

15 08:10 03 7 00 1 00 00 002/00  
**N95000002498**

PUBLIC ACCESS SYSTEM  
ELECTRONIC FILING COVER SHEET  
TO: DIVISION OF CORPORATIONS FROM: HARPER, KYNES, GELLER  
DEPARTMENT OF STATE 2560 GULF TO BAY BLVD  
STATE OF FLORIDA SUITE 300  
409 EAST GAINED STREET CLEARWATER FL 34625-0000  
TALLAHASSEE, FL 32399 CONTACT: JACK J GELLER  
PHONE: (813) 799-4840  
FAX: (904) 922-4000 FAX: (813) 797-8206  
DOCUMENT TYPE: FLORIDA NON-PROFIT CORPORATION

NAME: HUMANE SOCIETY OF NORTH PINELIAS FOUNDATION, INC.  
FAX AUDIT NUMBER: H95000005851 CURRENT STATUS: REQUESTED  
DATE REQUESTED: 05/24/1995 TIME REQUESTED: 16:24:48  
CERTIFIED COPIES: 0 CERTIFICATE OF STATUS: 0  
NUMBER OF PAGES: 7 METHOD OF DELIVERY: FAX  
ESTIMATED CHARGE: \$70.00 ACCOUNT NUMBER:  
070651000745

Note: Please print this page and use it as a cover sheet when submitting documents to the Division of Corporations. Your document cannot be processed without the information contained on this page. Remember to type the Fax Audit number on the top and bottom of all pages of the document.  
((H95000005851))

*[Handwritten signature]*  
5/25

FILED  
MAY 25 PM 4:57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**HARPER, KYNES, GELLER, WATSON & BUFORD, P.A.**  
ATTORNEYS AT LAW

CHARLES A. HARPER  
JACK J. GELLER\*\*  
CAYLIE H. GREGG-JARVIS\*\*  
J. BRUCE HANCOCK\*\*  
C. ALLEN KYNES, JR.  
DYNES H. PIERCESTON  
DANIEL J. WATSON

ALBERT E. FLETCHER\*\*  
OF COLUMBIA

\*\* ADMITTED TO PRACTICE  
LAW IN FLORIDA

\*\* ADMITTED TO PRACTICE  
LAW IN NEW YORK

\*\* ADMITTED TO PRACTICE  
LAW IN THE DISTRICT OF COLUMBIA

2560 CHURCH TO BAY BOULEVARD  
SUITE 900  
CLEARWATER, FLORIDA 34625  
(813) 709-4040  
TAMPA DIRECT: 055-4050  
TELEFAX: 707-0208

OUR FILE #

#7513/12837

May 25, 1995

VIA FACSIMILE

Secretary of State  
Corporation Division  
409 East Gaines Street  
Tallahassee, FL 32399

RE: Humane Society of North Pinellas Foundation, Inc.  
Fax Audit No. H95000005851

Dear Sir or Madam:

I am sending to you by facsimile the Electronic Filing Cover Sheet and Articles of Incorporation for Humane Society of North Pinellas Foundation, Inc. Please fax us confirmation at your earliest convenience.

Thank you for your attention in this matter.

Very truly yours,

HARPER, KYNES, GELLER,  
WATSON & BUFORD, P.A.



Sheri L. Fletcher  
Legal Assistant

Enclosure

H95000005851

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
MARCH 25 PM 4:57

FILED

ARTICLES OF INCORPORATION  
OF  
HUMANE SOCIETY OF NORTH PINELLAS FOUNDATION, INC.  
A Florida Not-For-Profit Corporation

The undersigned persons, for the purpose of forming a corporation (the "Corporation") under the provisions of Chapter 617 of the Florida Statutes, hereby adopt the following:

ARTICLE I - NAME

The name of the Corporation shall be HUMANE SOCIETY OF NORTH PINELLAS FOUNDATION, INC.

ARTICLE II - PURPOSES

Section 1. The Corporation is a not-for-profit organization and has been organized exclusively for charitable, educational and other purposes as will qualify it as an exempt organization within the scope of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, (the "Code").

Section 2. Without limiting the generality of section one (1) above, the specific purposes of the Corporation shall be:

A. To support the charitable mission of HUMANE SOCIETY OF NORTH PINELLAS, INC., a Florida not-for-profit corporation exempt from taxation under Section 501(c)(3) of the Code;

B. To develop such support through the realization of philanthropic commitments;

C. To educate the community served by HUMANE SOCIETY OF NORTH PINELLAS, INC. with regard to its present status and its goals for the future;

THIS INSTRUMENT PREPARED BY:  
JACK J. GELLER, Attorney  
2560 Gulf To Bay Boulevard  
Suite 300  
Clearwater, Florida 34625  
813 - 799-4840  
Florida Bar No. 243991

H95000005851

H95000005051

D. To establish policies and guidelines to attain the foregoing objectives.

ARTICLE III - POWERS

Section 1. Except as limited by these Articles of Incorporation or its Bylaws, the Corporation shall have and may exercise all rights, powers and privileges in furtherance of its purposes as are now or may hereafter be conferred on not-for-profit corporations under the laws of the State of Florida.

