

**N20000013041**

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

**Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.**

((H200003983043)))



H200003983043ABC\$

**Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.**

To:

Division of Corporations  
Fax Number : (850)617-6381

From:

Account Name : JOHNSON, POPE, BOKOR, RUPPEL & BURNS, LLP.  
Account Number : 076666002140  
Phone : (727)461-1818  
Fax Number : (727)441-8617

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: JoeR@ipfirm.com

**FLORIDA PROFIT/NON PROFIT CORPORATION  
MVS PET CARE FOUNDATION, INC.**

Certificate of Status	0
Certified Copy	0
Page Count	04
Estimated Charge	\$70.00

Electronic Filing Menu

Corporate Filing Menu

Help

J DENNIS  
NOV 19 2020

(((H20000398304 3)))

**ARTICLES OF INCORPORATION  
OF  
MVS PET CARE FOUNDATION, INC.**

The undersigned hereby forms a corporation not for profit under Chapter 617 of the Florida Statutes, and, for these purposes, does hereby adopt the following Articles of Incorporation.

**ARTICLE I - NAME**

The name of the corporation shall be: **MVS PET CARE FOUNDATION, INC.** (the "Corporation").

**ARTICLE II - PRINCIPAL PLACE OF BUSINESS**

The principal street address and mailing address of the Corporation shall be: **4033 TAMPA ROAD, OLDSMAR, FL 34677.**

**ARTICLE III - PURPOSES**

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 of 1986, as amended.

In general, the Corporation shall do any and all acts and things, and exercise any and all powers which now or hereafter are lawful for the Corporation to do or exercise under and pursuant to the laws of the State of Florida for the purpose of accomplishing any of the purposes of the Corporation. The specific purposes of the Corporation include providing to pet owners, who are suffering from financial hardships, pet food, veterinary care services, education, and other charitable services for the benefit of their dogs, cats, and other pets.

The purposes for which the Corporation is organized shall be limited to those which are strictly charitable. In no event shall the Corporation engage in any activity which would be contrary to the purposes and activities: (1) permitted to be engaged in by any organization the activities of which are exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986; as hereafter amended, including the corresponding provisions of any future income tax code and the applicable rules and regulations thereunder (collectively, the "Code") or (2) of a corporation, contributions to which are deductible under Code Section 170(c)(2).

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 distributing of statements) any political campaign on behalf of 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 Code Section 501(c)(3), or (b) by a corporation, contributions to which are deductible under Code Section 170(c)(2), nor shall the Corporation engage in subversive activities.

The Corporation will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by Code Section 4942. The Corporation will not engage in any act of self-dealing as defined in Code Section 4941(d). The Corporation will not retain any excess business holdings as defined in Code Section 4943(c). The Corporation will not make any investments in a manner as to

(((H20000398304 3)))

subject it to tax under Code Section. The Corporation will not make any taxable expenditures as defined in Code Section 4945.

The Corporation shall not be operated for the primary purpose of carrying on an unrelated trade or business as defined in Code Section 513. The Corporation is organized to serve public interests. Accordingly, it shall not be operated for the benefit of private interests.

No compensation shall be paid to any officer, director, trustee, creator, or organizer of the Corporation or substantial contributor except as a reasonable allowance for services actually rendered to or for the Corporation.

#### ARTICLE IV - POWERS

The Corporation shall have all the powers granted to not for profit corporations under the laws of the State of Florida which are necessary or convenient to effect any and all purposes for which the Corporation is organized, including applying for recognition of exempt status from the Internal Revenue Service. Subject to any applicable limitations, the Corporation shall have the power to receive, accept, use, hold, manage, and dispose of all types of real and personal property given, transferred, devised, or bequeathed to it, in trust or otherwise, for the purposes described above and for any purposes incidental thereto. The Corporation shall have the power to qualify to do business in other states, to promote its charitable purposes throughout the United States, to apply for both state and federal grants as appropriate to help fund its charitable purposes, and to form new subsidiary and other affiliated entities, including to apply for a group exemption. In no event, however, shall the Corporation have or exercise any power which would cause it not to qualify as a tax-exempt organization under Code Section 501(c)(3) or Code Section 170; nor shall the Corporation engage directly or indirectly in any activity which would cause the loss of such qualification. No part of the assets or the net earnings, current or accumulated, of the Corporation shall inure to the benefit of any private individual.

