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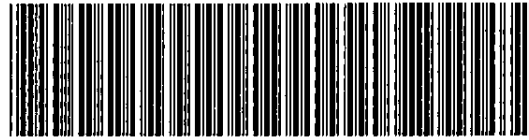
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

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## COVER LETTER

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

SUBJECT: Elephantstay America, Inc  
(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: Hilary Barr  
Name (Printed or typed)

12366 Classic Drive  
Address

Coral Springs, FL 33071  
City, State & Zip

954-682-1218  
Daytime Telephone number

helpelephantfive@gmail.com  
E-mail address: (to be used for future annual report notification)

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

**ARTICLES OF INCORPORATION  
OF  
ELEPHANTSTAY AMERICA, INC.**

The undersigned, who is a citizen of the United States, in order to form a Not for Profit corporation under the provisions of the Florida Not for Profit Corporation Act (Chapter 617, Florida Statutes), hereby signs, verifies and submits the following Articles of Incorporation.

**Article I: Name**

The name of the corporation Not for Profit shall be **ELEPHANTSTAY AMERICA, INC.** (hereinafter referred to as the "Corporation").

**Article II: Duration**

The Corporation shall have perpetual existence.

**Article III: Purposes and Powers**

3.1 Purposes: The Corporation is organized exclusively to prevent cruelty to elephants, and for charitable, educational and scientific purposes concerning the welfare of elephants, and more specifically, the Corporation is organized and shall be operated exclusively to carry out the following purposes:

- 3.1.1 A. To help elephants by preventing cruelty to them; to educate the public concerning the prevention of cruelty to elephants; and to provide funds to other charitable organizations which are themselves publically-supported organizations described in Internal Revenue Code Section 501(c)(3) to assist in their scientific research concerning the prevention of cruelty to elephants and to assist them in preventing cruelty to elephants; and to educate the public about these charitable purposes.
- B. To carry on such other activities that are in furtherance of and in support of the foregoing purposes as are lawful and proper for corporations formed under the Florida Not for Profit Corporation Act and Section 501(c)(3) of the Internal revenue Code, or the corresponding section of any future federal tax code.
- C. The Corporation is not organized for profit; it shall have no capital stock, and shall not be authorized to issue capital stock.

3.2 Powers: Subject only to such limitations as now or hereafter are prescribed by law or in the Corporation's Articles of Incorporation, the powers of the Corporation shall be as provided in the bylaws of the Corporation in accordance with Chapter 617, Florida Statutes. The Corporation shall have all powers which now or hereafter are conferred by law upon a corporation organized for the purposes previously stated in this Article III or are necessary or incidental to the powers so conferred.

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TALLAHASSEE, FLORIDA

#### **Article IV: Limitations**

4.1 No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, 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 of incorporation, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from the federal income tax under section 501(c)(3) of the 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 Code, or the corresponding section of any future federal tax code.

4.2 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 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 V: Members**

5.1 The Corporation shall have no members.

#### **Article VI: Directors**

6.1 The number of directors constituting the initial Board of Directors of the Corporation shall be three (3). The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation, but shall never be less than three (3) nor more than twenty-five (25).

6.2 The directors of the Corporation shall be elected in accordance with the methods and qualifications specified in the bylaws of the Corporation.

6.3 The names and addresses of the individuals to serve as the initial directors of the Corporation are as follows: Name and Title: Hilary Barr, 12366 Classic Drive, Coral Springs, FL 33071; Jacqueline Skevin, 3208 Northeast 40<sup>th</sup> Ct, Fort Lauderdale, FL 33308; Alex Suvall, 6630 Southwest 57<sup>th</sup> Ave, Apartment B101, Southwest Miami, FL 33143

6.4 The powers, duties, qualifications, terms of office, manner of election, and time and criteria for removal of directors shall be as set forth in the Bylaws of the Corporation.

6.5 Directors of this Corporation and any Officers elected by the Directors of this Corporation, in their capacity as such, shall serve without compensation except for reimbursement for actual expenses.

6.6 After incorporation, the directors of the Corporation shall hold an organizational meeting in accordance with Chapter 617, Florida Statutes, as amended, to adopt the bylaws of the Corporation, and to conduct such other business as required by the Corporation.

#### **Article VII: Director Liability Limitations**

7.1 If the Florida Not For Profit Corporations Act is hereafter amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director shall be eliminated or limited to the full extent permitted by the Florida Not for Profit Corporation Act, as so amended, without need for further amendment of these Articles of Incorporation or any other action by the Board of Directors. Any repeal or modification of this Article shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification for or with respect to an act or omission of such director occurring prior to such repeal or modification.

#### **Article VIII: Indemnification and Insurance**

8.1 Right to Indemnification. The Corporation shall have the power and authority to provide indemnification in accordance with the bylaws of the Corporation.

8.2 Insurance. The Corporation may maintain insurance at its expense in accordance with the bylaws of the Corporation.

#### **Article IX: Bylaws**

The Board of Directors shall adopt the initial Bylaws of the Corporation. Except to the extent otherwise provided in the Bylaws of the Corporation, the authority to make, alter, amend or repeal the Bylaws of the Corporation is vested in the Board of Directors.

#### **Article X: Incorporator**

The name and address of the incorporator of the Corporation is as follows: Hilary Barr ,  
12366 Classic Drive, Coral Springs, FL 33071.

#### **Article XI: Registered Officer and Agent**

The address of the initial registered office of the Corporation shall be 12366 Classic Drive, Coral Springs, FL 33071. The name of the initial registered agent of the Corporation at such address shall be Hilary Barr.

Acceptance of Appointment

Hilary Barr hereby accepts the appointment of Registered Agent in the State of Florida for Elephantstay America, Inc. (the "Corporation"). I understand that as agent for the Corporation, it will be my responsibility to receive service of process in the name of the Corporation; to forward all mail to the Corporation; and to immediately notify the Office of the secretary of State in the event of my resignation, or of any changes in the registered office of the Corporation for which I am agent. 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.

  
Hilary Barr, Registered Agent

#### **Article XII: Initial Principal Place of Business of Corporation**

The address of the initial principal place of business of the Corporation shall be 12366 Classic Drive, Coral Springs, FL 33071.

#### **Article XIII: Amendments**

These Articles of Incorporation maybe amended at any regular meeting of the Board of Directors or any special meeting of the Board of Directors called for that purpose, in either case upon receiving the vote of a majority of the directors in office.

IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation this 10 day of November, 2011.

  
Hilary Barr, Incorporator

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SECRETARY OF STATE  
TALLAHASSEE, FL 32304