Section 2. Without limiting the generality of section one (1) above, the specific powers of the Corporation shall be:

A. To acquire, through gifts, grants, endowment funds or any other legally permissible means or activities, assets and resources as may be beneficial to the fulfillment of the charitable and educational purposes of HUMANE SOCIETY OF NORTH PINELLAS, INC.

B. To make loans to HUMANE SOCIETY OF NORTH PINELLAS, INC. upon such terms and conditions as the Corporation, in its sole discretion, shall determine;

C. To make charitable contributions to HUMANE SOCIETY OF NORTH PINELLAS, INC. or to any other affiliated organization exempt from taxation under Section 501(c)(3) of the Code;

D. To manage and operate any of its assets in recognition and attainment of the foregoing objectives; and

E. To utilize its income in furtherance of the foregoing objectives.

ARTICLE IV - LIMITATIONS ON ACTIVITIES

Section 1. No part of the net earnings of the

H95000005851

Corporation shall inure to the benefit of, or be distributable to, any Member, Director or officer of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes), and no Member, Director or officer of the Corporation, or any other private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation; provided, however, the Corporation may confer benefits in the form of distributions, in dissolution or otherwise, upon any not-for-profit corporation described in Section 501(c)(3) of the code and specified in section three (3) below. No substantial part of the activities of the Corporation shall be the carrying on of propoganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in any political campaign (by publication or distribution of any statements or otherwise) on behalf of any candidate for public office.

Section 2. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Code, or by an organization contributions to which are deductible under Section 170(c)(2) of the Code.

Section 3. Upon the dissolution of the Corporation, the Board of Directors of the Corporation shall, after paying or making provisions for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation to HUMANE SOCIETY OF NORTH PINELLAS, INC., an organization exempt from

H95000005051

taxation under Section 501(c)(3) of the Code, if still exempt at the time of such disposition, or if not then so exempt, then to such organization or organizations organized and operated exclusively for religious, charitable, scientific or educational purposes which, at the time of such disposition, qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, as the Board of Directors of the Corporation shall determine. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction exclusively for such purposes, as said court shall determine.

ARTICLE V - TERM OF DURATION

The Corporation shall have perpetual duration.

ARTICLE VI - PRINCIPAL OFFICE OF CORPORATION

The principal office of the Corporation shall be 3040 State Road 590, Clearwater, Florida 34619.

ARTICLE VII - MAILING ADDRESS OF CORPORATION

The mailing address of the Corporation shall be 3040 State Road 590, Clearwater, Florida 34619.

ARTICLE VIII - REGISTERED OFFICE AND AGENT

Section 1. The street address of the initial registered office of the Corporation shall be 2560 Gulf To Bay Blvd., Suite 300, Clearwater, Florida 34625.

Section 2. The name of the initial registered agent of the Corporation located at said address shall be Jack J. Geller, Esquire.

ARTICLE IX - MEMBERS OF THE CORPORATION

Section 1. The Corporation shall have a membership distinct from the Board of Directors. Members shall be those

H95000005851



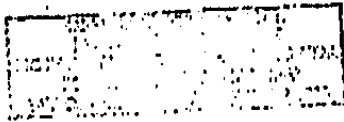
H95000005851

profit Corporation under the laws of the State of Florida, the undersigned executed these Articles of Incorporation on this 24th day of May, 1995.

Jack J. Galler  
Incorporator

STATE OF FLORIDA  
COUNTY OF PINELLAS

Sworn to and subscribed before me this 24th day of May, 1995, by Jack J. Galler, who () is personally known to me or () who has produced \_\_\_\_\_ as identification.



Janet M. Malachuk  
NOTARY PUBLIC, State of Florida

Janet M. Malachuk  
Print or Stamp Commissioned Name  
of Notary Public

huma.m1.a



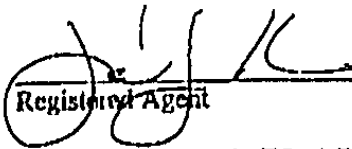
H95000005851

**CERTIFICATE OF DESIGNATION AND ACCEPTANCE  
REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 of the Florida Statutes, the following corporation, organized under the laws of the State of Florida, submits this statement for the purpose of designating the registered office/registered agent in the State of Florida and evidencing the registering agent's acceptance of that position.

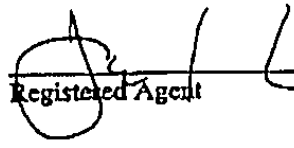
- 1. Name of Corporation: **HUMANE SOCIETY OF NORTH PINELLAS FOUNDATION, INC.**
- 2. The name and address of the registered agent and office is: **Jack J. Geller  
2560 Gulf To Bay Boulevard, Suite 300  
Clearwater, FL 34625**

DATED: May 24, 1995.

  
\_\_\_\_\_  
Registered Agent

HAVING BEEN NAMED AS REGISTERED AGENT AND 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 OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

DATED: May 24, 1995.

  
\_\_\_\_\_  
Registered Agent

FILED  
95 MAY 25 PM 4: 57  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

scorpLra

H95000005851