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## COVER LETTER

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

**SUBJECT:** VALERIE'S ANIMAL & NATURE FOUNDATION, 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: STUART E. GOLDBERG  
\_\_\_\_\_  
Name (Printed or typed)

POST OFFICE BOX 12458  
\_\_\_\_\_  
Address

TALLAHASSEE, FL 32317  
\_\_\_\_\_  
City, State & Zip

850-222-4000  
\_\_\_\_\_  
Daytime Telephone number

sgoldberg@stuartgoldbergpl.com

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

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

15 MAY 27 AM 8:41

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CLERK OF COURT  
HAWAII

**Articles of Incorporation of**  
**VALERIE'S ANIMAL & NATURE FOUNDATION, INC.**

a Florida corporation not for profit

The undersigned Incorporator hereby files these Articles of Incorporation in order to form a corporation not for profit under the laws of the State of Florida.

**ARTICLE I.**

**Name**

The name of this Corporation shall be **VALERIE'S ANIMAL & NATURE FOUNDATION, INC.**

**ARTICLE II.**

**Address**

The street address of the initial principal office, and the mailing address, of this Corporation shall be 606 Robin Lane, Havana, Florida 32333.

**ARTICLE III.**

**Corporate Purposes**

The Corporation shall be a nonprofit organization formed and operated exclusively for charitable, religious, literary, scientific, and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, which purposes shall include the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, and the acceptance from any party, from time to time, of contributions and the deriving of income to be used or applied exclusively for the purposes set forth above. The Corporation shall not

carry on any activities not permitted to be carried on by a corporation exempt from federal income tax pursuant to Section 501(c)(3) of the Internal Revenue Code and to which deductible contributions may be made under Sections 170, 2055, or 2522 of the Internal Revenue Code, as applicable. No part of the assets or the net earnings of the Corporation shall inure to the benefit of any officer, director, member, or any other person; provided, however, the Corporation is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles. No substantial part of the activities of the Corporation shall be dedicated to attempting to influence legislation by propaganda or otherwise. The Corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office.

During any period that the Corporation should be deemed a private foundation, as defined by Section 509(a) of the Internal Revenue Code, the Corporation shall: (1) distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942(a); (2) not engage or be involved in any act of self-dealing, as defined in Section 4941(d), so as to give rise to any liability for the tax imposed by Section 4941(a); (3) not retain any excess business holdings as defined in Section 4943(c), so as to give rise to any liability for the tax imposed by Section 4943(a); (4) not make any investments which would jeopardize the carrying out of any of its exempt purposes, within the meaning of Section 4944, so as to give rise to any liability for the tax imposed by Section 4944(a); and (5) not make any taxable expenditures, as defined in Section 4945(d), so as to give rise to any liability imposed by Section 4945(a). Unless otherwise indicated, as used in these Articles, all section references are to the Internal Revenue Code of 1986, as amended, including any corresponding provisions of any subsequently enacted federal tax laws.

**ARTICLE IV.**  
**Term of Corporate Existence**

This Corporation shall have perpetual existence unless dissolved according to law.

**ARTICLE V.**  
**Corporate Powers**

This Corporation shall have and exercise all the powers accorded corporations not for profit under the laws of the State of Florida which are not in conflict with the Corporation's exempt purposes as provided hereinabove.

**ARTICLE VI.**  
**Members**

The Corporation shall not have capital stock and shall have no members.

**ARTICLE VII.**  
**Board of Directors**

The powers of the Corporation shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of, a Board of Directors, the number of which may be either increased or decreased from time to time as regulated by the Bylaws but shall consist of not fewer than three. The manner and method of election of the Board of Directors shall be as stated in the Bylaws of the Corporation. Where not inconsistent with Chapter 617, Florida Statutes, and the express provisions of these Articles, the Board of Directors shall have all the rights, powers, and privileges prescribed by law of directors of corporations for profit. The initial Board of Directors of the Corporation shall consist of three members, as set forth below, who shall hold office for such terms as provided in the Bylaws of the Corporation and until their successors have been elected and qualified or until their earlier resignation, removal from office, inability to act, or death:

