

N23000002120

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

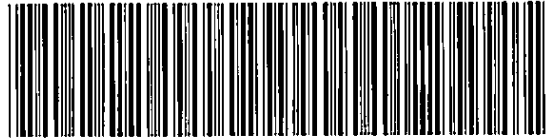
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600399481656

S. CHATHAM

FEB 28 2023

FILED

2023 FEB 22 PM 1:59

SECRETARY OF STATE
TALLAHASSEE, FL

RECEIVED

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PROPERTY TAX
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COUNTY CLERK'S OFFICE
TALLAHASSEE, FLORIDA

FLORIDA FILING & SEARCH SERVICES, INC.

P.O. BOX 10662 TALLAHASSEE, FL 32302

155 Office Plaza Dr Ste A Tallahassee FL 32301

PHONE: (800) 435-9371; FAX: (866) 860-8395

DATE: 02/22/23

NAME: ANIMAL LOVERS RESCUE LLC

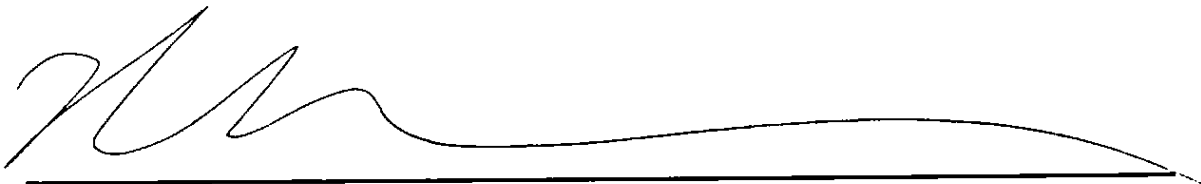
TYPE OF FILING: CONVERSION

COST: 105.00

RETURN: PLAIN COPY AND GOOD STANDING PLEASE

ACCOUNT: FCA000000015

AUTHORIZATION: ABBIE/PAUL HODGE





FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 23, 2023

FLORIDA FILING & SEARCH SERVICES, INC.

SUBJECT: ANIMAL LOVERS RESCUE INC
Ref. Number: W23000025390

2023 FEB 27 PM 2:06

RECEIVED

CALLAHAN, FLORIDA

We have received your document for ANIMAL LOVERS RESCUE INC. However, the document has not been filed and is being returned for the following:

The forms you have submitted are not correct. Attached is the proper forms to convert a Limited Liability into a Non-Profit Corporation,

If you have any further questions concerning your document, please call (850) 245-6000.

Summer Chatham
Regulatory Specialist III
Director's Office

Letter Number: 423A00004391

*Please keep original filing date
Thank you!*

COVER LETTER

TO: Registration Section
Division of Corporations

SUBJECT: ANIMAL LOVERS RESCUE LLC

Name of Florida Limited Liability Company

The enclosed Articles of Conversion and fee(s) are submitted to convert a Florida Limited Liability Company" into an "Other Business Entity" in accordance with s.605.1045, F.S.

Please return all correspondence concerning this matter to:

Christopher A. DiSchino, Esq.

Contact Person

DiSchino & Schamy, PLLC

Firm/Company

4770 Biscayne Blvd., Suite 600

Address

Miami, Florida 33137

City, State and Zip Code

admin@dsmiami.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Christopher A. DiSchino

Name of Contact Person

at (786) 581-2542

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☐ \$25.00 Filing Fee

☒ \$30.00 Filing Fee
and Certificate of
Status

☐ \$55.00 Filing Fee
and Certified Copy

☐ \$60.00 Filing Fee,
Certified Copy, and
Certificate of Status

Mailing Address:

Registration Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address:

Registration Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Profit Corporation
(See Note)

This Certificate of Conversion and attached Articles of Incorporation are submitted to convert the following "Other Business Entity" into a Florida Profit Corporation in accordance with s. 609.01(8), Florida Statutes.
(See Note)

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

ANIMAL LOVERS RESCUE LLC

Enter Name of Other Business Entity

LIMITED LIABILITY COMPANY

The "Other Business Entity" is a:

(Enter entity type. Example: limited liability company, limited partnership,
general partnership, common law or business trust, etc.)

First organized, formed or incorporated under the laws of **FLORIDA**
(Enter state, or if a non-U.S. entity, the name of the country.)

08/14/2020

Enter date "Other Business Entity" was first organized, formed or incorporated

2. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

N/A

3. The name of the Florida Profit Corporation as set forth in the attached Articles of Incorporation:

ANIMAL LOVERS RESCUE, INC.

Enter Name of Florida Profit Corporation
(See Note)

4. If not effective on the date of filing, enter the effective date: **01/01/2023**
(The effective date: Cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be recorded by the Department of State's records.

SECRETARY OF STATE
TALLahassee, FL 32309-2400
850.487.8700
www.flsos.com

2023 FEB 22 PM 2:00

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Signature: **24th** day of **February**, 20**23**

Required Signature for Florida Profit Corporation:

Signature of Chairman, President, Director, Officer, or, if Directors or Officers have not been elected, an incorporator:

Printed Name: **Yaremys Soto** Title: **President**

Required Signature: Signature on behalf of Other Business Entity: [See below for required signature(s).]

