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## COVER LETTER

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

SUBJECT: Extreme Animals Conservation Organization 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: MELISSA MEADOWS  
\_\_\_\_\_  
Name (Printed or typed)

318 RED ROCK DRIVE  
\_\_\_\_\_  
Address

TUTTLE OK 73089  
\_\_\_\_\_  
City, State & Zip

405-413-3157  
\_\_\_\_\_  
Daytime Telephone number

extreme.animals@yahoo.com

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

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

Articles of Organization

OF

**EXTREME ANIMALS CONSERVATION ORGANIZATION INC.**

ARTICLE I.

Section 1. The principal office of this Organization shall be located at 757 Schumann DR Sebastian FL 32958.

Section 2. The Organization may also have offices at such other places as the board of directors may from time to time appoint or the business of the Organization requires.

Section 3. This organization is organized exclusively for charitable, religious, educational or scientific purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code.

ARTICLE II.

MEMBERSHIP

Section 1. Classes of Members. The Corporation shall have only one (1) class of membership, the Board of Directors members, which shall be voting.

Section 2. The name and addresses of the persons who are the initial Directors of the organization are as follows:

Melissa Meadows-Program Director 318 RedRock Rd Tuttle, OK 73089

Shauna Dewitt Director 318 Red Rock Rd Tuttle, OK 73089

Russell W Roe Director 4914 Holly Hill Rd Albany, GA 31721

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Brian A Pangburn Director PO Box 10486 casa Grande AZ 85230

Christopher Hastey Director 7966 N Midwest Blvd Guthrie OK 73044

### ARTICLE III.

#### BOARD OF DIRECTORS

Section 1. **General Powers.** The affairs of the Corporation shall be managed by the Board of Directors whose members shall have a fiduciary obligation to the corporation.

Section 2. **Number, Term and Qualifications.** The number of Directors shall be no less than three (3) and shall have no maximum number. The term of membership shall be for continuous four (4) year periods, unless removed. Those set forth in the original Articles of Incorporation shall comprise of the original Board of Directors.

Section 3. **Regular Meetings.** A regular annual meeting of the Board of Directors shall be held each year. The Board of Directors may provide, by resolution, the time and place for holding additional regular meetings without other notice than such resolution. Additional regular meetings shall be held at the principal office of the Corporation in the absence of any designation in the resolution.

Section 4. **Special Meetings.** Special meetings of the Board of Directors may be called by or the Program director or at the request of a majority of the Directors, and shall be held

at the principal office of the Corporation or at such other place as the Directors may determine.

Section 5. **Notice.** Notice of the annual, regular or any special meeting of the Board of Directors shall be given by oral notice to each Trustee. The attendance of a trustee at any meeting shall constitute a waiver of notice of such meeting, except where a Trustee attends a meeting for the express purpose of objecting to the transaction of any business because the meeting is not lawfully called or convened. The business to be transacted at the meeting need not be specified in the notice or waiver of notice of such meeting, unless specifically required by law or by these Articles of Organization.

Section 6. **Quorum.** A majority of the Board of Directors shall constitute a quorum for the transaction of business at any meeting of the Board; but if less than a majority of the Directors are present at any meetings, a majority of the Directors present may adjourn the meeting from time to time without further notice.

Section 7. **Board Decisions.** The act of a majority of the Directors present at a meeting at which a quorum is present shall be the act of the Board of Directors, unless the act of a greater number is required by law or by these Articles of Organization.

Section 8. **Vacancies, Additions, Elections and Removal.** Any vacancy occurring in the Board of Directors and any Directorship to be filled by reason of an increase in the number of Directors, shall be filled by a two-third (2/3) majority vote of the Board of Directors. Directors shall be removed by a two-third (2/3) majority vote of the Board of Directors.

Section 9. **Compensation.** Directors, as such, shall not receive any salaries for their services.

#### ARTICLE IV.

##### Directors

Section 1. **Directors.** The directors of the corporation shall be a program director, an administrative director, an administrative director, and such other directors as may be elected in accordance with the provisions of this Article. The Board of Directors may elect or appoint such other directors, including one or more assistant secretaries and one or more assistant administrative directors, as it shall deem desirable, such directors to have the authority and perform the duties prescribed, from time to time, by the Board of Directors. Any two or more offices may be held by the same person.