<b>GUY de la VALDENE</b>	606 Robin Lane Havana, Florida 32333
<b>THERESE de la VALDENE</b>	606 Robin Lane Havana, Florida 32333
<b>JOHNNY de la VALDENE</b>	6920 Gaston Avenue Dallas, Texas 75214

**ARTICLE VIII.**  
**Officers**

The Corporation shall have a President, a Vice President, a Secretary, and a Treasurer, each of whom shall be elected by the Board of Directors at such time and in such manner as prescribed by the Bylaws. The Corporation may have such other officers and assistant officers and agents as the Board of Directors may deem necessary, to be elected by the Board of Directors or chosen in such other manner as prescribed by the Bylaws.

**ARTICLE IX.**  
**Registered Office and Registered Agent**

The name of the initial Registered Agent of the Corporation and the street address of the initial Registered Office of this Corporation in the State of Florida shall be as follows:

<b>GUY de la VALDENE</b>	606 Robin Lane Havana, Florida 32333
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The Board of Directors may from time to time change the Registered Office to any other address in the State of Florida or change the Registered Agent.

**ARTICLE X.**  
**Amendment**

These Articles of Incorporation may be amended in any manner now or hereafter provided for by law, and all rights conferred upon shareholders hereunder are granted subject to this reservation.

**ARTICLE XI.**  
**Dissolution**


Upon dissolution, all of the Corporation's assets remaining after payment of all costs and expenses of such dissolution shall be distributed for an exempt purpose to any organization which shall then be qualified for exemption under Section 501(c)(3) and to which a contribution shall be permitted as a deduction under Sections 170, 2055, or 2522 as applicable, or to the federal government, or to a state or local government for a public purpose. None of the assets shall be distributed to any officer, director, or member of the Corporation, or any other person or organization not described in the preceding sentence.

**ARTICLE XII.**  
**Incorporator**

The name and street address of the Incorporator of this Corporation are as follows:

**THERESE de la VALDENE**      606 Robin Lane  
Havana, Florida 32333

*IN WITNESS WHEREOF*, I have executed these Articles of Incorporation of  
**VALERIE'S ANIMAL & NATURE FOUNDATION, INC.** this 19 day of May, 2015.

  
**THERESE de la VALDENE**  
Incorporator

STATE OF FLORIDA

COUNTY OF LEON

The foregoing Articles of Incorporation of **VALERIE'S ANIMAL & NATURE FOUNDATION, INC.** were acknowledged before me this 19 day of May, 2015, by **THERESE de la VALDENE** [☒ who is personally known to me; or ☐ who produced \_\_\_\_\_ as identification], as Incorporator.

Deborah L. Leonard  
Signature of Notary Public

Notary Stamp/Seal:





**CERTIFICATE DESIGNATING REGISTERED AGENT  
AND REGISTERED OFFICE**

Pursuant to Sections 48.091 and 617.0501, Florida Statutes, **VALERIE'S ANIMAL & NATURE FOUNDATION, INC.**, desiring to organize as a corporation not for profit under the laws of the State of Florida, has designated 606 Robin Lane, Havana, Florida 32333, as its initial Registered Office, and has named **GUY de la VALDENE**, located at said address, as its initial Registered Agent.



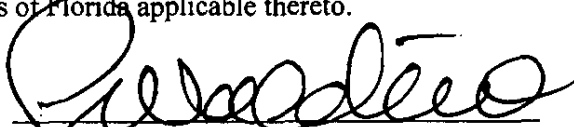
**THERESE de la VALDENE**

Incorporator

Date: May 19 ' 2013

**ACCEPTANCE BY REGISTERED AGENT**

Having been named by the above-stated Corporation as its registered agent to accept service of process at the location designated herein, the undersigned hereby accepts said appointment and agrees to act in this capacity, is familiar with and accepts the obligations of Section 607.0505, Florida Statutes, and agrees to comply with the laws of Florida applicable thereto.



**GUY de la VALDENE**

Registered Agent

Date: May 19 2015