

Division of Corporations

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Florida Department of State
Division of Corporations
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**FLORIDA PROFIT/NON PROFIT CORPORATION
YOUNG PROFESSIONALS FOR ANIMAL PROTECTION, INC.**

Certificate of Status	1
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February 17, 2016

FLORIDA DEPARTMENT OF STATE
Division of Corporations

JAM MARK LIMITED

SUBJECT: YOUNG PROFESSIONALS FOR ANIMAL PROTECTION, INC.
REF: W16000011955

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Valerie Herring
Regulatory Specialist II
New Filing Section

FAX Aud. #: H16000039992
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Infante, Mati (MIA - X27455)

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Fax Audit No. H160000399923

ARTICLES OF INCORPORATION

The undersigned, for purposes of forming a corporation not for profit in compliance with Chapter 617, Florida Statutes, hereby submits the following Articles of Incorporation

ARTICLE I

NAME

The name of this corporation shall be Young Professionals for Animal Protection, Inc.

ARTICLE II

PRINCIPAL OFFICE

The principal street address is:

15601 Triple Crown Court
Fort Myers, FL 33912

The principal mailing address is:

15601 Triple Crown Court
Fort Myers, FL 33912

ARTICLE III

DURATION

The corporation shall exist perpetually unless terminated sooner according to the laws of the State of Florida.

ARTICLE IV

PURPOSE

Young Professionals for Animal Protection, Inc. is a non-profit corporation and shall operate exclusively for such lawful, charitable, educational, literary, or scientific purposes, as shall qualify it for exemption from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code. Within the scope of the foregoing, the Corporation is organized and empowered to accept, hold, invest and disburse for charitable, educational, literary, or scientific purposes, such funds as may from time to time be given to it by any person, persons or entities. The purposes of the corporation also include the performance of activities related or incidental to the furtherance of

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the Corporation's stated purposes and permitted under the laws of the United States and the State of Florida.

Among the purposes discussed above, Young Professionals for Animal Protection, Inc. will raise awareness and funds for animal welfare groups in Southwest Florida. In addition, Young Professionals for Animal Protection, Inc. will host networking events in the Southwest Florida area for those ages 21 to 45 and all money raised will be donated to local non-profit animal welfare organizations that also fall under the 501(c)(3) section of the Internal Revenue Code.

ARTICLE V

MANNER OF ELECTION

All corporate powers shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed by, its Board of Directors. The Board of Directors shall consist of such number of persons as shall be fixed pursuant to the Bylaws from time to time, but shall not be less than the minimum number prescribed by applicable Florida law at the time the size of the Board is being fixed. The qualifications to serve as a director, the rights and powers of the directors, and the method of appointment or election of directors shall be as specified in the Bylaws.

ARTICLE VI

INITIAL DIRECTORS AND/OR OFFICERS

The initial director(s) and/or officer(s) of the incorporation are:

Title: President
Kimberly Spilman
15601 Triple Crown Court
Fort Myers, FL 33912

Title: Co-treasurer
Jacqueline Luecke
12710 Ivory Stone Loop
Fort Myers, FL 33913

Title: Co-treasurer
Jilian Simon-Bower
14961 Reflection Key Cir, Apt 414
Fort Myers, FL 33907

Title: Director
Kathleen Oppenheimer Berkey, Esq.
Pavese Law Firm
1833 Hendry Street

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Fort Myers, FL 33901

Title: Director
Kristine Smale
10439 Spruce Pine Court
Fort Myers, FL 33913

Title: Director
Whitney Pope
542 Prather Drive
Fort Myers, FL 33919

ARTICLE VII

LIMITATIONS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons,

- (a) unless such member, director, officer or other private person is itself an organization qualifying for exemption from federal income tax as an organization described by Section 501(c)(3) of the Code or the corresponding provisions of any subsequent Federal tax laws, and except
- (b) (i) as reasonable compensation for services rendered, or
(ii) to make payments and distributions in furtherance of the purposes set forth in this Article IV.

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, this corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue 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 Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VIII

ACTIVITIES BY PRIVATE FOUNDATION

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In accordance with Section 617.0835, Florida Statutes, and Section 508(e) of the Code, or the corresponding provisions of any subsequent Federal tax laws, the Corporation:

- (a) Shall not engage in any act of "self-dealing," as defined in Section 4941 (d) of the Code, or corresponding provisions of any subsequent Federal tax laws, which would give rise to any liability for the tax imposed by Section 4941 (a) or (b) of the Code or corresponding provisions of any subsequent Federal tax laws;
- (b) Shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Code, or corresponding provisions of any subsequent Federal tax laws;
- (c) Shall not retain any "excess business holdings," as defined in Section 4943(c) of the Code, or corresponding provisions of any subsequent Federal tax laws, which

ARTICLE IX

DEDICATION OF ASSETS

Upon the dissolution, termination, or winding up of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal 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 a Court of Competent Jurisdiction of Lee County, Florida 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 X

EFFECTIVE DATE

The effective date for this corporation shall be February 15, 2016.

ARTICLE XI

INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the Registered Agent is:

Kimberly Spilman
15601 Triple Crown Court
Fort Myers, FL 33912

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ARTICLE XII

INCORPORATOR

The name and Florida street address of the Incorporator is:

Kimberly Spilman
15601 Triple Crown Court
Fort Myers, FL 33912

ARTICLE XIII

AMENDMENTS

These Articles of Incorporation may be amended, altered, changed or repealed by the act of a majority of the members of the Corporation.

ARTICLE XIV

BYLAWS

The Bylaws of the Corporation shall be made, amended, altered, changed or repealed by the act of a majority of the members of the Corporation.

IN WITNESS WHEREOF, the Incorporator has hereunto affixed her signature this 15 day of February, 2016.

By: 

Kimberly Spilman

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE
SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENT UPON WHOM
PROCESS MAY BE SERVED**

In compliance with Section 617.0501, Florida Statutes, the following is submitted:

Young Professionals for Animal Protection, Inc., a Florida not for profit corporation, has designated Kimberly Spilman located at 15601 Triple Crown Court, Fort Myers, Florida, 33912, as its agent to accept service of process within Florida.

ACKNOWLEDGMENT:

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, the undersigned hereby acknowledges that the undersigned is familiar with and accepts the appointment as registered agent and agrees to act in this capacity.

Dated this 15 day of February, 2016

By: 

Kimberly Spilman

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