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CITY OF DENVER

COVER LETTER

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

SUBJECT: MARK AND CAROL ZEMMEL FUND FOR THE HUMAN ANIMAL CONNECTION, 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: Seth Z. Joseph

Name (Printed or typed)

255 Alhambra Circle, 1250

Address

Coral Gables, FL 33134

City, State & Zip

305-445-5383

Daytime Telephone number

sjoseph@josephlawfirm.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
MARK AND CAROL ZEMMEL FUND FOR THE HUMAN
ANIMAL CONNECTION, INC.

ARTICLE I – NAME

The name of the corporation shall be:

**MARK AND CAROL ZEMMEL FUND FOR THE HUMAN ANIMAL
CONNECTION, INC.**

ARTICLE II – PRINCIPLE OFFICE

The principle office is:

**13647 Deering Bay Drive
#122
Coral Gables, FL 33134**

ARTICLE III – PURPOSE

This is a non-profit corporation organized to provide charitable assistance to animals and people in need. It is also organized for general charitable, health, educational, and literary purposes pursuant to the Florida Corporation Not-For-Profit Law set forth in part I of Chapter 617 of the Florida Statutes. The purposes for which this corporation is formed are exclusively charitable within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986.

ARTICLE IV - DURATION

The period of duration of the Corporation shall be perpetual.

ARTICLE V – POWERS AND PURPOSES

The Corporation shall have all the powers granted corporations under the laws of the State of Florida. However, notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as will qualify it as an exempt organization under Section 501(c)(3) of

the Internal Revenue Code of 1954 or corresponding provisions of any subsequent internal revenue law.

The purposes for which the Corporation is to be formed are to provide charitable assistance to animals and people in need in the United States and abroad and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provisions of any future United States internal revenue law.

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 in any political campaign on behalf of any candidate for public office.

Notwithstanding anything herein appearing to the contrary, this Corporation shall not carry on any activities not permitted to be carried on under the corporate not-for-profit laws of the State of Florida and by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States internal revenue law.

ARTICLE VI – MEMBERSHIP

The corporation shall have no members.

ARTICLE VII –DIRECTORS

The affairs and corporate powers of the Corporation shall be vested in a Board of Directors, which shall initially consist of not less than three (3) directors. Where not inconsistent with the express provisions of these Articles, the Board of Directors shall have the right, powers and privileges prescribed by law for directors of non-profit corporations.

Within the standards and limitations prescribed herein, and except as provided in these Articles, the qualifications and terms of office, manner of election of members of the Board of Directors, and the time, place and manner of calling meetings, giving notice of and conducting the meetings of the Board of Directors, and the number of Directors which shall constitute a quorum at the meetings of the Board of Directors shall be prescribed by the By-Laws of the Corporation.

ARTICLES OF INCORPORATION

MARK AND CAROL ZEMMEL FUND FOR THE HUMAN ANIMAL CONNECTION, INC.

The initial Board of Directors and their addresses who are to serve as the initial Directors until the first annual meeting, or until their successors are elected and qualified are:

Director (President)	Director (Vice-President/ Treasurer)	Director (Secretary)
Carol Zimmel 7744 SW 119 th Ct. Miami, FL 33183	Neil Berman 13647 Deering Bay Drive #122 Coral Gables, FL 33158	Marcia Frazier 13647 Deering Bay Drive #122 Coral Gables, FL 33158

ARTICLE VIII – MANNER OF APPOINTMENT

Directors are appointed by majority vote of the existing directors.

ARTICLE IX - REGISTERED AGENT

The Registered Agent for the corporation is:

Seth Z. Joseph
255 Alhambra Circle
Suite 1250
Coral Gables, FL 33134

ARTICLE X – INCORPORATOR

The name and address of the incorporator of this corporation is:

Carol Zimmel
7744 SW 119th Ct.
Miami, FL 33183

ARTICLE XI - AMENDMENTS TO THE ARTICLES

The Articles of Incorporation may be amended, repealed or altered and new Articles adopted only by a two-thirds majority of votes called at a meeting specifically called for that purpose, and at which a quorum is present.

ARTICLE XII - BY-LAWS

Subject to the limitations contained in the By-Laws, and any limitations set forth in the corporations not-for-profit law of the State of Florida, and Section 501(c)(3) of the Internal Revenue Code or any future United States internal revenue Law, the By-Laws of the Corporation shall be approved, altered, rescinded or amended by an affirmative vote of not less than a majority of a quorum of the voting members of the Board of Directors.

ARTICLE XIII - DEDICATION OF ASSETS

In all events and under all circumstances, and notwithstanding merger, consolidation, reorganization, termination, dissolution, or winding up of this Corporation, voluntary or involuntary, or by the operation of law, or upon amendment of the Articles of the Corporation:

a) The Corporation shall not have or exercise any power or authority, either expressly, by interpretation, or by operation of law, nor shall it directly or indirectly engage in any activity that would prevent it from qualifying (and continuing to qualify) as a corporation described in Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent federal tax laws).

b) No part of the assets or net earnings of the Corporation shall inure to the benefit of or be distributable to its incorporators, directors, officers or other private persons having a person or private interest in the Corporation, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make reimbursement in reasonable amounts for expenses actually incurred in carrying out the purposes set forth in Article Four hereof.

c) No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda, or of otherwise attempting to influence legislation, unless Section 501(h) of the Internal Revenue Code of 1986, as amended (or corresponding provisions of any subsequent federal tax laws), shall apply to the Corporation, in which case the Corporation shall not normally make lobbying or grass roots expenditures in excess of the amounts therein specified. The Corporation

ARTICLES OF INCORPORATION

MARK AND CAROL ZEMMEL FUND FOR THE HUMAN ANIMAL CONNECTION, INC.

shall not, in any manner or to any extent, participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office; nor shall it engage in any "prohibited transaction" as defined in Section 503(b) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent federal tax laws).

d) Neither the whole or any part or portion of the assets or net earnings of the Corporation shall be used, nor shall the Corporation ever be operated for, objects or purposes other than those set forth in Article Four hereof.

e) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to subject it to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent federal tax laws).

f) Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, 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 the county in which the principal office of the organization is then located, exclusively for such purposes.

g) The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent federal tax laws).

h) The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent federal tax laws).

i) The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent federal tax laws).

j) The Corporation shall not make any taxable expenditures that would subject it to tax under Section 4945(d) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent federal tax laws).

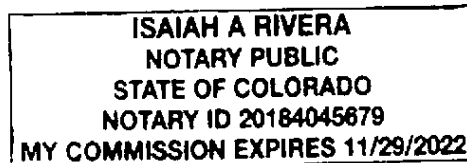
IN WITNESS WHEREOF, we, the undersigned subscribers, have hereunto set our hands and seals this 19th day of JULY, 2019 for the purpose of forming this Corporation Not-For-Profit under the laws of the State of Florida.

Carol Zimmel
Carol Zimmel.

STATE OF CO)
) ss
COUNTY OF SUMMIT)

The foregoing instrument was acknowledged before me this 19 day of JULY, 2019 by Carol Zimmel, who is personally known to me or produced a valid driver's license as identification, and did/did not take an oath.

[Signature]
Notary Public



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.

[Signature]
Seh Z. Joseph / Registered Agent

7/30/2019
Date