

N 14 000004003

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

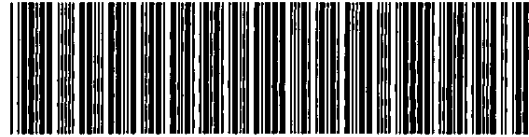
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

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14 APR 24 PM 2:47

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

W14000023584

gf 4/25/14

**COVER LETTER**

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

SUBJECT: FurEver Friendz, 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: Jay Fleisher, Esq.  
Name (Printed or typed)

11380 Prosperity Farms Rd., Ste. 204  
Address

Palm Beach Gardens, FL 33410  
City, State & Zip

561-627-7004  
Daytime Telephone number

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

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TALLAHASSEE, FLORIDA

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



11380 PROSPERITY FARMS ROAD  
SUITE 204  
PALM BEACH GARDENS, FLORIDA 33410  
[www.jayfleisher.esq.com](http://www.jayfleisher.esq.com)

PHONE (561) 627-7004  
TOLL FREE (888) 403-5337  
FAX (561) 627-7034  
[jayfleisher.esq@att.net](mailto:jayfleisher.esq@att.net)

April 22, 2014

Ms. Claretha Golden  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

Re: FurEver Friendz, Inc.

Dear Ms. Golden:

The undersigned represents the above nonprofit corporation. Previously, I had sent the Division the customary papers to file the nonprofit and have the corporation recognized by the state. Enclosed is a copy of those documents.

Not having received a response to the submission, I spoke today with one of your associates. She advised that you had returned the incorporation papers to me on April 14<sup>th</sup>, with the advice that the filing was initially rejected because of a similarity in name to "FurEver Friends, LLC." A copy of the detail by entity name of that LLC is also enclosed for your reference. Unfortunately, I have not yet received your letter.

Your associate told me to send this letter to you with the above information and document copies. She also advised me to state to you that my client and I fully recognize the similarity in names between "FurEver Friends, LLC" and our corporation "FurEver Friendz, Inc.," as the only difference is the letter "z." Despite the similarities, we wish to proceed with the filing for FurEver Friendz, Inc. fully realizing the similarity in names, and fully understanding, and accepting, the possibility that FurEver Friends, LLC may take some action against my client to prevent her from using the name FurEver Friendz, Inc.

I would appreciate your telephoning me and letting me know if this letter is satisfactory, so that FurEver Friendz, Inc. can be filed as a nonprofit corporation. Thank you.

Very truly yours,

A handwritten signature in cursive script that reads "Jay Fleisher".

Jay Fleisher, Esq.

Enclosures  
Cc Ms. Michele Skolny

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

April 14, 2014

JAY FLEISHER, ESQUIRE  
11380 PROSPERITY FARMS ROAD  
SUITE 204  
PALM BEACH GARDENS, FL 33410

SUBJECT: FUREVER FRIENDZ, INC.  
Ref. Number: W14000023584

We have received your document for FUREVER FRIENDZ, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name designated in your document is distinguishable on our records. However, the name is similar to a name already on file with this office. Therefore, the use of this name may result in future complications. The name of the existing entity is : FUREVER FRIENDS LLC, document number M13000004279.

You may 1.) resubmit the document under the current name; or 2.) choose to file under another name. If you choose to file under another name, please make the appropriate correction throughout the document(s).

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

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

Claretha Golden  
Regulatory Specialist II  
New Filing Section

Letter Number: 614A00007993

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14 APR 24 PM 2:47  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Articles of Incorporation  
of  
FurEver Friendz, Inc.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**Article I: Name**

The name of the corporation Not for Profit shall be FurEver Friendz, Inc. (hereinafter referred to as the "Corporation").

**Article II: Duration**

The Corporation shall have perpetual existence.

**Article III: Purposes and Powers**

3.1 A. Nonprofit Corporation. The Corporation is not organized for profit; it shall have no capital stock and shall not be authorized to issue capital stock.

B. Purposes. The Corporation is organized exclusively for charitable, scientific, literary, cultural, or educational purposes or for the prevention of cruelty to children or animals, including, but not limited to, for such purposes protecting and caring for dogs and cats, and the making of distributions to organizations that qualify under section 501(c)(3) of the Internal Revenue Code (the "Code") or the corresponding section of any future federal tax code.

C. 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 Code, or the corresponding section of any future federal tax code

3.2 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.

**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.

4.2 Upon the dissolution of the corporation, its assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the 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).

6.2 The directors of the Corporation shall be elected in accordance with the methods and qualifications specified in the bylaws of the Corporation. The initial Board of Directors shall consist of:

	<u>Name</u>	<u>Address</u>
34610	Michele Skolny	16716 Lemans Dr. Spring Hill, Fl
34613	Debra Sarver	8409 Stardust Way Brooksville, Fl
34609	Margo Eisenhower	2457 Caretta Ave. Spring Hill, Fl

6.3 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.

6.4 Directors of this Corporation, and any Officers elected by the Directors of this Corporation, shall serve in their capacity as such without compensation except for reimbursement for actual expenses. Notwithstanding the foregoing, if an individual elected as a board member or officer is also a salaried employee of the Corporation, the individual may receive reasonable compensation as a salaried employee (and not as a director) in accordance with procedures adopted by the Board and in accordance the Florida Not for Profit Corporation Act and the Code, or the corresponding section of any future federal tax code, which procedures shall be administered by an independent Compensation Committee appointed by the Board in accordance with procedures set out in these Bylaws.

#### **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 or officers, then the liability of directors and officers of this Corporation 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 law and 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 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:

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Name

Address

Michele Skolny

16716 Lemans Dr. Spring Hill, FL 34610

SECRETARY OF STATE

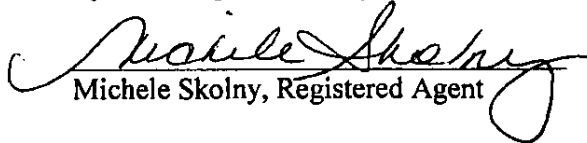
STATE, FLORIDA

**Article XI: Registered Officer and Agent**

The address of the initial registered office of the Corporation shall be Michele Skolny, 16716 Lemans Dr. Spring Hill, FL 34610. The name of the initial registered agent of the Corporation at such address shall be Michele Skolny.

**Acceptance of Appointment**

Michele Skolny hereby accepts the appointment of Registered Agent in the State of Florida for FurEver Friendz, 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.

  
Michele Skolny, Registered Agent

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

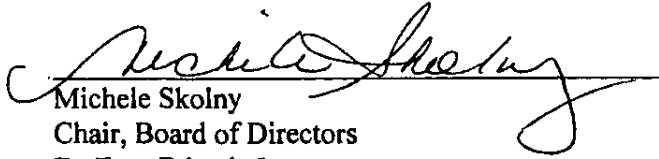
The address of the initial principal place of business of the Corporation shall be 16716 Lemans Dr. Spring Hill, FL 34610

**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 then in office.

Signed this 3<sup>rd</sup> day of April, 2014.



  
Michele Skolny  
Chair, Board of Directors  
FurEver Friendz Inc.

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