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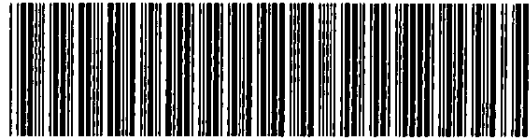
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MRS
11/20/12

Teresa Raye Willis

**290 Walton Way
Destin, FL 32550-5272
(850) 837-3856
teresawillis@embarqmail.com**

November 14, 2012

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

RE: Compassionate Animal Rescue Team, Inc.

Gentlemen:

Enclosed is the original and one (1) copy of the Articles of Incorporation for the above captioned and a check in the amount of \$78.75 to cover filing fee and a certified copy .

Sincerely,


Teresa Willis

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**ARTICLES OF INCORPORATION
FOR
COMPASSIONATE ANIMAL RESCUE TEAM, INC.**

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**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned incorporator, for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation:

ARTICLE I

The name of the corporation is:

COMPASSIONATE ANIMAL RESCUE TEAM, INC.

ARTICLE II

The principal place of business address is:

290 Walton Way
Miramar Beach, FL 32550-5272

The mailing address of the corporation is:

290 Walton Way
Miramar Beach, FL 32550-5272

ARTICLE III

Section 1. The specific purpose for this corporation shall be to provide humane care for any pet that is at risk due to abandonment, abuse, neglect or otherwise at risk of being harmed or killed; to assist in treating the medical, behavioral and social needs of the pets and prepare them for the greatest chance of being adopted into loving homes; to assist and support adopters and rescuers; to help educate the public regarding the problems of pet overpopulation and the importance of sterilizing pets, as well as the importance of providing monthly heartworm/flea prevention medication for pets.

Section 2. Except as limited by these Articles of Incorporation, the Corporation shall have and exercise all rights and powers conferred on not-for-profit corporations under the laws of the State of Florida, all in furtherance of the specific purposes delineated in Section 1 above.

Section 3. Notwithstanding any other provisions of these Articles of Incorporation, the purpose for which the Corporation is organized is exclusively for charitable, religious, educational and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV

Limitation on activities are:

No part of the net earnings of the organization shall inure to the benefit of, or be distributed to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for purposes set forth in the purpose clause here. No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other purposes not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under Section 107(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE V

The manner in which directors and officers are elected or appointed is:

As provided for in the By-Laws.

ARTICLE VI

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 and operated exclusively for such purposes.

ARTICLE VII

The name and Florida street address of the registered agent is:

Teresa Willis
290 Walton Way
Miramar Beach, FL 32550-5272

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: Teresa Willis

ARTICLE VIII

Membership If the Corporation shall constitute all persons, as from time to time hereafter may become members, in the manner provided by the By-Laws.

ARTICLE IX

The initial officer(s) and/or director(s) of the Corporation is/are:

Nikki Lachelle Headley
904 O'Sage Drive
DeFuniak Springs, FL 32433

Cindy S. Hunter
4267 Harielson Road
Crestview, FL 32539

Teresa Willis
290 Walton Way
Miramar Beach, FL 32550

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TALLAHASSEE, FLORIDA

ARTICLE X

The name and address of the incorporator is:

Teresa Willis
290 Walton Way
Miramar Beach, FL 32550-5272

IN WITNESS WHEREOF, the undersigned subscriber, as Incorporator of the above named Corporation, does hereby subscribe her name and acknowledge execution of same on this ____ day of November, 2012.


Teresa Willis, Incorporator

**CERTIFICATON OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE**

**UNDER THE PROVISIONS OF F.S. 607.0501, THE UNDERSIGNED
CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF
FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE
REGISTERED OFFICE/REGISTERED AGENT IN THE STATE OF FLORIDA:**

1. The name of the corporation is:

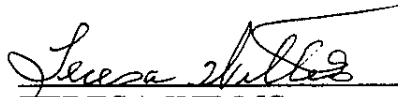
COMPASSIONATE ANIMAL RESCUE TEAM, INC.

2. The name and address of the registered agent and office is:

TERESA WILLIS
290 Walton Way
Miramar Beach, FL 32550-5272

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TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated in this certificate, I 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.


TERESA WILLIS

Date: 11/13/12