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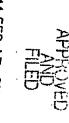
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SECRETARY OF STATE



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#### ORANGE BLOSSOM TIBETAN SPANIEL CLUB OF FLORIDA, INC.

Registration Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301
(850) 245-6051

Re:

Orange Blossom Tibetan Spaniel Club of Florida Fictitious name registration number G04253700014 Orange Blossom Tibetan Spaniel Club of Florida, Inc. New Not-for-Profit Corporation Effective Date: Date of filing

Dear Sir or Madam:

Please find enclosed: (1) Form for Cancellation of Fictitious Name for Orange Blossom Tibetan Spaniel Club of Florida; and (2) Check Number 192 in the amount of \$50.00 payable to the Florida Department of State for the filing fee. Please file the enclosed to make the name available for the formation of the Not-for-Profit Corporation that is also included in this package.

Please also find enclosed: (1) Articles of Incorporation for Orange Blossom Tibetan Spaniel Club of Florida, Inc.; and (2) Check Number 193 in the amount of \$78.75 for the Filing Fee and Certificate of the Corporation. Please return all correspondence concerning this matter to me at the following address:

Diane Nachman Post Office Box 440 Silver Springs, Florida 34489-0440

If you require immediate attention, please feel free to contact me at 352-361-8755 or via email at <a href="mailto:ridina2@aol.com">ridina2@aol.com</a>. Thank you for your assistance and immediate attention.

Sincerely,

Diane Nachman, Incorporator

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### ARTICLES OF INCORPORATION

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# ORANGE BLOSSOM TIBETAN SPANIEL CLUB OF FLORIDA, INSECRETARY OF STATE TALLAHASSEE. FLORIDA

Pursuant to Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, the following is submitted:

#### **ARTICLE I NAME**

The name of this Not-for-Profit Corporation shall be ORANGE BLOSSOM TIBETAN SPANIEL CLUB OF FLORIDA, INC. (the "Corporation").

#### ARTICLE II EFFECTIVE DATE AND DURATION

The effective date of this Corporation shall be the date of filing. The Corporation shall have perpetual existence unless dissolved sooner according to the laws of the State of Florida.

#### ARTICLE III PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESSES

The principal place of business shall be 4100 S. Highway 314A, Ocklawaha, Florida 32179. The mailing address shall be Post Office Box 440, Silver Springs, Florida 34489-0440, or at such other address as may be determined by the Board of Directors.

#### <u>ARTICLE IV</u> **PURPOSE**

- A. The purpose of the Corporation is exclusively charitable and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), and not for pecuniary profit. The Corporation is organized pursuant to the Florida Not For Profit Corporation Act and does not contemplate pecuniary gain or profit and is organized for nonprofit purposes. Any references herein to any provision of the Code shall be deemed to mean such provision as now or hereafter existing, amended, supplemented, or superseded, as the case may be.
  - B. The primary purpose for this Corporation is to:
  - (1) protect and advance the interests of the breeding and quality of the purebred Tibetan Spaniels by encouraging members and breeders to accept the standard of the Tibetan Spaniel as approved by The American Kennel Club as the only standard of excellence by which Tibetan Spaniel dogs shall be judged;
  - (2) initiate and maintain educational programs and activities which will stimulate the public interest and appreciation of the purebred Tibetan Spaniel;

- (3) conduct sanctioned matches, dog shows, and all other AKC events for which the club is eligible under the rules and regulations of The American Kennel Club; and
- (4) encourage and maintain a warm atmosphere, firm friendship, and the highest sportsmanship at all times.

The Corporation intends to organize programs to fulfill its purpose through the general public and other charitable organizations.

- C. Notwithstanding any other provisions of these Articles of Incorporation:
- 1. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its directors, 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 hereinabove in Article IV. No director, officer, or other private person shall be entitled to share in the distribution of any of the Corporation's assets in the event of dissolution.
- 2. No substantial part of the activities of the Corporation shall be the carrying 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 any candidate for public office.
- 3. The Corporation shall not carry on any other activities not permitted to be carried on: (a) by an organization exempt from federal income taxation under Section 501(c)(3) of the Code; or (b) by any organization contributions to which are deductible under Section 170(c)(2) of the Code.
- D. Upon the dissolution of the Corporation, the assets of this Corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code, or shall be disturbed 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 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 V MEMBERSHIP

The Corporation shall have a Board of Directors, who all shall be members. There shall be no stocks issued. The Corporation may issue Certificates of Membership to members.

#### ARTICLE VI DIRECTORS AND MANNER OF ELECTION

- A. The Corporation shall at all times have at least eight (8) members of the Board of Directors (the "Board"), four (4) members shall be the officers of the Corporation and the other four (4) members shall be non-officer members, all in good standing.
- B. The number of members of the Board and election of such members in the future shall be determined as provided in the Bylaws of the Corporation.
- C. The names and addresses of the members of the Board of Directors of the Corporation to serve are:

1.	Diane Nachman, President	Post Office Box 440 Silver Springs, FL 34489-0440
2.	Karen Williams, Vice President	151 Virginia Street Crestview, FL 32539
3.	Kenneth Stevens, Treasurer	6769 Laurina Place Jacksonville, FL 32216
4.	Ella Lim, Secretary	986 Collinswood Drive Jacksonville, FL 32225
5.	Victoria Marks	2930 Hodges Blvd. Jacksonville, FL 32224
6.	Misty Matthews	12642 Belcroft Drive Riverview, FL 33579
7.	Diane Snowden	9625 SW 182 <sup>nd</sup> Street Miami, FL 33157
8.	Arlene Tanel	9715 SW 142 <sup>nd</sup> Street Miami, FL 33176

#### ARTICLE VII BYLAWS

Bylaws, not inconsistent with the laws of the State of Florida or these Articles of Incorporation, for the administration of the affairs of the Corporation and the exercise of its corporate powers, shall be adopted and may be changed, amended and repealed only by the approval of majority of the members of the Board.

# ARTICLE VIII AMENDMENTS

These Articles of Incorporation may be amended by the Board of Directors by the approval of majority of the members of the Board of Directors of the Corporation.

## ARTICLE IX REGISTERED AGENT AND ADDRESS

The initial Registered Agent and the Registered Agent's address are:

Diane Nachman 4100 S. Highway 314A Ocklawaha, Florida 32179

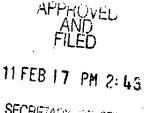
# ARTICLE XI INCORPORATOR

The name and address of the sole incorporator of the Corporation are:

Diane Nachman, President Post Office Box 440 Silver Springs, FL 34489-0440

EXECUTED by the sole Incorporator of the Corporation on this day of February, 2011.

DIANE NACHMAN Incorporator



# CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THEPROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, HERETO SUBMITS THE FOLLOWING STATEMENT TO DESIGNATE A REGISTERED OFFICE AND REGISTERED AGENT IN THE STATE OF FLORIDA.

- 1. The name of Not-for-Profit Corporation is: ORANGE BLOSSOM TIBETAN SPANIEL CLUB OF FLORIDA, INC.
- 2. The name and the Florida street address of the registered agent are:

Diane Nachman 4100 S. Highway 314A Ocklawaha, Florida 32179

Having been named as registered agent and to accept service of process for the above-stated Not-for-Profit Corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated this 14th day of February, 2011.

Diane Machinan

Registered Agent for Orange Blossom Tibetan Spaniel Club of Florida, Inc.