Signature: 
Printed Name: **Yaremys Soto** Title: **Authorized Member**

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

Signature: _____
Printed Name: _____ Title: _____

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner:

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners:

If Florida Limited Liability Company:

Signature of a Member or Authorized Representative:

All others:

Signature of an authorized person:

Fees:

Certificate of Conversion:	\$35.00
Fees for Florida Articles of Incorporation:	\$70.00
Certified Copy:	\$5.75 (Optional)
Certificate of Status:	\$8.75 (Optional)

2023 FEB 22 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FL

FILED

ARTICLES OF INCORPORATION

of

ANIMAL LOVERS RESCUE, INC.,
a Florida not-for-profit corporation
("Corporation")

The undersigned Incorporator, for purposes of forming a Florida not-for-profit corporation under the Florida Not for Profit Corporations Act, hereby adopts the following Articles of Incorporation.

ARTICLE I
NAME

The name of the Corporation is:

ANIMAL LOVERS RESCUE, INC.

ARTICLE II
PRINCIPAL AND MAILING ADDRESS

The initial principal place of business of the Corporation shall be located at:

4770 BISCAYNE BLVD., SUITE 600
MIAMI, FL 33137

The mailing address of the Corporation is:

4770 BISCAYNE BLVD., SUITE 600
MIAMI, FL 33137

ARTICLE III
PURPOSE

The specific purpose for which this Corporation is organized is:

THE CORPORATION IS ORGANIZED EXCLUSIVELY FOR CHARITABLE, EDUCATIONAL, AND SCIENTIFIC PURPOSES, INCLUDING FOR SUCH PURPOSES, THE MAKING OF DISTRIBUTIONS TO ORGANIZATIONS UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE (OR THE CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE OR AMENDMENT THERETO).

ARTICLE IV
MANNER OF ELECTION OF DIRECTORS

FILED
2023 FEB 22 PM 2:00
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECTION 1. NO PART OF THE NET EARNINGS OF THE CORPORATION SHALL INURE TO THE BENEFIT OF, OR BE DISTRIBUTABLE TO ITS MEMBERS, TRUSTEES, DIRECTORS, OFFICERS OR OTHER PRIVATE PERSONS, EXCEPT THAT THE CORPORATION SHALL BE EMPOWERED TO PAY REASONABLE COMPENSATION FOR SERVICES RENDERED AND TO MAKE PAYMENTS AND DISTRIBUTIONS IN FURTHERANCE OF ITS SECTION 501(C)(3) PURPOSES.

SECTION 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 DISTRIBUTION OF STATEMENTS) ANY POLITICAL CAMPAIGN ON BEHALF OF, OR IN OPPOSITION TO, ANY CANDIDATE FOR PUBLIC OFFICE.

SECTION 3. 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 OR ORGANIZATION EXEMPT FROM FEDERAL INCOME TAX UNDER SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE (OR CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE) OR (B) BY A CORPORATION OR ORGANIZATION, CONTRIBUTIONS TO WHICH ARE DEDUCTIBLE UNDER SECTION 170(C)(2) OF THE INTERNAL REVENUE CODE (OR CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE.)

ARTICLE XI **DISSOLUTION**

UPON THE DISSOLUTION OF THE CORPORATION, THE DIRECTORS OF THE CORPORATION SHALL, AFTER PAYING OR MAKING PROVISIONS FOR THE PAYMENT OF ALL OF THE LIABILITIES OF THE CORPORATION, DISTRIBUTE ALL THE RESIDUAL ASSETS OF THE CORPORATION TO SUCH ORGANIZATION OR ORGANIZATIONS ORGANIZED AND OPERATED EXCLUSIVELY FOR CHARITABLE, EDUCATIONAL, RELIGIOUS OR SCIENTIFIC PURPOSES WHICH, AT THE TIME OF SUCH DISPOSITION, QUALIFY AS AN EXEMPT ORGANIZATION OR ORGANIZATIONS UNDER 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.

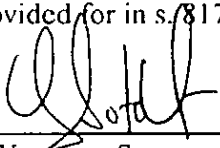
ARTICLE XII **AMENDMENTS**

THESE ARTICLES OF INCORPORATION MAY BE AMENDED BY THE DIRECTORS OF THE CORPORATION IN ACCORDANCE WITH THE PROCEDURES SET FORTH IN CHAPTER 617, FLORIDA STATUTES, AS MAY BE AMENDED FROM TIME TO TIME.

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2023 FEB 22 PM 2
SECRETARY OF STATE
TALLAHASSEE, FL

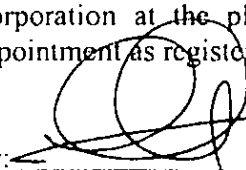
INCORPORATOR:

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 s. 817.155, F.S.

By: 
Yaremys Soto

REGISTERED AGENT:

Having been named as registered agent to accept service of process for the above stated Corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

By: 
Christopher A. DiSchino, Esq.

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2023 FEB 22 PM 2:00

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TALLAHASSEE, FLORIDA