#### ARTICLE V - MEMBERS

The Corporation shall have no Members.

#### ARTICLE VI - BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors. The number of persons constituting the initial Board of Directors shall be three; provided, however, that the number of directors may be changed as provided for in the Corporation's Bylaws but shall not be less than three. The names and addresses of the initial Board of Directors, who shall serve until their earlier death, resignation, or replacement, are as follows:

<u>Name</u>	<u>Address</u>
Maireni Salas	4033 Tampa Rd, Oldsmar, FL 34677
Todd Giatrelis	4033 Tampa Rd, Oldsmar, FL 34677
John Coogan	4033 Tampa Rd, Oldsmar, FL 34677

Hereafter, directors shall be appointed in the manner provided in the Corporation's Bylaws.

(((H20000398304 3)))

**ARTICLE VII - OFFICERS**

The officers of the Corporation shall consist of a President, Chairman of the Board, Vice President, Treasurer, and Secretary, and such other officers as determined by the Board of Directors. A person may hold more than one office. Officers may be re-elected to serve subsequent terms. The names of the initial officers who shall serve until their earlier death, resignation, or replacement are as follows:

<u>Name and Address</u>	<u>Office</u>
Maireni Salas 4033 Tampa Rd, Oldsmar, FL 34677	President
Todd Giatrelis 4033 Tampa Rd, Oldsmar, FL 34677	Chairman of the Board
John Coogan 4033 Tampa Rd, Oldsmar, FL 34677	Vice President
Sarah Towne 4033 Tampa Rd, Oldsmar, FL 34677	Treasurer
Melissa Khan 4033 Tampa Rd, Oldsmar, FL 34677	Secretary

20 NOV 12 10:55 AM

**ARTICLE VIII - BYLAWS**

The Corporation's Bylaws shall be approved by a majority vote of the Board of Directors, and thereafter may be altered or rescinded by a majority vote of the Board of Directors at any duly called meeting in accordance with the Corporation's Bylaws.

**ARTICLE IX - AMENDMENTS TO THE ARTICLES OF INCORPORATION**

The Articles of Incorporation may be amended by a majority vote of the Board of Directors at any duly called meeting in accordance with the Corporation's Bylaws.

**ARTICLE X - DISSOLUTION**

Upon the liquidation or dissolution of the Corporation, its assets, if any, remaining after payment (or provision for payment) of all liabilities of the Corporation, shall be distributed by the Board of Directors to any one or more organizations qualified as exempt under Code Section 501(c)(3). Any such assets not so disposed of shall be distributed by the Circuit Court of the county in which the principal office of the Corporation is located to such organization or organizations as said Court shall determine. No part of the assets or the net earnings, current or accumulated, of the Corporation shall inure to the benefit of a private individual.

(((H20000398304 3)))

**ARTICLE XI - REGISTERED OFFICE AND AGENT**

The street address of the registered office of the Corporation is 401 EAST JACKSON STREET, SUITE 3100, FL 33602, and the name of the registered agent of the Corporation is JOSEPH RUGG.

*Tampa***ARTICLE XII - INCORPORATOR**


The following is the name and street address of the incorporator who signed the original Articles of Incorporation: JOSEPH RUGG, 401 EAST JACKSON STREET, SUITE 3100, TAMPA, FL 33602.



Dated: November 18, 2020

\_\_\_\_\_  
Joseph Rugg, Incorporator**CERTIFICATE OF ACCEPTANCE AS REGISTERED AGENT**

The undersigned, having been named as Registered Agent and to accept service of process for the above stated Corporation at the place designated in the foregoing Articles of Incorporation, hereby accepts this appointment as such Registered Agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relating to the proper and complete performance of the undersigned's duties. The undersigned further certifies that the undersigned is familiar with and accepts the obligations of such position as Registered Agent.



Dated: November 18, 2020

\_\_\_\_\_  
Joseph Rugg