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FLORIDA PROFIT/NON PROFIT CORPORATION
RED DRAGONFLY ANIMAL RESCUE, INC.

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Attn: Hyacinth Leblanc; Ltr # 722A00019293

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

T. SCOTT
SEP - 1 2022

**ARTICLES OF INCORPORATION
OF
RED DRAGONFLY ANIMAL RESCUE, INC.
(A FLORIDA NOT FOR PROFIT CORPORATION)**

The undersigned, acting as sole incorporator under the Florida Not for Profit Corporation Act, adopts the following Articles of Incorporation for Red Dragonfly Animal Rescue, Inc.

ARTICLE I

NAME AND ADDRESS OF CORPORATION

The name of the corporation shall be Red Dragonfly Animal Rescue, Inc.

The primary address of the corporation shall be 13099 Ficus Tree Road, Bokeelia, FL 33922.

The mailing address of the corporation shall be 7528 Grande Pine Road, Bokeelia, FL 33922.

ARTICLE II

DURATION

The corporation shall exist in perpetuity or until the corporation is dissolved.

ARTICLE III

PURPOSE AND POWERS

The corporation is organized exclusively for charitable purposes as defined under Section 501(c)(3) of the United States Internal Revenue Code of 1986 (or corresponding provision of any future law of the Internal Revenue Code or any future regulation of the Department of the Treasury). Specifically, the corporation is organized is the operation of an animal rescue that is focused on the prevention of cruelty to animals by providing and maintaining a sanctuary in which, destitute, abandoned, neglected, and dependent animals may find suitable care to live out the rest of their days in peace.

Subject to the limitations set forth herein, the corporation shall be empowered to do and perform all acts and things and engage in any lawful act or activity as may be allowed by the laws of the State of Florida with respect to not-for-profit corporations, as those laws now exist or as they may hereafter provide and to have and exercise all powers necessary to effect any or all of the purposes for which the corporation is organized.

The corporation is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

No part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including

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the publishing or distribution of statements) in 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 the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE IV

MEMBERSHIP

The corporation shall have no members. The management of the affairs of the corporation shall be vested in a Board of Directors, as defined in the corporation's Bylaws.

ARTICLE V

BOARD OF DIRECTORS

The corporate powers and management of the Corporation shall be vested in, and exercised by, a Board of Directors. The Board of Directors may make, alter, and amend the Bylaws. The number of directors of the corporation initially shall be three (3) which may be increased pursuant to the Bylaws of the corporation.

ARTICLE VII

AMENDMENTS

Any amendment to the Articles of Incorporation may be adopted by approval of majority of the Board of Directors.

ARTICLE VIII

PERSONAL LIABILITY

No director or officer of this corporation shall be personally liable for the debts or obligations of the corporation in any nature whatsoever, nor shall any of the property or assets of the officers be subject to the payment of the debts or obligations of this corporation.

ARTICLE IX

INDEMNIFICATION

The corporation shall indemnify and hold harmless any director or officer, or former director or officer, of the corporation, against expenses actually and necessarily incurred by them in connection with the defense of any action or proceeding in which they are made a party by reason of being or having been such director or officer, except in relation to matters as to which they shall be adjudged in

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such action or proceeding to be liable for gross negligence or misconduct in the performance of duty; but such indemnification shall not be deemed exclusive of any other rights to which such director or officer may be entitled, under any Bylaws, agreement, vote of Board of Directors or officers or otherwise

ARTICLE X DISSOLUTION

Upon the dissolution of the Corporation, its assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, 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 in Lee County, Florida, exclusively for such purposes to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XI INCORPORATOR

The name and address of the incorporator is:

Teresita McDowell
7528 Grande Pine Road
Bokeelia, FL 33922

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 27 date of August, 2022.


TERESITA MCDOWELL
Incorporator

ARTICLE XII INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The name and address of the registered agent is:

HF Registered Agents, LLC
1715 Monroe Street
Fort Myers, FL 33901

The Undersigned hereby accepts the above designation as registered agent of Red Dragonfly Animal Rescue, Inc.


HF REGISTERED AGENTS, LLC

By: _____
Erin E. Houck-Toll, Vice President