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NEW FILINGS	AMENDMENTS	
Profit	Amendment	
NonProfit	Resignation of R.A., Officer/Dir	rector
Limited Liability	Change of Registered Agent	11/15-2/11/2
Domestication	Dissolution/Withdrawal	NAD WAL 1
Other	Merger .	00x18,005/3
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OTHER FILINGS	REGISTRATION/ PL QUALIFICATION	^{EB} 6 1995 B S&
Annual Report	Foreign	- -
Fictitious Name	Limited Partnership	
Name Reservation	Reinstatement	
	Trademark	
R2E031(10/92)	Other	Examiner's Initials



FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

February 6, 1995

TERI JOURDAIN 15395 S.W. 271ST STREET HOMESTEAD, FL 33032

SUBJECT: THE PHINNEY FOUNDATION INC.

Ref. Number: W95000002607

We have received your document for THE PHINNEY FOUNDATION and check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6925.

Letter Number: 395A00004871

Brenda Baker Corporate Specialist ARTICLES OF INCORPORATION

OF

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SECRETARY OF STATE
AM SS. A

THE PHINNEY FOUNDATION INC. A FLORIDA NONPROFIT CORPORATION

Article 1. Name. The name of the Corporation is: The Phinney Youndation, INC.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 3. Purposes. The purpose of this corporation is as follows:

- A. This corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purposes of this corporation are: To rescue abused, abandoned or injured animals, domestic and wild, provide veterinary care, and place them with loving families and/or other nonprofit organizations as appropriate. We also educate people on the care of animals, emotional as well as physical, and on the importance of animals in the environment, including, but not limited to, the necessity of spaying and neutering.
- B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit organizations.
- C. Provided, however, that the corporation shall not engage in any action which is not permitted to be carried on by nonprofit corporations under the Internal Revenue Code and no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, or officers; but the Corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purposes.
- Article 4. Members. The qualifications of members and the manner of their admission are:

The organization accepts caring and hardworking members who are concerned about the health and well-being of all animals and are willing to share their time in furthering the organization's goals

Article 5. Initial Registered Agent and Office. The initial registered agent is Teri Jourdain and the initial registered office 15395 SW 271 St. Homestead, Florida 33032.

Article 6. Initial Board of Directors. The initial Board of Directors shall have 4 members whose names and addresses are:

James G. Jourdain

15395 SW 271 St.

Homestead, FL 33032

Teri Jourdain

15395 SW 271 St.

Homestead, FL 33032

Calvin C. Reynolds, Jr.

5400 NW 159 St.

Miami, FL 33054

Bernadette Siy

6601 SW 85th St.

Miami, FL 33143

Article 7. Nonstock Basis. The corporation is organized (and shall be operated) on a nonstock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the bylaws.

Article 8. Dissolution. In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the Federal, State, or Local Government for exclusive public purpose.

Article 2. Incorporators. The names and address of the incorporator of this corporation is:

Teri Jourdain

15395 SW 271 St.

Homestead, FL 33032

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation the 23 day of 74/(411) , 1995.

Signature of Incorporator

Print name here:

State of Florida County of Dade

THE FOREGOING instrument was acknowledged and sworn to before me this 23 day of JANUARY, 1995 by Teri Jourdain of The Phinney Foundation.

(SEAL)

Notary Public MICHAEL P. JOURDAIN

NOTARY PUBLIC STATE OF FLORIDA

MY COMMISSION " "OVEMBER 8, 1997

My Commission Expires: ___

Laccept designation as registered agent:

The Hurdain