1908 Li Tallah Cliy/Siate	COOOC W. ROBERTS equestor's Name Soodgreen Way Address Fla. 893-4929 EZip Phone # 32308	Charles Session 5/31- only to 23rd Office Use Only
CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known): 1(Corporation Name) (Document #)		
2.	poration Name)	(Document #)
4.	poration Name)	(Document #)
(Corporation Name) (Document #) Walk in Pick up time Certified Copy Mail out Will wait Photocopy Certificate of Status		
NEW FILINGS Profit NonProfit Limited Liability Domestication Other	AMENDMENTS Amendment Resignation of R.A., Officer/ E Change of Registered Agent Dissolution/Withdrawal Merger	Director (101610310 1 50-4 50-0,040) + (5-6)
OTHER FILINGS Annual Report Fictitio's Name Name Reservation	REGISTRATION/ QUALIFICATION Foreign Limited Partnership Reinstatement Trademark Other	159,504,601 1,96-1511

Examiner's Initials

CR2E031(1/95)



May 31, 1996

CHERYL W ROBERTS 3908 WOODGREEN WAY TALLAHASSEE, FL 32308

SUBJECT: ALLBREED CAT FANCIERS OF TALLAHASSEE, INC. Ref. Number: W96000011511

We have received your document for ALLBREED CAT FANCIERS OF TALLAHASSEE, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name you are requesting is unavailable, since it has been reserved by another individual. In order to use the name you must obtain their release. When the document is resubmitted, please return a copy of this letter to ensure proper handling.

If you have any questions about the availability of a particular corporate name, please call (904) 488-9000.

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) 487-6919.

Beth Register Corporate Specialist Supervisor

Letter Number: 296A00027202

ARTICLES OF INCORPORATION OF

C. 100 - 100 5155

ALLBREED CAT FANCIERS OF TALLAHASSEE, INC.

The undersigned hereby acts to form a not-for-profit corporation under the laws of the Sate of Florida, pursuant to Chapter 617, Florida Statutes, providing for the formation, liability, rights, privileges, and immunities of a corporation not-for-profit.

ARTICLE I:

The name of this Corporation shall be AliBreed Cat Fanciers of Tallahassee, Inc.

ARTICLE II: PURPOSE OF CORPORATION

This Corporation is organized specifically for charitable purposes within the meaning of §501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any future United States Internal Revenue law, including, but not limited to, charitable purposes directly related to domesticated animals, their humane treatment, research, prevention of cruelty to animals and humane treatment of animals in a natural disaster. The primary activities of this Corporation include, but are not limited to, registering and showing cats, promoting kindness and care to cats and other domesticated animals, cultivating owners, fanciers, breeders and the public's interest in cats and encouraging and educating the public to the purposes of neutering and spaying to prevent uncontrolled reproduction of cats and other domesticated animals. Notwithstanding any other provision of these Articles, this Corporation shall not (a) except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purpose of this Corporation; (b) carry on any activities not permitted to be carried on by a corporation exempt from Federal Income Tax under §501(c)(3) of the Internal

Revenue Code of 1986, or the corresponding provisions of any future United States Internal Revenue laws, or by a corporation the contributions to which are deductible under §170(c)(2) of the Internal Revenue Code of 1986, or the corresponding provisions of any future United States Internal Revenue laws; or, (c) carry on any activities not permitted to be carried on by any other provisions of the Internal Revenue Code of 1986, or the corresponding provisions of any future United States Internal Revenue laws, which affect the exempt status of this Corporation or the deductibility of contributions made to the Corporation.)

ARTICLE III: NO PRIVATE INUREMENT

All corporate property is irrevocably dedicated to the purposes set forth in Article II herein. No part of the net earnings of this Corporation shall insure to the benefit of, or be distributed to, its members, directors, trustees, officers, private shareholders or other private individuals, except that the Corporation shall be authorized to and empowered to pay reasonable compensation for services rendered and make payment and distributions in furtherance of the purposes of the Corporation set forth in Article II herein.

ARTICLE IV: DISSOLUTION

Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for the purposes of the Corporation in such manner or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under §501(c)(3) of the Internal Revenue Code of 1986, as amended, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the

Circuit Court 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 V: CORPORATE EXISTENCE

This Corporation shall exist perpetually unless dissolved according to law.

ARTICLE VI: **DIRECTORS**

The manner in which Directors are elected or appointed shall be regulated in the Bylaws.

ARTICLE VII: **INCORPORATOR**

The name and address of the Incorporator of these Articles of Incorporation is Cheryl W. Roberts, 3908 Wood Green Way, Tallahassee, Florida 32308.

ARTICLE VIII: REGISTERED AGENT

The street address of the registered office of this Corporation shall be 3908 Wood Green Way, Tallahassee, Florida 32308. The registered agent at this address is Cheryl W. Roberts.

ARTICLE IX: **MAILING ADDRESS**

The mailing address of the Corporation is 3908 Wood Green Way, Tallahassee, Florida 32308.

IN WITNESS WHEREOF, the undersigned, being the sole incorporator of the Corporation has hereunder set her hand and seal on the date set forth below.

CERTIFICATION OF DESIGNATION AS REGISTERED AGENT

I hereby certify that I have accepted the appointment as Registered Agent of AllBreed Cat Fanciers of Tallahassee, Inc., and agree to serve as its agent to accept service of process within this State at the registered office designated in the Articles of Incorporation, and acknowledge that I am familiar with and accept the obligations of that position.

Cheryl W. Roberts, Registered Agent

Date