

N140000001650

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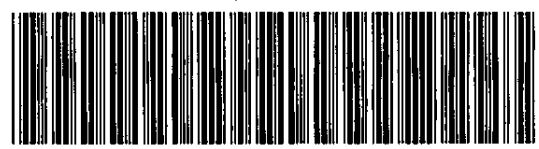
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**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** All For One Pet Rescue, Inc.

**DOCUMENT NUMBER:** N14000001650

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Lisa A. Beadle

(Name of Contact Person)

All For One Pet Rescue, Inc.

(Firm/ Company)

9790 Porta Leona Lane

(Address)

Boynton Beach, FL 33472

(City/ State and Zip Code)

[lisa@allforonepetrescue.org](mailto:lisa@allforonepetrescue.org)

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Lisa Beadle

(Name of Contact Person)

at ( 561 ) 703-1802

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &  
Certificate of Status

☐ \$43.75 Filing Fee &  
Certified Copy  
(Additional copy is  
enclosed)

☒ \$52.50 Filing Fee  
Certificate of Status  
Certified Copy  
(Additional Copy is  
Enclosed)

**Mailing Address**

Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**

Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

RECEIVED  
SECRETARY OF STATE  
14 FEB 28 AM 11:23  
FILED  
DIVISION OF CORPORATIONS

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION OF  
ALL FOR ONE PET RESCUE, INC.**

THE UNDERSIGNED, acting as incorporator of a corporation under Chapter 617, Florida Statutes, the Florida Not for Profit Corporations Act, hereby adopts the following Articles of Incorporation for such corporation.

**ARTICLE I - NAME OF CORPORATION AND DURATION**

The name of the corporation shall be **ALL FOR ONE PET RESCUE, INC.** (hereinafter the "Corporation") and shall have a perpetual existence commencing on the effective date of the filing of the original Articles of Incorporation with the Florida Department of State.

**ARTICLE II - PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office address of the Corporation shall be 9790 Porta Leona Lane, Boynton Beach, FL 33472

The mailing address of the Corporation shall be 9790 Porta Leona Lane, Boynton Beach, FL 33472

**ARTICLE III - PURPOSES AND POWERS**

**Section I. Purposes.**

**ALL FOR ONE PET RESCUE, INC.** is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code 1986 as amended (the "Code") or corresponding section of any future federal tax code.

The specific purposes for which the Corporation is organized are:

- (A) To rescue pets from county facilities, shelters and humane societies, which may otherwise be subject to euthanasia;
- (B) To place rescued pets into responsible, loving foster homes in which they will reside until they are adopted into permanent homes;
- (C) To provide necessary medical care to rescued animals, including spaying/neutering, microchipping, and vaccinating all animals prior to adoption. To provide disease, illness or injury treatment when appropriate and necessary and within the budget of the Corporation. To provide free and/or low cost sterilization and vaccination services to the public to address the unwanted pet overpopulation problem.
- (D) To establish a community humane education program to teach the public, especially children, of the proper and responsible care of animals; to provide humane education in schools and community organizations and associations to encourage the humane treatment of animals and the importance of spay/neuter and responsible pet ownership.
- (E) To engage in fund raising activities to raise funds for current and future operation of the Corporation in order to accomplish the above goals.

**Section 2. Powers**

This Corporation may exercise all powers granted to a not for profit corporation under the laws of the State of Florida, but within the restrictions of IRS Code Section 501(c)(3).

#### **ARTICLE IV - NON-PROFIT STATUS**

This Corporation shall be a non-profit corporation and shall have no capital stock. No dividends or pecuniary profits shall be declared or paid to the Directors, Officers, or members thereof. No part of the new earnings of this Corporation shall inure to the benefit of any Director, Officer, or Member of this Corporation or any private individual, provided, however, that reasonable compensation may be paid for services rendered to this Corporation in the furtherance of its purpose.

#### **ARTICLE V - PROHIBITED ACTIVITIES**

Notwithstanding any other provisions of these Articles of Incorporation or the bylaws of this Corporation, the Corporation shall be restricted as follows:

- (A) This Corporation shall not carry on any other activities not permitted to be undertaken by (a) corporation exempt from federal income tax under Section 501(c)(3) of the Code, or (b) a corporation to which the contributions are deductible under Section 170(c)(2) of the Code;
- (B) No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda, or otherwise attempting to influence legislation, except as otherwise provided by Section 501(h) of the Code. The Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of, or in opposition to, any candidate for public office.
- (C) The Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation;
- (D) The Corporation shall not be operated for profit.

#### **ARTICLE VI - DEBT OBLIGATIONS AND PERSONAL LIABILITY**

No Member, Officer or Director of this Corporation shall be personally liable for the debts or obligations of this Corporation of any nature whatsoever, nor shall any of the property of the Members, Officers or Directors be subject to the payment of the debts or obligations of this Corporation.

#### **ARTICLE VII - BOARD OF DIRECTORS**

This Corporation shall have not less than five (5) nor more than eleven (11) directors, the time and manner of electing or appointing them shall be determined as set forth in the bylaws. The number of directors may be either increased or decreased from time to time, but shall never be less than five (5). The following shall serve until their successors are elected or appointed.