Section 2. **Election and Term of Office.** The Board of Directors shall elect the directors of the Corporation every

four- (4) years at the regular annual meeting of the Board of Directors. New offices may be created and filled at any meeting of the Board of Directors. Each director shall hold office until his/her successor has been duly elected and qualified.

Section 3. **Removal.** Any director elected or appointed by the Board of Directors may be removed by the Board of Directors whenever in its judgment the best interests of the Corporation would be served thereby, but such removal shall be without prejudice to the contract rights, if any, of the director so removed.

Section 4. **Vacancies.** A vacancy in any office because of death, resignation, removal, disqualification, or otherwise, may be filled by the Board of Directors for the unexpired portion of the term.

Section 5. **Powers of Directors.**

(a) **The Program Director:** The Program director shall be the chief executive director of the Corporation. He shall be a continuing member of the Board of Directors. He shall have general management of the business of the Corporation and have general supervision of the other directors. He shall preside at all meetings of the Board of Directors and see that all orders and resolutions of the Board are carried into effect, subject, however, to the right of the Board to delegate to any other

director or directors of the Corporation any specific powers, other than those that may be conferred only upon the Program director. He shall execute in the name of the corporation all deeds, bonds, mortgages, contracts, and other documents authorized by the Board of Directors. He shall be ex-officio a members of all standing committees, and shall have the general powers and duties of supervision and management usually vested in the office of program director of a corporation.

No other person shall be invited to speak or teach at a meeting held by the Corporation without his approval. He shall be designated attorney-in-fact for the Corporation by virtue of his office. He shall have the authority to appoint and approve any assistants that would be necessary to properly carry on the purpose of the corporation.

(b) **The Administrative Director:** The administrative director shall attend all sessions of the Board held at the office of the Corporation and act as clerk thereof and record all votes and the minutes of all proceedings in a book to be kept for that purpose. He shall perform like duties for the executive and standing committees when required. He shall give, or cause to be given, notice of meetings of the Board of Directors when notice is required to be given under these Articles of Organization or by any resolution of the Board. He shall have custody of the seal to all authorize documents

requiring a seal. He shall keep the membership rolls of the Corporation, and in general perform the duties usually incident to the office of administrative director, and such further duties as shall from time to time be prescribed by the Board of Directors or the program director.

© **The Administrative director:** The administrative director shall keep full and accurate account of the receipts and disbursements in books belonging to the Corporation, and shall deposit all moneys and other valuable effects in the name and to the credit of the Corporation in such banks and depositories as may be designated by the Board of Directors, but shall not be personally liable for the safekeeping of any funds or securities so deposited pursuant to the order of the Board. He shall disburse the funds of the Corporation as may be ordered by the Board and shall render to the program director and Directors at the regular meeting of the Board, and whenever they may require, accounts of all transactions as administrative director and of the financial condition of the Corporation. He shall perform the duties usually incident to the office of administrative director and such other duties as may be prescribed by the Board of Directors or by the program director.

(d) **Delegating powers to other directors:** In case of the absence of any director of the Corporation, or for any other reason that may seem sufficient to the Board, the Board of

Directors may delegate his duties and powers for the time being to any other director, or to any Trustee.

#### ARTICLE V.

##### COMMITTEES AND BOARD OF ADVISORS

Section 1.       **Committees of Directors.**   The board of Directors, by resolution adopted by a majority of the Directors in office, may designate one or more committees, which committees, to the extent provided in such resolution, shall have and exercise the authority of the Board of Directors in the management of the Corporation; but the designation of such committees and the delegation thereto of authority shall not operate to relieve the Board of Directors, or any individual Trustee, of any responsibility imposed on it or his by law.

Section 2.       **Other Committees.**   Other committees not having and exercising the authority of the Board of Directors in management of the Corporation may be designated by a resolution adopted by a majority of the Directors present at a meeting at which a quorum is present. The program director whenever in his judgment the best interest of the corporation shall be served by such removal.

