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D. O'KEEFE

OCT 20 2022

COVER LETTER

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

SUBJECT: Circle of Love Florida Animal Rescue, 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: Steven Henriquez

Name (Printed or typed)

5825 Sunset Dr #201

Address

Miami, FL 33143

City, State & Zip

305-423-6399

Daytime Telephone number

info@sjh-cpa.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

CIRCLE OF LOVE FLORIDA ANIMAL RESCUE, INC.

I, the undersigned natural person acting as an incorporator of a corporation (hereinafter called the "Corporation") under the Florida Not for Profit Corporation Act, do hereby adopt the following Articles of Incorporation for the Corporation:

ARTICLE I

NAME:

The name of the Corporation shall be: Circle of Love Florida Animal Rescue, Inc

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS:

The principal office of business and mailing address of this Corporation shall be:

Mailing Address:

11301 S. Dixie Hwy #566002
Miami, Florida 33256A

Street Address:

11301 S. Dixie Hwy #566002
Miami, Florida 33256A

ARTICLE III

PURPOSE(S):

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, or the corresponding section of any future federal tax code.

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TALLAHASSEE, FLORIDA

ARTICLE IV
MANNER OF ELECTION OF DIRECTORS:

The method and means by which directors shall be elected to constitute the Board is as expressly set forth in the Bylaws of the Corporation.

ARTICLE V
DIRECTORS:

The number of directors constituting the initial Board is three (3), and the name and mailing address of each person who is to serve as director until such director's resignation, death, or removal and until his successor is elected and qualified are as follows:

Name	Address
Cristiana Cerutti President/Director	11301 S. Dixie Hwy #566002 Miami, Florida 33256A
Carla E. Vazquez Director	11301 S. Dixie Hwy #566002 Miami, Florida 33256A
James Dundorf Director	11301 S. Dixie Hwy #566002 Miami, Florida 33256A

ARTICLE VI
INITIAL REGISTERED AGENT AND STREET ADDRESS:

The name and street address of the initial registered agent of the Corporation in the State of Florida is:

Steven J Henriquez CPA, LLC
5825 Sunset Drive #201
South Miami, Florida 33143

ARTICLE VII
INCORPORATOR:

The name and address of the incorporator to these Articles of Incorporation is:

Cristiana Cerutti
11301 S. Dixie Hwy #566002
Miami, Florida 33256A

ARTICLE VIII
CHARITABLE ORGANIZATION PROVISIONS:


Notwithstanding any powers granted to the Corporation by its Articles, Bylaws or by the laws of the State of Florida, the following limitations of power shall apply:

- (a) 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 501(c)(3) of the Internal Revenue Code of 1986, as amended ("Code"). The Corporation intends at all times to qualify and remain qualified as exempt from federal income tax.
- (b) No part of the net earnings or assets 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 the services rendered and to make payments and distributions in furtherance of the purpose set forth in the purpose clause hereof. 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 distribution of statements) any political campaign on behalf of (or in opposition to) any candidate for public office. Notwithstanding any other provision of this document, that Corporation shall not carry on any other activities not permitted to be carried on (i) by an organization exempt from federal income tax under Code Section 501(c)(3) ; or (ii) by an organization, contributions to which are deductible under Code Section 170(c)(2) of the Internal Revenue Service Code, or the corresponding section of any future federal tax code.
- (c) In any taxable year in which the Corporation is a private foundation as described in Section 509(a) of the Code, the Corporation shall distribute its income for such period at such time and manner as not to subject it to tax under Section 4942 of the Code, and the Corporation shall not (A) engage in any act of self-dealing as defined in Section 404(d) of the Code, (B) retain any excess business holdings as defined in

Section 4943(c) of the Code, (C) make any investments in such manner as to subject the corporation to tax under section 4944 of the Code, (D) make any taxable expenditures as defined in Section 4945(f) of the Code or (E) engage in any excess benefits transactions as defined in Section 4958(c) of the Code or corresponding provisions of any subsequent federal tax laws.

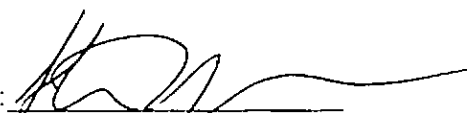
- (d) Upon the dissolution of the Corporation, all remaining assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the organization 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.

IN WITNESS WHEREOF, I, the undersigned, for the purpose of forming the Corporation under the Florida Not for Profit Corporation Act, do make, file, and record these Articles of Incorporation this 6th day of October 2022 and affirm that the facts stated here 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 s.817.155, F.S.


Cristiana Cerutti
Incorporator

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

Steven J. Henriquez, CPA, LLC

By: 
Name: Steven Henriquez
Title: Managing Member
Date: October 6, 2022

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CLERK OF DISTRICT COURT
HALL COUNTY, FLORIDA