following articles of incorporation.

ARTICLE I. NAME

The name of the corporation is HARDEE ANIMAL RESCUE TEAM, INC.

ARTICLE II. PURPOSES AND POWERS

The purposes and objects of the corporation are such as are authorized under Chapter 617 of the Florida Statutes and to assist in the local area with rescuing of animals, spaying and neutering of animals, assist in placing animals through adoption and other assistance of with animal issues in the central Florida area and its purposes are exclusively charitable and educational within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

The corporation is authorized:

(a) To own, rent, lease, operate and maintain sufficient real and

personal property to include easements therein, to carry out the purposes hereinabove expressed.

(b) To receive donations, gifts, or bequests of money or other property, and to accept the same, subject to such conditions or trusts as may be attached thereto, and to perform and execute any and all such conditions or trusts.

(c) To contract debts and to borrow money, to issue, sell and pledge bonds, debentures, notes and other evidence of indebtedness.

(d) To establish rules and regulations.

(e) To sue and be sued.

(f) To do everything necessary, proper, advisable, or convenient for the accomplishment of the purposes or powers set forth in this article, and to do all other things incidental thereto or connected therewith, which are not forbidden by law or these articles of incorporation.

(g) To carry out any of the purposes or powers set forth in this article in any state, territory, district, or possession of the United States of America, or in any foreign country, to the extent that such purposes are not forbidden by the law of such place.

The purposes or powers set forth in this article are not in limitation of the general powers conferred by non-profit corporation law of the State of Florida.

ARTICLE III. TERM OF EXISTENCE

The corporation is to exist perpetually or until such time as the same is

legally dissolved.

ARTICLE IV. ADDRESS

The street address and mailing address of the corporation in the State of Florida is 328 North 4th Avenue, Wauchula, Florida 33873.

ARTICLE V. OFFICERS

The affairs of the corporation are to be managed by a President, Vice-President, Secretary and Treasurer. The names and addresses of the officers who are to serve until the next election of officers are:

Name	Address	Office
Leigh Sockalosky	6179 Lucky Lonesome Trail Wauchula, FL 33873	President
Jill Edgley	2878 George Anderson Rd Wauchula, FL 33873	Vice-President Treasurer
Melissa Longway	3319 Baxter Ave Sebring, FL 33870	Secretary

ARTICLE VI. DIRECTORS

The initial Board of Directors shall be as follows:

Name	Address	Office
Leigh Sockalosky	6179 Luck Lonesome Trail Wauchula, FL 33873	Director
Jill Edgley	2878 George Anderson Rd Wauchula, FL 33873	Director
Patricia Johnson	2696 Merle Langford Rd Zolfo Springs, FL 33890	Director

Trina Sockalosky	1672 Boyd Cowart Rd Wauchula, FL 33873	Director
Teresa A. Davis	260 Garden Drive Wauchula, FL 33873	Director
Abigail Ramirez	311 Walton Ave Wauchula, FL 33873	Director
William Lovett	1927 Hwy 17 North Wauchula, FL 33873	Director Advising Vet
Barry Edgley	2878 George Anderson Rd Wauchula, FL 33873	Director
Kyle Sockalosky	1672 Boyd Cowart Rd Wauchula, FL 33873	Director
Melissa Longway	3319 Baxter Ave Sebring, FL 33870	Director

The directors shall be elected or re-elected at each annual meeting of the directors and each director shall hold office until the next annual meeting of directors and until the director's successor has been elected and qualified, or until the director's earlier resignation or removal from office.

The corporation will have no members and its business will be conducted by the Board of Directors.

ARTICLE VII. INCORPORATOR

The name and address of the incorporator of the corporation is as follows:

Name	Address
Barry Edgley	328 North 4th Avenue Wauchula, FL 33873

ARTICLE VIII. LIABILITY

Every director and officer of the corporation shall be indemnified by the corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him or her in connection with any proceeding to which he or she may be a party, or in which he or she may become involved, by reason of his or her being or having been a director or officer of the corporation, whether or not he or she is a director or officer at the time such expenses are incurred, except in such cases where the director or officer is adjudged guilty of willful malfeasance or misfeasance in the performance of his duties; provided that, in the event of any claim for reimbursement or indemnification hereunder based upon a settlement by the director or officer seeking such reimbursement or indemnification, the indemnification herein shall apply only if the Board of Directors approves such settlement and reimbursement as being in the best interest of the corporation. The foregoing right of indemnification shall be in addition to and not exclusive of, all other rights to which such director or officer may be entitled.

ARTICLE IX. AMENDMENT OF ARTICLES OF INCORPORATION AND BY-LAWS

The corporation reserves the right to amend, alter, change or repeal any provision contained in these articles of incorporation in the manner now or hereafter prescribed by law. Each amendment submitted to the board

members for approval must be approved by majority of the board members entitled to vote thereon.

ARTICLE X. NON-PROFIT CHARACTER

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its 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 and set forth in this document. 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. 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 and operated exclusively for such purposes.

ARTICLE XI. REGISTERED OFFICE AND AGENT

The corporation hereby designates as its registered office 328 North 4th Avenue, Wauchula, FL 33873, and its registered agent, Jill Edgley, at the same address, for service of process.

IN WITNESS WHEREOF, the undersigned, being the incorporator of this corporation, has, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, executed these articles of incorporation on this 28 day of Sept, 2010.



Barry Edgley

**STATE OF FLORIDA :
COUNTY OF HARDEE :**

I HEREBY CERTIFY that on this day before me, personally appeared Barry Edgley, incorporator of HARDEE ANIMAL RESCUE TEAM, INC., who acknowledged before me the execution of the foregoing Articles of Incorporation for the uses and purposes therein set forth.

SECRETARY OF STATE
FLORIDA
APR 8 2010
SO:JL
FILED

SO:JL
APR 8 2010
FILED

SWORN to and subscribed before me this 28th day of September, 2010



NOTARY PUBLIC

I certify that I am a permanent resident of Hardee County, Florida, residing at the place indicated above. I hereby accept the foregoing designation as Registered Agent, this 28th day of September, 2010



Jill Edgley

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