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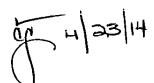
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SECRETARY OF STATE



COVER LETTER

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

STEVEN'S ANIMALS FUND, 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

EDOM: Edward S. Krakowski

Name (Printed or typed)

510 W. Blount Street

Address

Pensacola, Florida 32501

City, State & Zip

850-380-0121

Daytime Telephone number

ekrakowski@cox.net

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

SECRETARY OF STATE:
'ALLAHASSEE, FLORIDA

R 22 AH 10:

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

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SECRETARY OF STATE:
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

In compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE 1 NAME

The name of the corporation shall be: STEVEN'S ANIMALS FUND, INC.

ARTICLE II PRINCIPAL OFFICE

Principal street address:

510 W. Blount Street Pensacola, Florida 32501

ARTICLE III PURPOSE

Said corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal code.

No part of the earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 thereof. 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, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future tax code, or (b) by a corporation, contributions to which are deductible under Section 170(c2) of the Internal Revenue Code, or the corresponding section of any future tax code.

The purpose for which the corporation is organized is to solicit funds either through donations or grants for the purpose of funding animal assistance programs. These programs will be but, are not limited to, low cost or no cost spaying and neutering, trap-neuter return (TNR), foster care programs, educating volunteers and the community on animal issues and activities and holding and participating in animal activities and conferences.

Generate resources to enhance low or no cost spay/neuter programs especially for low income families in Escambia County, Florida and beyond. Having the family pet spayed or neutered reduces the number of litters and puppies or kittens that are born yearly. This eliminates the killing of dogs and cats in the Escambia County Animal Shelter, located in Escambia County, Florida, and elsewhere.

Generate resources to enhance trap, neuter, return TNR programs in Escambia County, Florida and elsewhere. TNR is not only humane, but is the most effective method for controlling feral or community cat population growth. TNR benefits the cats and the community. Using this technique community/feral cats living outside are trapped, neutered, ear tipped (the universal symbol of a sterilized cat), and then returned to their outdoor home. TNR immediately stabilizes the size of the colony by eliminating new litters. The nuisance behavior often associated with community/feral cats is dramatically reduced, including the yowling and fighting that comes with mating activity and the odor of unneutered males spraying to mark their territory. The returned cat guards its territory preventing unsteralized cats from moving in and starting the overpopulation cycle. TNR also decreases the number of cats and kittens going into shelters. This decreases shelter kill rates and increases shelter adoption rates.

ARTICLE IV MANNER OF ELECTION The manner in which the directors are elected and appointed:

As stated in the By-Laws

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Patricia A. Krakowski (P) 510 W. Blount Street Pensacola, Florida 32501

Edward S. Krakowski (T) 510 W. Blount Street Pensacola, Florida 32501

Emily D. Hazewinkel (S) 5690 Talquin Avenue Pensacola, Florida 32526

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ARTICLE VI DISSOLUTION

SECRETARY OF STATE, TALLAHASSEE, FLORIDA or more exempt Code, or the to the federal

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 REGISTERED AGENT

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Edward S. Krakowski 510 W. Blount Street Pensacola, Florida 32501

ARTICLE VIII INCORPORATOR

The name and address of the Incorporator is:

Edward S. Krakowski 510 W. Blount Street Pensacola, Florida 32501

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Required Signature of Registered Agent

Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155,F.S.

Required Signature of Incorporator

Date