

JAN. 15. 2013 10:39AM
Division of Corporations

GRANT FRIDKIN 239-514-0377

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Florida Department of State
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Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

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FLORIDA PROFIT/NON PROFIT CORPORATION
All 'Bout Cats, Inc.

Certificate of Status	1
Certified Copy	1
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January 15, 2013

FLORIDA DEPARTMENT OF STATE

Division of Corporations

GRANT, FRIDKIN, PEARSON, ATHAN & CROWN, P.A.

SUBJECT: ALL 'BOUT CATS, INC.
REF: W13000002908

We have received your document for ALL 'BOUT CATS, INC. and your check(s) totaling \$. However, the enclosed document has not been filed and is being returned for the following correction(s):

Articles must be in numeric order. On page three of your filing after after Article VIII you have Article IV-Incorporator.

If you have any further questions concerning your document, please call (850) 245-6052.

Ruby Dunlap
Regulatory Specialist II
New Filing Section

FAX Aud. #: H13000010223
Letter Number: 313A00001076

ARTICLES OF INCORPORATION
OF
ALL 'BOUT CATS, INC.
A Florida Not For Profit Corporation

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TALLAHASSEE, FLORIDA

THE UNDERSIGNED initial directors, desiring to form a nonprofit corporation in accordance with the Florida Not For Profit Corporation Act, Chapter 617 of the Florida Statutes, do hereby certify as follows:

ARTICLE I - NAME

The name of this corporation, hereinafter referred to as, this "Corporation" is:

ALL 'BOUT CATS, INC.

ARTICLE II - PRINCIPAL OFFICE

The street and mailing address of the principal office of the Corporation is:

10616 105th Street North
Largo, Florida 33773

ARTICLE III - PURPOSES

This Corporation shall be a not-for-profit corporation, organized exclusively for the purpose of charitable and educational purposes and shall involve the sheltering and finding of homes for abandoned or homeless cats and kittens in Pinellas County, Florida.

ARTICLE IV - BOARD OF DIRECTORS

The management of the affairs of the Corporation shall be vested in a Board of Directors, as defined by the bylaws of this Corporation and except as otherwise required by law.

The names and business addresses of the persons appointed to act as the initial directors of this

Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
Nancy Skoney	11600 Sharon Drive Largo, Florida 33774
Leslee Hall	8433 121 st Street Seminole, Florida 33772
Val Laking	1050 Starkey Road #2705 Largo, Florida 33771
Julie Schmelz	10616 105 th Street North Largo, Florida 33773

Except as otherwise required by law, all future directors and any chairperson of the Board of Directors of this Corporation shall be elected or appointed in the manner provided in the bylaws of this Corporation.

ARTICLE V - REGISTERED AGENT

The name and address in the State of Florida of this Corporation's registered agent is:

Julie Schmelz
10616 105th Street North
Largo, Florida 33773

ARTICLE VI - LIMITATION ON ACTIVITIES

Notwithstanding any other provision of these Articles of Incorporation, this Corporation shall not carry on any activities not permitted to be carried on by: (i) 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 (ii) a corporation, contributions to which are deductible under Section 170(e)(2) of IRC. Further, this Corporation shall not be empowered to carry on or engage in, and is hereby expressly prohibited from carrying on or engaging in, (other than as an insubstantial part) any activities that are not in furtherance of or are broader than the charitable exempt purposes of IRC Section 501(c)(3).

No substantial part of the activities of this Corporation shall consist of carrying on of propaganda or otherwise attempting to influence legislation, and this Corporation shall not directly or indirectly, participate or intervene in (including the publishing or distributing of statements) any political campaign on behalf of, or in opposition to, any candidate for public office, or engage in activities which characterize this Corporation as an "action" organization as defined IRC Regulation 1.501(c)(3)-1(b)(3)."

ARTICLE VII - NO PECUNIARY PROFITS

No part of the net earnings of this Corporation shall inure to the benefit of or be distributable to its directors, officers, trustees, members, or other private persons, except that this Corporation shall be authorized and empowered to: (i) pay reasonable compensation for services rendered, and (ii) make payments and distributions in furtherance of the purposes set forth in Article III of these Articles of Incorporation.

ARTICLE VIII - DEDICATION OF ASSETS

This Corporation's property is hereby irrevocably dedicated to one or more exempt charitable purposes within the meaning of Section 501(c)(3) of the IRC, and accordingly, no part of the net income or assets of this Corporation shall ever inure to the benefit of any director, officer, member, or other private person, and upon the dissolution or winding up of this Corporation, its assets remaining after payment of, or the provision of payment of, all debts and liabilities of this Corporation, shall be distributed: (i) for one or more exempt charitable purposes within the meaning of Section 501(c)(3) of the IRC, and/or (ii) to the federal government, or to a state or local government, for a public purpose as the Board of Directors shall determine. Further, in the event the assets of this Corporation should be distributed upon its dissolution by a court of competent jurisdiction, then such assets shall be distributed by said court to another organization that is exempt under IRC Section 501(c)(3), and solely for use in a manner as in the judgment of said court will best accomplish the charitable exempt purposes for which this Corporation was organized and for which this Corporation's assets are hereby dedicated.

ARTICLE IX - INCORPORATOR

The name and address of the Incorporator is:

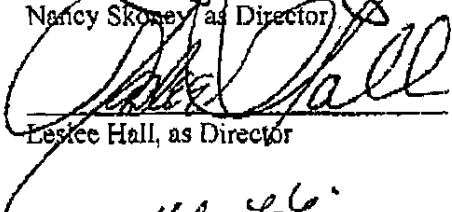
Julie Schmelz
10616 105th Street North
Largo, Florida 33773


[Signature Page Follows.]

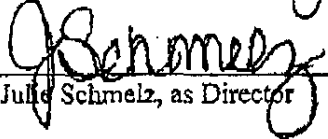
IN WITNESS WHEREOF, the undersigned directors have hereunto subscribed their names this 8th day of January, 2013.

DIRECTORS:



Nancy Skonec, as Director

Leslee Hall, as Director

Val Laking, as Director

Julie Schmelz, as Director

We, the above named initial directors of this Corporation, hereby declare that we are the persons who executed the foregoing Articles of Incorporation, which instrument is our act and deed.



Nancy Skonec

Leslee Hall

Val Laking

Julie Schmelz

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

THE UNDERSIGNED, having been named as registered agent to accept service of process for ALL 'BOUT CATS, INC., a Florida not-for-profit corporation, at the place designated in its Articles of Incorporation attached hereto, hereby certifies that I (i) accept such appointment as registered agent for service, (ii) agree to act in this capacity, and (iii) have hereunto subscribed my name this 8th day of January, 2013.


Julie Schmelz, as Registered Agent

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