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2017 DEC 12 AM 11:14  
TALLAHASSEE, FL 32301  
S.E. Thompson, Jr.  
TALLAHASSEE, FL 32301

DEC 13 2017  
C Kinsey

## COVER LETTER

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

**SUBJECT:** VALIANT LIGHT ANIMAL RESCUE, INC.

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed are 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 of  
Status

**ADDITIONAL COPY REQUIRED**

**FROM:** Jonathan C. Dunsmoor

\_\_\_\_\_  
Name (Printed or typed)

3028 Elmwood Ave. Ste A

\_\_\_\_\_  
Address

Buffalo, New York 14217

\_\_\_\_\_  
City, State & Zip

716-371-1936

\_\_\_\_\_  
Daytime Telephone number

Jonathan@DunsmoorLaw.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 INCORPORATION  
OF

VALIANT LIGHT ANIMAL RESCUE, INC.

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a nonprofit corporation under Chapter 617 of the Florida Statutes.

ARTICLE 1 - NAME

The name of the Corporation is VALIANT LIGHT ANIMAL RESCUE, INC., (hereinafter "Corporation").

ARTICLE 2 - PURPOSE OF CORPORATION

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

The Corporation, without in anyway limiting the foregoing general purpose, has the specific purpose of (i) to rehabilitate, enrich the lives and establish suitable homes, if possible, for abandoned and unwanted companion animals from euthanasia and abuse; (ii) to provide education to the community to support the ethical treatment of animals including the important and benefits of spaying and neutering; (iii) to shelter these animals in a safe environment until and if appropriate homes can be found; (iv) to collect, receive and maintain any fund(s) by subscription or otherwise, and to apply income and principle thereof to the promotion of the purposes herein; and (v) to accept gifts or endowment by way of trust or otherwise and to administer the same with all fiduciary and investment powers necessary or appropriate.

ARTICLE 3 - PROHIBITIONS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation 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 the Article Two hereof. No substantial part of the activities of the Corporation shall be 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, the 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 corresponding section of any future tax code, or (b) by a Corporation, contributions which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

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TALLAHASSEE, FLORIDA

#### ARTICLE 4 - DIRECTORS and OFFICERS

The Directors shall be elected by a majority vote of the Members of this Corporation and subject to the bylaw of the Corporation. The Officer(s) of the Corporation shall be:

- President: Brenda Rosario
- Secretary: Brenda Rosario
- Treasurer: Brenda Rosario

#### ARTICLE 5 - PRINCIPAL OFFICE

The address of the principal office of this Corporation is 1410 71st St, Miami Beach, Florida 33141 and the mailing address is the same.

#### ARTICLE 6 - INCORPORATOR

The name and street address of the incorporator of this Corporation is Jonathan C. Dunsmoor with the address of 3028 Elmwood Ave, Suite A, Buffalo, New York 14217.

#### ARTICLE 7 - INTIAL DIRECTORS

The Director(s) of the Corporation shall be:

- Brenda M. Rosario located at 1410 71st St, Miami Beach, Florida 33141.
- Maria D. Rosario located at 33450 SW 210 Ave Homestead, Florida 33034
- Miguel A. Rosario located at 33450 SW 210 Ave Homestead, Florida 33034

#### ARTICLE 8 - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

#### ARTICLE 9 - CAPITAL STOCK

This Corporation shall have no capital stock and shall be composted of members rather than shareholders.

#### ARTICLE 10 - QUALIFICATIONS OF MEMBERSHIP

The categories of membership, qualifications for membership and the manner of admission shall be as set forth in the regulated by the By Laws of the Corporation.

#### ARTICLE 11 - VOTING RIGHTS

Members of the Corporation will have such voting rights as are provided in the By Laws of the Corporation.

## ARTICLE 12 - LIABILITIES FOR DEBTS

Neither the members nor the members of the Board of Directors or officers of the Corporation shall be liable for the debts of the Corporation.

## ARTICLE 13 - REGISTERED OFFICE AND REGISTERED AGENT

The registered office for the Corporation is 1410 71st St, Miami Beach, Florida 33141. The registered agent for the Corporation is Brenda Rosario located at 1410 71st St, Miami Beach, Florida 33141.

