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LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 042036 81823A

AUTHORIZATION :

Patricia Pignatelli

COST LIMIT : \$ 70.00

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STATE
OFFICE

ORDER DATE : August 2, 1996

ORDER TIME : 4:31 PM

ORDER NO. : 042036

CUSTOMER NO: 81823A

CUSTOMER: Stephen Navaretta, Esq
STEPHEN NAVARETTA, ESQ

Suite 203
1100 Sw St. Lucie West Blvd
Port St. Lucie, FL 34986

DOMESTIC FILING

NAME: PET ANIMAL TRUST, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

 CERTIFIED COPY
XX PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michael E. Klunk

EXAMINER'S INITIALS:

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8/6/96

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ARTICLES OF INCORPORATION
A Not-for-Profit Florida Corporation
(FS 617.0202)

In compliance with the requirements of Chapter 617 Florida Statutes, the undersigned are sui juris, have this day voluntarily associated themselves together for the purpose of forming a corporation not for profit and do hereby certify:

ARTICLE I

The name of this corporation is: PET ANIMAL TRUST, INC.

ARTICLE II

The principal office of the Corporation is located at: 1109 Coral Reef Drive, Port St. Lucie, Florida 34983.

The registered agent is: Kaaren K. Webb, 1109 Coral Reef Drive, Port St. Lucie, Florida 34983.

ARTICLE III

This Corporation does not contemplate pecuniary gain or profit to the members thereof, and the specific purposes for which it is formed are:

A. To promote the health, safety and welfare of animals.

B. To acquire (by gift, purchase or otherwise), own, hold, improve, build upon, operate, maintain, convey, sell, lease, transfer, dedicate for public use or otherwise dispose of real or personal property in connection with the affairs of the Corporation;

C. To have and exercise any and all powers, rights, and privileges which a corporation organized under Chapter 617, Corporations Not for Profit, laws of the State of Florida, by law may now or hereafter have or exercise.

ARTICLE IV

The period of duration of this Corporation shall be perpetual.

ARTICLE V

The name and address of each subscriber is:

Kaaren K. Webb, 1109 Coral Reef Drive, Port St. Lucie,
Florida 34983

Amy Lynn Glasgow, 104500 Overseas Highway, Tamarind Bay
Club, A-302, Key Largo, Florida 33037

Mary Alice Williams, 643 N.W. Grenada, Port St. Lucie,
Florida 34983

ARTICLE VI

The affairs and property of this corporation shall be managed and governed by a Board of Directors composed of not less than three nor more than five persons who need not be members of the Corporation. The first Board of Directors shall have three members, and in the future that number will be determined from time to time in accordance with the provisions of the Bylaws.

The names and addresses of the persons who are to act in the capacity of directors until the selection of their successors are:

Kaaren K. Webb, 1109 Coral Reef Drive, Port St. Lucie,
Florida 34983

Amy Lynn Glasgow, 104500 Overseas Highway, Tamarind Bay
Club, A-302, Key Largo, Florida 33037

Mary Alice Williams, 643 N.W. Grenada, Port St. Lucie,
Florida 34983

ARTICLE VII

The officers of this Corporation shall be a President and a Vice President, who shall at all times be members of the Board of Directors, a Secretary, a Treasurer and such other officers as the Board may from time to time by resolution create. The election of officers shall take place at the first meeting of the Board of Directors which shall follow each annual meeting of the

members. The names of the officers who are to serve until the first election or appointments are:

President: Kaaren K. Webb

Vice President: Amy Lynn Glasgow

Vice President: Mary Alice Williams

Secretary/Treasurer: Amy Lynn Glasgow

Assistant Secretary/Treasurer: Mary Alice Williams

ARTICLE VIII

The By-Laws of the Corporation may be made, altered or rescinded at any annual meeting of the Corporation, or at any special meeting duly called for such purposes, on the affirmative vote of sixty-six and two-thirds percent ($66 \frac{2}{3}\%$) of all the members existing at the time of and present at such meeting except that the initial By-Laws of the Corporation shall be made and adopted by the Board of Directors.

ARTICLE IX

The Corporation may be dissolved with the assent given in writing and signed by the holders of not less than sixty-six and two-thirds percent ($66 \frac{2}{3}\%$) of the total number of eligible votes as provided for in the By-Laws. Upon dissolution of the Corporation, other than incident to a merger or consolidation, the assets of the Corporation shall be dedicated to an appropriate public agency to be used for purposes similar to those for which this Corporation was created.

In the event such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to such similar purposes, or distributed to the members as appurtenances (if real property or any interest therein) to the members' lots, subject to any and all applicable loans. This Article is subject to provisions of Sections 617.1401 through 617.1406 Florida Statutes.

ARTICLE X

Proposals for the alteration, amendment or rescission of these Articles of Incorporation may be made by not less than sixty-six and two-thirds percent ($66 \frac{2}{3}\%$) of the total number of

eligible votes as provided for in the By-Laws. Members may vote in person or by proxy at a special or regular meeting of the members.

IN WITNESS WHEREOF, for the purposes of forming this corporation under the laws of the State of Florida, we the undersigned, constituting the incorporators of this Corporation, have executed these Articles of Incorporation 20 day of July, 1996.

[Signature]
INCORPORATOR

[Signature]
INCORPORATOR

[Signature]
INCORPORATOR

ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for the above stated corporation at the place designated in the foregoing Articles of Incorporation, I, KAAREN K. WEBB, hereby agree to act in that capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated, this 20 day of July, 1996.

[Signature]
KAAREN K. WEBB

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