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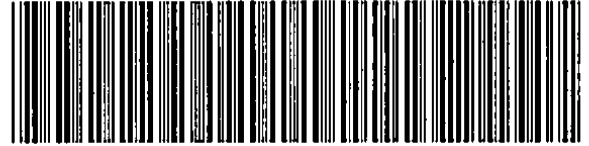
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Department of State
 Division of Corporations
 P. O. Box 6327
 Tallahassee, FL 32314

SUBJECT: Always Dreaming Horse Ranch and Rescue, Inc., a Florida Corporation Not-for-Profit
 (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: Sophia Orlovsky
 Name (Printed or typed)
10920 Barn Road
 Address
Lake Worth, Florida 33449
 City, State & Zip
954-548-8012
 Daytime Telephone number

sophia.orlovsky@gmail.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
ALWAYS DREAMING HORSE RANCH AND RESCUE, INC.
(a Florida Corporation Not-For-Profit)**

In order to form a corporation not for profit under and in accordance with the provisions of Chapters 617 of the Florida Statutes, the undersigned hereby incorporates this corporation not for profit for the purposes and with the powers hereinafter set forth and, to that end, the undersigned, by these Articles of Incorporation, certifies as follows:

**ARTICLE I
DEFINITIONS**

The following words and phrases when used in these Articles of Incorporation (unless the context clearly reflects another meaning) shall have the following meanings:

1. "Articles" means these Articles of Incorporation and any amendments hereto.
2. "Board" means the Board of Directors of the Corporation.
3. "Bylaws" mean the Bylaws of the Corporation and any amendments thereto.
4. "County" means Palm Beach County, Florida.
5. "Director" means a member of the Board.

**ARTICLE II
NAME**

The name of the corporation shall be Always Dreaming Horse Ranch and Rescue, Inc., a Florida corporation not-for-profit, whose principal address and mailing address is 10920 Barn Road, Lake Worth, Florida 33449, Florida, or at such other place as may be designated, from time to time, by the Board of Directors.

**ARTICLE III
PURPOSES**

The corporation is organized exclusively for the prevention of cruelty to animals, as well as charitable and educational purposes within the meaning of §501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax.

Notwithstanding any other language or provisions contained herein, the purpose will be limited exclusively to exemption purposes within the meaning of IRC 501(c)(3).

ARTICLE IV POWERS

The powers of the Corporation shall be provided in the Bylaws of the Corporation in accordance with Chapter 617, Florida Statute.

ARTICLE V LIMITATIONS

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 Article III hereof.

No part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation within the meaning of §501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, 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 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.

Notwithstanding any other provision of these Articles, the Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purpose of the Corporation.

ARTICLE VI TERM

The term for which this Corporation is to exist shall be perpetual.

Upon the dissolution, termination, or winding up of the corporation, and upon payment or adequate discharge of all liabilities and obligations, the assets of the Corporation 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 purposes. 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 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 VII
INCORPORATOR

The name and address of the Incorporator of these Articles is:

Sophia Orlovsky
10920 Barn Road
Lake Worth, Florida 33449

ARTICLE VIII
OFFICERS

The affairs of the Corporation shall be managed by the President of the Corporation, assisted by the Vice President(s), Secretary and Treasurer, and, if any, by the Assistant Secretary(ies) and Assistant Treasurer(s), subject to the directions of the Board.

The Board shall elect the President, Secretary and Treasurer, and as many Vice Presidents, Assistant Secretaries and Assistant Treasurers as the Board shall, from time to time, determine. The President shall be elected from amongst the membership of the Board, but no other officer need be a Director. The same person may hold two or more offices, provided, however, the office of President and a Vice President shall not be held by the same person.

ARTICLE IX
OFFICERS

The names of the initial officers of the Corporation are as follows:

President	-	Sophia Orlovsky
Vice President	-	Paul Orlovsky
Secretary/Treasurer	-	Sophia Orlovsky

ARTICLE X
BOARD OF DIRECTORS

The manner in which Directors shall be elected or appointed shall be provided in the Bylaws of the Corporation. The names and addresses of the persons who are to serve as initial Directors on the Board until their successor are elected and qualified, are as follows:

NAMES

ADDRESSES

Sophia Orlovsky

10920 Barn Road, Lake Worth, FL 33449

Iwona Szukielojc

7100 W Camino Real
Boca Raton, Florida 33633

Paul Orlovsky

10920 Barn Road, Lake Worth, FL 33449

ARTICLE XI FUNDS AND ASSETS

The Corporation shall use its funds only to accomplish the purposes stated in these Articles.