## ARTICLE 14 - EFFECTIVE DATE

These Articles of Incorporation shall be effective immediately upon approval of the Secretary of State for the State of Florida.

## ARTICLE 15 - AMENDMENT

These Articles of Incorporation may be amended in the manner provided by Florida law. Every amendment shall be approved by the Board of Directors, proposed by them to the Members, and approved at a Members meeting by a majority of the Members, unless all the Directors and all the Members sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

## ARTICLE 16 - INDEMNIFICATION

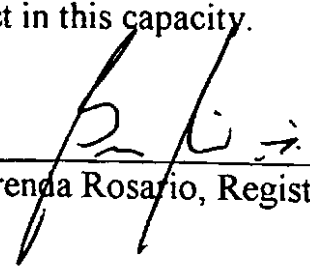
The Corporation shall indemnify a director or officer of the Corporation who was wholly successful, on the merits or otherwise, in the defense of any proceeding to which the director or officer was a party because the director or officer is or was a director or officer of the Corporation against reasonable attorney fees and expenses incurred by the director or officer in connection with the proceeding. The Corporation may indemnify an individual made a party to the proceeding because the individual is or was a director, officer, employee or agent of the Corporation against liability if authorized in the specific case after determination, in the manner required by the board of directors, that indemnification of the director, officer, employee or agent, as the case may be, is permissible in the circumstances because the director, officer, employee or agent has met the standard of conduct set forth by the board of directors. The indemnification and advancement of attorney fees and expenses for directors, officers, employees and agents of the Corporation shall apply when such persons are serving at the Corporation's request while a director, officer, employee or agent of the Corporation, as the case may be, as a director, officer, partner, trustee, employee or agent of another foreign or domestic Corporation, partnership, joint venture, trust, employee benefit plan or other enterprise, whether or not for profit, as well as in their official capacity with the Corporation. The Corporation also may pay for or reimburse the reasonable attorney fees and expenses incurred by a director, officer, employee or agent of the Corporation who is a party to a proceeding in advance of the final disposition of the proceeding. The Corporation also may purchase and maintain insurance on behalf of an individual arising from the individual's status as a director, officer, employee or

gent of the Corporation, whether or not the Corporation would have power to indemnify the individual against the same liability under the law. All references in these Articles of Incorporation are deemed to include any amendment or successor thereto. Nothing contained in these Articles of Incorporation shall limit or preclude the expenses to any person who is or was a director, officer, employee or agent of the Corporation or the ability of the Corporation otherwise to indemnify or advance expenses to any such person by contract or in any other manner. If any word, clause or sentence of the foregoing provision regarding indemnification or advancement of the attorney fees or expenses shall be held invalid as contrary to law or public policy, it shall be severable and the provisions remaining shall not be otherwise affected. All references in these Articles of Incorporation to "director", "officer", "employee" and "agent" shall include the heirs, estates, executor, administrators and personal representatives of such persons.

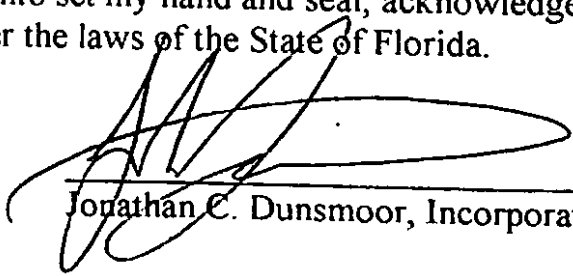
#### ARTICLE 17 - DISSOLUTION

Upon dissolution 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 public purpose. Any assets not so disposed of shall be disposed of by Court of competent jurisdiction of the county 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.

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.

  
Brenda Rosario, Registered Agent      12.6.2017  
Date

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledged and filled the foregoing Articles of Incorporation under the laws of the State of Florida.

  
Jonathan C. Duns Moor, Incorporator      12/7/17  
Date

ARTICLES OF INCORPORATION  
OF  
VALIANT LIGHT ANIMAL RESCUE, INC.

The undersigned subscriber to these Articles of Incorporation is a natural person competent to contract and hereby form a nonprofit corporation under Chapter 617 of the Florida Statutes.

Filer's Name: Jonathan C. Dunsmoor

Mailing Address: 3028 Elmwood Ave, Suite A, Buffalo, New York 14217

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