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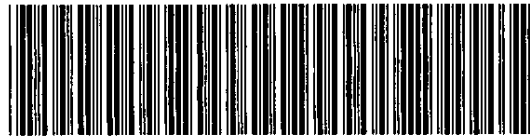
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2015 AUG 11 AM 10:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AUG 17 2015

T. BROWN



SARAGA/LIPSHY, PL

*Value Added Lawyering®*

August 7, 2015

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

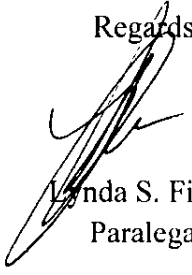
RE: Ronald Burton Mandell Animals In Need Foundation, Inc.  
A Florida Not For Profit Corporation

To Whom It May Concern:

Enclosed please find the original executed Articles of Incorporation and a check for \$70.00 so that same may be filed.

Thank you.

Regards,



Linda S. Fisher  
Paralegal

**ARTICLES OF INCORPORATION**  
**FOR**  
**RONALD BURTON MANDELL ANIMALS IN NEED FOUNDATION, INC.**

FILED  
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**A Florida Not For Profit Corporation**

The undersigned files these Articles of Incorporation for the purpose of forming a Corporation under and pursuant to Chapter 617 of the laws of the State of Florida providing for the formation, liability, privileges, rights and immunities of a corporation not for profit, and does hereby organize the Corporation with the name set forth below and adopts the following Articles of Incorporation.

ARTICLE I

Name

The name of the Corporation is **RONALD BURTON MANDELL ANIMALS IN NEED FOUNDATION, INC.** (the "Corporation").

ARTICLE II

Address

The street address and mailing address of this Corporation's principal office is as follows:

250 Algoma Road  
Palm Beach, Florida 33480

ARTICLE III

Purposes

3.1. The Corporation is organized as a not for profit corporation exclusively for charitable, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or any corresponding provision of any future federal tax code) ("Code").

3.2. Without limiting the generality of the purposes specified in Section 1 above, the Corporation shall be dedicated to the humane treatment of dogs, cats and other animals and include, but are not limited to the following principal purposes: (a) promote the prevention of cruelty to animals; (b) providing funds to pet owners to have their pets spayed or neutered to prevent over-breeding; (c) to provide funds for the rescue, foster care and adoption of homeless dogs, cats, and other animals; (d) to help educate and inform the general public with respect to issues related to homeless dogs, cats and other animals through publications, presentations, promotions, advertising, and all other effective or available means; (e) to build, operate and/or maintain a shelter, home, office, clinic, or other facilities for homeless animals; (f) to provide

and/or fund workshops, educational programs, instruction, events, programs, training, research, scholarships, and other services or activities related to animal rescue and adoption; (g) to generally aid and help individuals and the community with respect to all aspects of animal rescue, adoption, spay and neuter programs, and the humane care and treatment of animals.

ARTICLE IV  
Election of Directors

The manner in which the directors are elected or appointed shall be at the annual board of directors meeting in accordance with the By Laws of the Corporation.

ARTICLE V  
Initial Officers and Directors

The Initial Officers and Directors of the Corporation are:

Ronald Burton Mandell, President and Director  
250 Algoma Road  
Palm Beach, Florida 33480

ARTICLE VI  
Term of Existence

The term of existence of this corporation is perpetual.

ARTICLE VII  
Initial Registered Office and Agent

SLPA, INC.  
201 NE 1<sup>st</sup> Avenue  
Delray Beach, Florida 33444

ARTICLE VIII  
By-Laws

The Board of Directors shall adopt By-Laws consistent with these Articles and may be modified, amended or rescinded only by a two-thirds (2/3) majority vote of the Board of Directors.

ARTICLE IX  
Negation of Pecuniary Gain

9.1. This Corporation is not organized for a pecuniary profit. It shall not have any power to issue Certifications of Stock or declare dividends, and no part of its net earnings shall

inure to the benefit of, or be distributed to, any member, director, officer or other private persons; provided, however, that this shall not be construed to prohibit the payment by the Corporation of reasonable compensation for services rendered or to prohibit payments and distributions by the Corporation in furtherance of its purposes as described in Article III.

9.2. The corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on un-distributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

## ARTICLE X

### Prohibition of Certain Activities

10.1. This Corporation shall not devote a substantial part of its activities to attempting to influence legislation in any way, including carrying on propaganda activities. Furthermore, this Corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office, including, but not limited to publishing or distributing statements regarding such campaigns.

10.2. This Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

10.3. This Corporation will not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

10.4. This Corporation will not make any investments in a manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.

10.5. This Corporation will not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

10.6. Notwithstanding any provision of these Articles to the contrary, this Corporation is without power to engage in any activity inconsistent with either exemption from taxation under Section 501(c)(3) of the Code or with the requirements for deductibility of contributions to the Corporation under Section 170 of the Code.

## ARTICLE XI

### Dissolution

Upon the dissolution of this Corporation and in accordance with Florida law, the Board of Directors shall transfer, after paying or making provisions for the payment of all of the liabilities of this Corporation, the remaining assets to a charity or charities associated with helping the homeless within the meaning of Section 501(c)(3) of the Code.

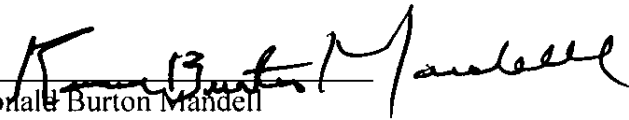
ARTICLE XII  
Incorporator

The names and address of the Incorporator of the Corporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Ronald Burton Mandell	250 Algoma Road, Palm Beach, Florida 33480

IN WITNESS WHEREOF, I have hereunto set my hand this 7th day of August, 2015.

INCORPORATOR:

  
Ronald Burton Mandell

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617.503, FLORIDA STATUTES, THE UNDERSIGNED COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the company is:

RONALD BURTON MANDELL ANIMALS IN NEED FOUNDATION, INC..

2. The name and address of the registered agent and office is:

SLPA, INC.  
201 NE 1<sup>st</sup> Avenue  
Delray Beach, FL 33444

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. 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.

SLPA, INC., a Florida Corporation

By: [Signature]  
Brian Louis Lipshy, President

8/7/15  
Date

STATE OF FLORIDA

COUNTY OF PALM BEACH

}  
}  
} ss

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Brian Louis Lipshy, as President of SLPA, Inc., a Florida corporation, who is personally known to me (✓) or who did furnish \_\_\_\_\_ for identification, and who acknowledged executing the foregoing Designation and Acceptance as Registered Agent, freely and voluntarily for the purposes therein stated and who has authority to bind the corporation.

WITNESS my hand and official seal in the County and State last aforesaid this 7 day of August, 2015.



[Signature]  
NOTARY PUBLIC

Printed Name of Notary

(Seal)

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