ARTICLE XII MEETINGS

After incorporation, the appropriate members of the Corporation shall hold an organizational meeting in accordance with Chapter 617, Florida Statutes, as amended.

The Board of Directors of the Corporation may participate in a regular or special meeting by, or conduct the meeting through, the use of any means of communication which allows all directors participating to simultaneously hear one another. A director participating in such a meeting is deemed present at the meeting. In the alternative, the Board of Directors may take actions through signed e-mail communications provided all board members agree.

ARTICLE XIII INDEMNIFICATION

Each and every Director and officer of the Corporation shall be indemnified by the Corporation against all losses, claims, demands, suits, actions, causes of action, costs, expenses and liabilities, damages (including, without limitation, property damage, personal injury and/or death), judgements, damages (including, without limitation, consequential and/or punitive damages) fines, liens, encumbrances, penalties, costs and expenses of whatever nature or kind (including, without limitation, reasonable fees for attorney and paralegal services and all costs and court costs through and including all fees at all trial and appellate and post judgments levels and proceedings) relating to, arising out of and/or resulting from his/her, reasonably incurred by or imposed upon him/her in connection with any negotiation, proceeding, arbitration, litigation or settlement in which he/she becomes involved by reason of his/her being or having been a Director or officer of the Corporation, and the foregoing provision for indemnification shall apply whether or not such person is a Director or officer at the time such cost, expense or liability is incurred. Notwithstanding the above, in the event of a settlement in connection with any of the foregoing, the indemnification provisions provided in this Article shall not be automatic and shall apply only when the Board approves such settlement and reimbursement for the costs and expenses of such settlement as being in the best interest of the Corporation, and in the event a Director or officer admits that he/she is or is adjudged guilty of willful misconduct or gross negligence in the performance of his/her duties, the indemnification provisions of this Article XIII shall not apply. The foregoing right of indemnification provided in this Article XIII shall be in addition to and not

exclusive of any and all rights of indemnification to which a Director or officer of the Corporation may be entitled under statute or common law.

ARTICLE XII
BYLAWS

The Bylaws shall be adopted by the Board, and thereafter may be altered, amended or rescinded in the manner provided for in the Bylaws. The Bylaws shall govern the operation of this Corporation unless any Bylaws conflicts with these Articles. In the event of any conflict between the provisions of these Articles and the provisions of the Bylaws, the provisions of these Articles shall control.

ARTICLE XIII
AMENDMENTS

The Corporation reserves the right to amend or repeal, by affirmative vote of a majority of the members of its Board of Directors, any of the provisions contained in these Articles.

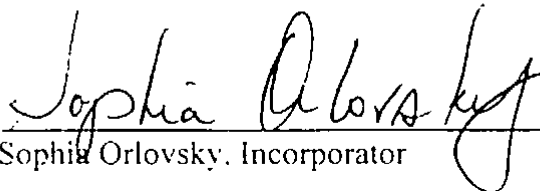
ARTICLE XIV
REGISTERED OFFICE AND REGISTERED AGENT

The name and Florida street address of the initial registered agent and office of the Corporation is as follows:

Sophia Orlovsky
10920 Barn Road
Lake Worth, Florida 33449

IN WITNESS WHEREOF, the Incorporator has hereunto affixed his signature, as of the 5th day of August, 2019.

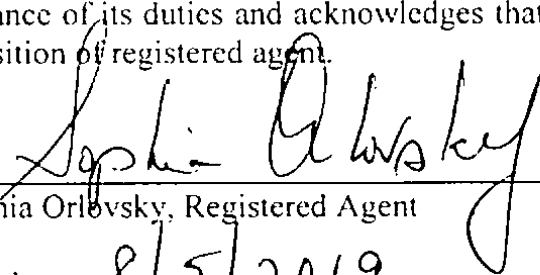
I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in §817.155 F.S.



Sophia Orlovsky, Incorporator

ACCEPTANCE BY REGISTERED AGENT

The undersigned, having been named as registered agent to accept service of process for the corporation at the place designated in these Articles, hereby accepts the designation of Registered Agent and agrees to act in this capacity. The undersigned agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties and acknowledges that she is familiar with and accepts the obligations of the position of registered agent.



Sophia Orlovsky, Registered Agent

Dated: _____

8/5/2019