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TALLAHASSEE FLORIDA



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

February 5, 2020

JAMES F MOREY  
4001 TAMiami TRl N, STE 105  
NAPLES, FL 34103

SUBJECT: STOP DOG ABUSE - BY ANGELA  
Ref. Number: W20000012007

We have received your document for STOP DOG ABUSE - BY ANGELA and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name must contain a word that will clearly indicate that it is a corporation. Such words include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6052.

Shondreka M Bellenger  
Regulatory Specialist II

Letter Number: 920A00002675

## COVER LETTER

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

**SUBJECT:** STOP DOG ABUSE - BY ANGELA

(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: JAMES F MOREY  
\_\_\_\_\_  
Name (Printed or typed)

4001 TAMiami TRAIL N, SUITE 105  
\_\_\_\_\_  
Address

NAPLES, FL 34103  
\_\_\_\_\_  
City, State & Zip

239-659-3813  
\_\_\_\_\_  
Daytime Telephone number

JMOREY@BSK.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

STOP DOG ABUSE - BY ANGELA, INC.

Article 1. Name.

The name of the corporation is: STOP DOG ABUSE - BY ANGELA, INC.

Article 2. Principal Office and Mailing Address.

The street address of the initial principal office of the corporation is 4375 Enterprise Avenue, Naples, FL 34104

The initial mailing address of the corporation is 4375 Enterprise Avenue, Naples, FL 34104

Article 3. Purposes.

A. The corporation is a not-for-profit corporation under Chapter 617, Florida Statutes, as it now exists or as it may hereafter be amended from time to time (the “**Florida Not-For-Profit Corporation Act**”). The corporation is not formed for pecuniary profit or financial gain.

B. The purposes for which the corporation is organized are to receive and maintain real or personal property, or both, and subject to the restrictions and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof exclusively for charitable, religious, scientific, literary, scientific or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 and Regulations issued pursuant to thereto as they now exist or as they may hereafter be amended from time to time (collectively, the “**Internal Revenue Code**”).

C. The corporation will be focused on preventing animal abuse, promoting health, safety and welfare for animals, promoting the fostering and adoption of animals, and generally promoting animal rights.

D. The assets of the corporation are dedicated irrevocably to the charitable purposes described in paragraph 3.B. above.

Articles 4. Limitations.

A. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to any of its directors, officers, or other private persons, except that the corporation is empowered and authorized to pay reasonable compensation for services rendered to or for the corporation, and to pay reasonable expenses, furthering and/or affecting one or more of the corporation's charitable purposes described in paragraph 3.B, above.

B. None of the corporation's directors, officers or members, or any private person, shall be entitled to share in the distribution of any of the corporate assets on the dissolution of the corporation. No part of the activities of the corporation shall include the carrying on of propaganda, or otherwise attempting to influence legislation (except to the extent authorized by Section 501(i) of the Internal Revenue Code during any fiscal year or years in which the corporation has chosen to utilize the benefits authorized by that statutory provision), and the corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office, at any time. The corporation shall not engage in any activities that are unlawful under applicable federal, state or local laws, rules or regulations.

C. Notwithstanding any other provisions of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

D. The corporation 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 Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

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

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

G. The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code.

H. The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

I. Upon the dissolution of the corporation, the Board of directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue, as the Board of directors shall

✓ determine. Any of 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 purpose or to such organization or organizations, as the Court shall determine, which are organized and operated exclusively for such purposes.

#### Article 4. Powers.

Solely for the purposes of the corporation as set forth in Article above, the corporation shall have the following powers:

A. To exercise all rights and powers conferred by the laws of the State of Florida on nonprofit corporations, including but not limited to those set forth in the Florida Not-For-Profit Corporation Act and the following powers: to raise money and accumulate and acquire monies and property, real and personal, by all legal means, by collection of tuition money, fees and other proper charges from students in connection with the corporation; to issue and sell bonds, debentures and other proper certificates of indebtedness; to solicit and accept contributions and gifts from the living and by will; to accept and receive gifts of money and property made in trust and to execute such trusts, all to like extent and effectiveness as of a personal trustee; to sell, assign, transfer, convey, mortgage, pledge, lease, or otherwise encumber property of all kinds (no purchaser, lessee or mortgagee being obliged to look to the application of the proceeds); to expend monies acquired or derived as aforesaid for the cost of conducting its operations and in promoting the purposes set forth above; to borrow money and execute its promissory note or notes to evidence the same, and to secure the payment of such claims by pledge or mortgage; to acquire by bequest, devise, gift, grant, donation, contribution, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value; and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of its property and the income, principal and proceeds of the property.

B. To engage in and transact any other lawful activity, solely in furtherance of the above purposes, for which nonprofit corporations may be incorporated under the Florida Not-For-Profit Corporation Act.