President: Shelley Eramo  
Treasurer: Lisa Beadle  
Secretary: Dale Dahlberg  
Vice President: Martine Pate  
Vice President: Caroline Santise

#### **ARTICLE VIII - OFFICERS**

The officers of the Corporation shall consist of a President, a Treasurer, a Secretary, and two (2) Vice Presidents. The names of the persons who are qualified to serve as the officers of the Corporation are:

President: Shelley Eramo  
Treasurer: Lisa Beadle  
Secretary: Dale Dahlberg  
Vice President: Martine Pate  
Vice President: Caroline Santise

#### **ARTICLE IX - INDEMNIFICATION**

The Corporation may indemnify any Director, Officer, employee or agent of the Corporation as outlined and set forth in the bylaws.

#### **ARTICLE X - AMENDMENT OF BYLAWS**

The power to adopt, alter, amend or repeal, bylaws shall be vested in the Board of Directors, and the new bylaws may be adopted by following the procedure set forth in the bylaws.

#### **ARTICLE XI - AMENDMENT OF ARTICLES OF INCORPORATION**

These Articles of Incorporation may be amended from time to time by a resolution adopted by two-thirds ( $\frac{2}{3}$ ) of the Directors present at any meeting of the Board of Directors.

#### **ARTICLE XII - DISSOLUTION**

Upon the dissolution of the Corporation, the board of directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation to one or more organizations that qualify for exemption from federal income tax as organizations described in Section 501(c)(3) of the Code or the corresponding section of any future United States Internal Revenue Law, as the board of directors shall determine. 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 XIII - INITIAL REGISTERED AGENT**

The name and address of the initial registered agent is Lisa Beadle, 9790 Porta Leona Lane, Boynton Beach, FL 33472.

#### **ARTICLE XIV - INCORPORATOR**

The name and address of the incorporator is Lisa Beadle, 9790 Porta Leona Lane, Boynton Beach, FL 33472.

IN WITNESS THEREOF, the undersigned, as subscribing incorporator, has hereunto executed these Articles for the purpose of forming this non-profit Corporation under the laws of the State of Florida, and hereby makes and files in the office of the Secretary of the State of the State of Florida, these Articles of Incorporation and certify that the facts herein stated are true.

Dated February 22, 2014



Lisa A. Beadle, Treasurer

#### **ACCEPTANCE BY REGISTERED AGENT**

Having been named Registered Agent to accept service of process for **ALL FOR ONE PET RESCUE, INC.** the Corporation, at the registered address in the Articles, I hereby accept such designation and agree to act in this capacity. I further agree to comply with provisions of all statutes relating the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as Registered Agent.



Lisa A. Beadle, Registered Agent  
9790 Porta Leona Lane, Boynton Beach, FL 33472

Articles of Amendment  
to  
Articles of Incorporation  
of

All For One Pet Rescue, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

N14000001650

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

**A. If amending name, enter the new name of the corporation:**

\_\_\_\_\_ *The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.*

**B. Enter new principal office address, if applicable:**

(Principal office address **MUST BE A STREET ADDRESS**)

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**C. Enter new mailing address, if applicable:**

(Mailing address **MAY BE A POST OFFICE BOX**)

\_\_\_\_\_  
\_\_\_\_\_  
\_\_\_\_\_

**D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:**

Name of New Registered Agent: \_\_\_\_\_

\_\_\_\_\_  
(Florida street address)

New Registered Office Address:

\_\_\_\_\_, Florida \_\_\_\_\_  
(City) (Zip Code)

**New Registered Agent's Signature, if changing Registered Agent:**

*I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.*

\_\_\_\_\_  
*Signature of New Registered Agent, if changing*

**If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:**

*(Attach additional sheets, if necessary)*

*Please note the officer/director title by the first letter of the office title:*

*P = President; V= Vice President; T= Treasurer; S= Secretary; D= Director; TR= Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.*

*Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.*

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____
2) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
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5) <input type="checkbox"/> Change	_____	_____	_____
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<input type="checkbox"/> Remove			_____
6) <input type="checkbox"/> Change	_____	_____	_____
<input type="checkbox"/> Add			_____
<input type="checkbox"/> Remove			_____

**E. If amending or adding additional Articles, enter change(s) here:**  
(attach additional sheets, if necessary). (Be specific)

**Please amend Articles of Incorporation as attached.**

This image shows a single sheet of white paper with horizontal ruling lines. The lines are evenly spaced and run across the width of the page. There are no margins, text, or other markings on the paper.



The date of each amendment(s) adoption: February 24, 2014, if other than the date this document was signed.

Effective date if applicable: \_\_\_\_\_  
(no more than 90 days after amendment file date)

**Adoption of Amendment(s) (CHECK ONE)**

- ☒ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated February 24, 2014

Signature Lisa A. Beadle

(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Lisa A. Beadle

(Typed or printed name of person signing)

Treasurer

(Title of person signing)