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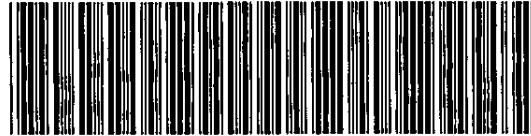
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October 27, 2015

Department of State  
Division of Corporations  
Corporate Filings  
Post Office Box 6327  
Tallahassee, FL 32314

Re: Articles of Incorporation of Road Injured Pets & Recovery, Inc.  
A Florida Not-For-Profit Corporation – Electronically Filed October 20, 2015  
Document No.: N15000010251

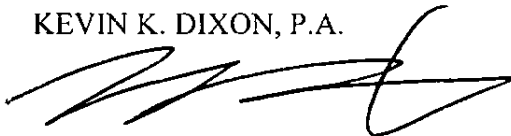
Dear Corporate Filings:

Enclosed please find the original Amended and Restated Articles of Incorporation of Road Injured Pets & Recovery, Inc., a Florida Not-For-Profit Corporation, along with check #1483 in the amount of \$35.00 for same.

Should you have any questions regarding this matter, please do not hesitate to contact me.

Sincerely,

KEVIN K. DIXON, P.A.



Kevin K. Dixon

KKD/tn  
Enclosures  
cc: Client

AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
ROAD INJURED PETS & RECOVERY, INC.  
A FLORIDA NOT-FOR-PROFIT CORPORATION

The undersigned persons, acting as incorporators of a corporation not-for-profit under the Florida Not-for-Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following articles of incorporation for the corporation:

ARTICLE I

The name of the corporation is Road Injured Pets & Recovery, Inc.

ARTICLE II

The corporation shall have perpetual duration.

ARTICLE III

This corporation is a not-for-profit corporation. The purposes for which the corporation is organized are:

(a) The specific and primary purpose for which this corporation is formed is to operate for the advancement of charity and for other charitable purposes, by the distribution of its funds for those purposes, and particularly patrolling all roads in Florida looking for family pets that have been injured or killed by vehicles and giving closure to families who have lost a family pet by a vehicle.

(b) The general purposes for which this corporation is formed is to operate exclusively for Florida residents who have lost a family pet on Florida roadways which will qualify it as an exempt organization under 26 U.S.C.A. §501(c)(3), or corresponding provisions of any subsequent federal tax laws, including, for those purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Statute.

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(c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene by publication, distribution of any other method of participation or distribution, in any political campaign on behalf of any candidate for public office.

#### ARTICLE IV

The corporation shall have a membership distinct from the board of directors. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collecting dues and assessments shall be as regulated by the bylaws.

#### ARTICLE V

The street address of the initial registered office of this corporation is 3123 S. Hiawassee Terrace, Inverness, FL 34450, City of Inverness, County of Citrus, State of Florida. The name of its initial registered agent at that address is, Walter Lawrence.

#### ARTICLE VI

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be three; provided, however, that that number may be changed by a bylaw duly adopted pursuant to the bylaws of this corporation.

The directors named here as the first board of directors shall hold office until the first meeting of members, to be held on November 30, 2015 at 3123 S. Hiawassee Terrace, Inverness, FL 34450, City of Inverness, County of Citrus, State of Florida at which time an election of directors shall be held.

Directors elected at the first annual meeting, and at all subsequent times, shall serve for a term of two years until the 2017 annual meeting of members following the election of directors and until the qualification of the successors in office. Annual meetings shall be held at 9:00 a.m. on the 5th of January of each year at the principal office of the corporation, or at any other place or places designated by the board of directors by resolution.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members of the board individually or collectively consent in writing to the action. Written consent or consents shall be filed with the minutes of the proceedings of the board. Any action taken by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action taken in this matter shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation and bylaw of this corporation authorize the directors to act in this manner. This statement shall be prima facie evidence of the directors' authority.

The names and residential addresses of the persons who are to serve as the initial directors are:

<u>Name</u>	<u>Residential Address</u>
Walter Lawrence	3123 S. Hiawassee Terrace, Inverness, FL 34450
Patricia MacEwen-Lawrence	3123 S. Hiawassee Terrace, Inverness, FL 34450
Kerry Krantz	722 Drake Avenue, Inverness, FL 34452

#### ARTICLE VII

The name and address of each incorporator are:

<u>Name</u>	<u>Address</u>
Walter Lawrence	3123 S. Hiawassee Terrace, Inverness, FL 34450

## ARTICLE VIII

The board of directors shall elect the following officers: President, Vice President, Secretary/Treasurer, and any other officers which the bylaws of this corporation authorize the directors to elect. Initially, officers shall be elected at the first annual meeting of the board of directors. Until that election is held, the following persons shall serve as corporate officers:

<u>Name</u>	<u>Address</u>
Walter Lawrence, President	3123 S. Hiawassee Terrace, Inverness, FL 34450
Patricia MacEwen-Lawrence, Vice President	3123 S. Hiawassee Terrace, Inverness, FL 34450
Kerry Krantz, Secretary/Treasurer	722 Drake Avenue, Inverness, FL 34452

## ARTICLE IX

Subject to the limitations contained in the bylaws and any limitations set forth in the Florida Not-for-Profit Corporation Act described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth in the bylaws.

## ARTICLE X

The property of this corporation is irrevocably dedicated to Florida residents who have lost a family pet on Florida roadways and giving closure to families whose pets have been injured or killed by vehicles, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member, or to the benefit of any private individual.

## ARTICLE XI


Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not-for-profit fund, foundation, or corporation which is organized and operated exclusively for

charitable purposes and which has established its tax-exempt status under 26 U.S.C.A. § 501(c)(3), or corresponding provisions of any subsequent federal tax laws.

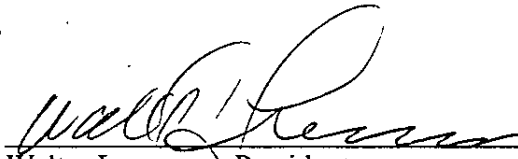
## ARTICLE XII

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two-thirds votes of a quorum of members of the corporation.

We, the undersigned, being incorporators of this corporation, for the purpose of forming this not-for-profit charitable corporation under the laws of Florida, have executed these articles of incorporation on October 20, 2015.

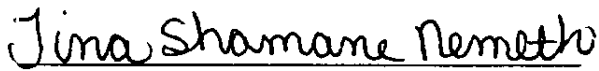
  
WALTER LAWRENCE

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation the 20th day of October, 2015.

  
Walter Lawrence, President

STATE OF FLORIDA  
COUNTY OF CITRUS

The foregoing instrument was acknowledged before me this 20th day of October, 2015, by  
Walter Lawrence, who is personally known to me or who produced  
\_\_\_\_\_ as identification.


  
NOTARY PUBLIC  
My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for Road Injured Pets & Recovery, Inc. at the place designated in these Articles, I agree to act in this capacity and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED: 10/20/2015

  
Signature of Registered Agent  
Print or Type Name: Walter Lawrence