

N23000008196

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

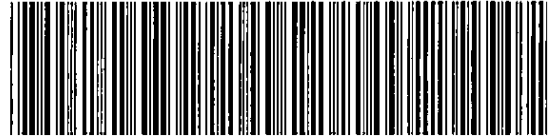
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900418350359

Amended & Restated

11/13/23--01014--007 **35.00

FILED
2023 NOV 13 PM 12 16
CLERK OF SUPERIOR COURT
JANUARY 13, 2023

A. RAJIC

DEC -7 2023

**LAW OFFICE OF
Kenneth D. Kossow, Esq.
J.D., L.L.M. (Taxation), C.P.A.**

**1325 Diplomat Parkway
Hollywood, Florida 33019
(305) 450-4886
kkossow@bellsouth.net**

**General Litigation •
Contract Negotiation •
Estate/Tax Planning •
Entity Formation/Real Estate •
Probate Administration •**

October 26, 2023

VIA U.S. MAIL DELIVERY

Florida Department of State
Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Re: Mission Mutt Dog Rescue, Inc.

To Whom It May Concern:

Enclosed for filing are Amended and Restated Articles of Incorporation for the above-referenced entity, along with a check payable to the order of the Florida Department of State in the amount of \$35.00 to cover the filing fee.

Please return all correspondence concerning this matter to my attention at the Law Office of Kenneth D. Kossow, Esq., 1325 Diplomat Parkway, Hollywood, Florida 33019.

Thank you.

Sincerely,



Kenneth D. Kossow, Esq.

Enclosures

Cc: Madison Kossow

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

OF

MISSION MUTT DOG RESCUE, INC.

FILED
2023 NOV 13 PM 12 16

Pursuant to the provisions of Section 617.1007 of the Florida Business Corporation Act, **MISSION MUTT DOG RESCUE, INC.**, a Florida corporation ("Corporation"), adopts the following Amended and Restated Articles of Incorporation:

1. **Name of Corporation.** The name of Corporation is **MISSION MUTT DOG RESCUE, INC.**
2. **Text of Amendment.** The following Amended and Restated Articles of Incorporation was adopted by the written consent of the directors of the Corporation, all in compliance with the Articles of Incorporation and Bylaws of the Corporation and the provisions of Sections 617.1007 and 617.1002 of the Florida Business Corporation Act, which amends and restates in its entirety the Articles of Incorporation of **MISSION MUTT DOG RESCUE, INC.** as follows:

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION**

OF

MISSION MUTT DOG RESCUE, INC.

ARTICLE I. NAME

The name of the corporation is **MISSION MUTT DOG RESCUE, INC.**

ARTICLE II. ADDRESS

The principal place of business and the mailing address of the corporation is 1325 Diplomat Pkwy, Hollywood, FL 33019.

ARTICLE III. COMMENCEMENT AND DURATION OF EXISTENCE

The existence of the corporation commenced upon the filing of the articles of incorporation, and shall be perpetual.

ARTICLE IV. PURPOSE; LIMITATIONS

The corporation is a not-for-profit organized for the limited purpose of rescuing, fostering, and adopting abused, neglected, and abandoned dogs, and at all times in accordance with the limitations contemplated by Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "IRC"), or the corresponding section of any future federal tax code.

No part of the net earnings of the corporation may inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation may pay reasonable compensation for services rendered and make payments and distributions in furtherance of the purposes described in Section 501(c)(3) of the IRC.

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

ARTICLE V. MEMBERS

The corporation shall have one class of Members, who shall have the exclusive right to appoint and remove the directors of the corporation, and vote on and otherwise approve amendments to the articles of incorporation and bylaws of the corporation, the sale or disposition of substantially all of the assets of the corporation, a plan of merger or dissolution, and plan of distribution of assets of the corporation.

ARTICLE VI. DIRECTORS

The corporation shall have, at all times, at least three unrelated directors who are voting members of the board of directors, such that at least fifty-one percent of the voting members of the board of directors are unrelated, and the corporation is able to form a quorum of a majority-unrelated directors in order to conduct an official board meeting. For this purpose, the term "unrelated" shall be as defined in Section 501(c)(3) of the IRC, or corresponding section of any future federal tax code.

The initial (unrelated) directors of the corporation are:

Madison Kossow
1325 Diplomat Pkwy
Hollywood, FL 33019

Kara Kent
1414 Harrison Street
Hollywood, FL 33019

Jill Kozikowski
125 N River Drive W
Jupiter, FL 33458

ARTICLE VII. REGISTERED OFFICE AND AGENT

The street address of the registered office of the corporation is 1325 Diplomat Parkway, Hollywood, Florida 33019, and the name of the corporation's registered agent at that address is Kenneth D. Kossow, Esq.

ARTICLE VIII. BYLAWS

The power to adopt, alter, amend, or repeal bylaws shall be vested in the members.

ARTICLE IX. DISTRIBUTIONS UPON DISSOLUTION

Upon the dissolution of the corporation, after paying or making provisions for the payment of all the legal liabilities of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the 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 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 purposes or to such organization or organizations, as said court shall determine which are organized and operated exclusively for such purposes.


ARTICLE X. AMENDMENTS

The corporation reserves the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on the members are subject to this reservation.

3. **Date of Adoption.** This Amendment and Restatement of the Articles of Incorporation of MISSION MUTT DOG RESCUE, INC. was adopted and approved by the written consent of all of the directors of Corporation, effective as of October 7, 2023, pursuant to the provisions of Section 617.1002 of the Florida Business Corporation Act. Prior to this amendment, the Corporation had no members.

IN WITNESS WHEREOF, I have set my hand effective as of the 26th day of October 2023.

MISSION MUTT DOG RESCUE, INC., a Florida
not for profit corporation

By: 
Name: Madison Kossow
Its: President