C. To do any other things as are incidental to the powers of the corporation, or necessary or desirable in order to accomplish the purposes of the corporation.

#### Article 5. Duration.

The duration (term) of the corporation is perpetual.

#### Article 6. Directors; Officers.

The affairs and property of the corporation shall be administered by a Board of Directors consisting of the number of Directors set forth in the Bylaws. The Board of Directors is the legal custodian of the property of the corporation and exercises control over the affairs of the corporation.

The directors shall be elected in a manner specified in the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided in the By-Laws.

The business, administrative and academic affairs of the corporation shall be managed by the executive officers designated in the corporation's By-Laws. The officers shall be elected by the Board of Directors and they shall serve at the pleasure of the Board of Directors. The Board of Directors shall periodically review and evaluate the officers. The method of election of the directors of the corporation is set forth in the Bylaws of the corporation.

The Initial Officer(s) are as follows:

Angela Burun, President and Director  
4375 Enterprise Drive  
Naples, FL 34104

Article 7. By-Laws. The By-Laws of the corporation shall be established by the Board of Directors and upon ratification by a majority of a quorum of the directors present at any meeting of the Trustees, the By-Laws shall be approved. Amendments to the By-Law shall be approved by the Board of Directors as set forth in the By-Laws.

Article 8. Indemnification. Subject to the conditions of this Article, the corporation shall indemnify each director and officer, including former directors and officers, to the fullest extent allowed by law, including but not limited to the Florida Not-For-Profit Corporation Act. It is intended that the corporation be an organization the officers and directors of which are immune from civil liability to the extent provided under the Florida Not-For-Profit Corporation Act and other similar laws. Every director and every officer of the corporation (and the directors and/or officers as a group), shall be indemnified by the corporation against all expenses and liabilities, including counsel fees (at all trial and appellate levels), reasonably incurred by or imposed upon them in connection with any proceeding, litigation or settlement in which he or she may become involved by reason of his or her being or having been a director or officer of the corporation. The foregoing provisions for indemnification shall apply whether or not he or she is a director or officer at the time such expenses and/or liabilities are incurred. Notwithstanding the above, in the event of a settlement, the indemnification provisions herein shall not be automatic and shall apply only when the Board approves such settlement and authorizes reimbursement for the costs and expenses of the settlement as in the best interest of the corporation. In instances where a director or officer admits or is adjudged guilty of willful misfeasance or malfeasance in the performance of his or her duties, the indemnification provisions of these Articles shall not apply. Otherwise, the foregoing rights to indemnification shall be in addition to and not exclusive of any and all rights of indemnification to which a director or officer may be entitled whether by statute or common law. The indemnification hereby afforded to directors and officers shall also extend to any entity other than the corporation found responsible or liable for the actions of such individuals in their capacity as directors or officers.

Article 9. Members.

The corporation shall not have members and shall not issue membership certificates. The corporation shall not issue shares of stock.

Article 10. Initial Registered Agent And Office.

The street address of the corporation's initial registered office is 4375 Enterprise Avenue, Naples, FL 34104.

The name of the initial registered agent of the corporation at that address is Angela Burun.

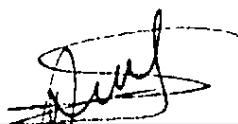
Article 11. Incorporator.

The name and address of the sole incorporator of the corporation is

Article 12. Amendment.

The corporation reserves the right, by the affirmative vote of the corporation's Board of directors, to amend or repeal any provision or provisions contained in these Articles of Incorporation or any amendment to them in any manner that does not contravene the purposes of the corporation as stated herein and which would not adversely affect the corporation's status as an organization qualifying under Section 501(c)(3) of the Internal Revenue Code.

IN WITNESS WHEREOF, the undersigned, being the sole incorporator of the corporation, has signed these Articles of Incorporation on this 21 day of February, 2020.

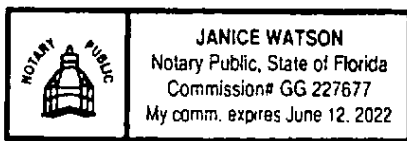
  
\_\_\_\_\_  
Angela Burun  
Sole Incorporator



STATE OF FLORIDA

COUNTY OF COLLIER

The foregoing instrument was acknowledged by personal presence before me this 21 day of February, 2020 by Angela Burun, ☐ who is personally known to me (or ☐ who produced Angela B. Burun as identification) and who acknowledged to and before me that he executed the instrument for the purposes therein expressed.



Janice Watson  
Notary Public  
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as registered agent of STOP Dog Abuse - By Angela, Inc which is contained in the foregoing Articles of Incorporation. I am familiar with, and accept, the obligations of my position as registered agent.

Dated this 21 day of February, 2020.

[Signature]  
Angela Burun  
Registered Agent