Section 3.       **Board of Advisors.**   A Board of Advisors may be appointed as set forth below. It shall be the responsibility and privilege of the Board of Advisors to provide

counsel to the program director and the Board of Directors. Counsel shall be in organizational, financial, legal or other areas wherein the program director determines professional counsel is needed and/or desirable. No minimum number of members of the Board of Advisors shall be established and the appointment to the Board of Advisors and tenure thereon shall be at the pleasure and in the complete discretion of the program director.

#### ARTICLE VI.

##### CONTRACTS, CHECKS, DEPOSITS AND FUNDS

Section 1. **Contracts.** The board of Directors may authorize any director or directors, agent or agents of the corporation, in addition to the directors so authorized by these Articles of Organization, to enter into any contract of execute and deliver any instrument in the name of and o behalf of the Corporation, and such authority may be general or may be confined to specific instances.

Section 2. **Checks, Drafts or Orders.** All checks, drafts, or orders for the payment of money, notes or other evidences of indebtedness issued in the name of the Corporation, shall be signed by such director or directors, agent or agents of the Corporation, and in such manner as shall from time to

time be determined by the Board of Directors, such instruments may be signed by either the administrative director or the program director of the Corporation.

Section 3.       **Deposits.** All funds of the Corporation shall be deposited from time to time to the credit of the Corporation in such banks, trust companies or other depositories as the Board of Directors may select.

Section 4.       **Gifts.** The Board of Directors may accept on behalf of the Corporation any contribution, gift, bequest or devise for any purpose of the Corporation.

## ARTICLE VII.

### BOOKS AND RECORDS

The Corporation shall keep correct and complete books and records of account and shall also keep minutes of the proceedings of its members, Board of Directors, and any other committee, and shall keep at the principal office a record giving the names and addresses of the Board of Directors members entitled to vote. All books and records of the Corporation may be inspected at any reasonable time.

ARTICLE VIII.

FISCAL YEAR

The fiscal year of the Corporation shall be the calendar year.

ARTICLE IX.

EARNINGS

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, Directors, officer, or other private persons except that the organization 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 Third hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda or otherwise attempting to influence legislation, and organization shall not participate in or intervene in (including 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 shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c)(3) of the Internal

Revenue Code, or corresponding section of any future federal tax code or (b) by an organization , contributions to are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

#### ARTICLE X.

##### DISSOLUTION

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501<sup>c</sup> (3) of the Internal Revenue Code, or corresponding section of any future 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 the Court of Common Pleas of the county in which the principal office of the organization 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 XI.

##### SEAL

The board of Directors shall provide a corporate seal, which shall be as set forth below.

ARTICLE XII.

AMENDMENT OF ARTICLES OF ORGANIZATION

These Articles of Organization may be altered, amended, repealed, and new Articles of Organization may be adopted by a two-thirds(2/3) majority vote of the Board of Directors at any regular or special meeting of the Board of Directors. At least seven (7) days written advance notice of said meeting shall be given to each member of the Board of Directors.

---

Program director

(Seal)

Name and Title: \_\_\_\_\_ Name and Title: \_\_\_\_\_

Address: \_\_\_\_\_ Address: \_\_\_\_\_

\_\_\_\_\_

Name and Title: \_\_\_\_\_ Name and Title: \_\_\_\_\_

Address: \_\_\_\_\_ Address: \_\_\_\_\_

\_\_\_\_\_

**ARTICLE XIII REGISTERED AGENT**

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

Name: GREG MEADOWS

Address: 757 SCHUMANN DR  
SEBASTIAN FL 32958

**ARTICLE XIV INCORPORATOR**

The **name and address** of the Incorporator is:

MELISSA MEADOWS

Name: \_\_\_\_\_

Address: 757 SCHUMANN DR  
SEBASTIAN FL 32958

16 JAN 21 PM 2:50

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**ARTICLE VIII EFFECTIVE DATE:**

Effective date, if other than the date of filing: \_\_\_\_\_ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five business days prior or 90 business days after the filing.)

**Note:** If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

*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*

Greg Meadows  
Required Signature of Registered Agent

1/16/16  
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.*

M. Meadows  
Required Signature of Incorporator

12 JAN 16  
Date