

*M Dwyer* **1196000004670**

Requestor's Name

*POB 10674*

Address

*Tell* *222 9015*

City/State/Zip Phone #

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-05/28/97--01107--001  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Office Use Only

**CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):**

1. *Huston Animal Shelter, Inc*  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

- ☒ Walk in ☐ Pick up time \_\_\_\_\_ ☐ Certified Copy
- ☐ Mail out ☒ Will wait ☐ Photocopy ☐ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input checked="" type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/ Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

STAMP: MAY 29 AM 11:28

Examiner's Initials	
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AMENDED

ARTICLES OF INCORPORATION OF  
HUSTON ANIMAL SHELTER, INCORPORATED

SECRET  
DIVISION 97  
97 MAY 29 11:11:28

ARTICLE I. NAME AND LOCATION

The name of the corporation is HUSTON ANIMAL SHELTER, INCORPORATED, hereafter referred to as the "Shelter" or "Organization". The address of the initial principal office of the Shelter is: 910 N W Highway 41, Jasper, Florida 32052. The Board of Directors may from time to time redesignate the principal office.

ARTICLE II. PURPOSES

The purpose for which the Organization is organized is to provide shelter and maintenance for lost, displaced and abandoned domesticated animals and to provide a facility for claiming lost animals, placing animals for adoption and for adopting animals. The facility is provided primarily for use by the citizens of Hamilton County, Florida. The Shelter is created to operate exclusively for the purpose of prevention of cruelty to animals, within the meaning of Section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future tax code.

The Organization may do all acts and things requisite, necessary, proper and desirable to carry out and further the purpose for which it is created; and, in general, may have all the rights, privileges and immunities, and enjoy all the benefits of the laws of the State of Florida and the United States of America applicable to corporations of this character including, but not limited to, the powers described in Chapter 617, Florida Statutes.

All of the above and foregoing are to be construed both as objects and powers, and it is

expressly provided that the specific objects and powers enumerated herein shall not be held to limit or restrict in any manner the general powers of the Organization. Each and all of the objects, purposes and powers of the Organization, however, shall be exercised, construed and limited in their application to accomplish the purpose for which the Organization is formed.

#### ARTICLE III. TERM OF EXISTENCE

The term of existence of this corporation shall be perpetual.

#### ARTICLE IV. MEMBERSHIP

This corporation is not organized as a membership organization.

#### ARTICLE V. MANAGEMENT

The affairs of the Shelter shall be managed by a Board consisting of not less than three (3) and not more than nine (9) directors. The number of directors to be seated at any given time shall be provided for in the By-Laws. The officers shall be elected by the Board from among its number. These shall consist of a President, Vice President, Secretary and Treasurer; additional offices may be provided for in the By-Laws.

#### ARTICLE VII. AMENDMENTS

An amendment to these Articles of Incorporation may be made when proposed by any Director, and if approved at any regular or special meeting of Directors by a majority of directors then in office. Not less than fifteen (15) days written notice setting forth the proposed amendment and its purpose shall have been given to all directors by U. S. Mail prior to the

meeting at which the amendment is to be considered, such notice to be addressed to Directors' addresses as shown in the records of the Organization. An amendment to the By-Laws may be made when proposed by a Director, at any regular or special meeting of the Board of Directors, if approved by a majority of directors present, provided that a quorum is present and that the notice requirements provided for amendments to articles of incorporation are met.

#### ARTICLE VIII. OTHER PROVISIONS

In furtherance, but not in limitation, of the powers conferred by statute, the following provisions are made for the regulation of the activities of the Shelter:

1. The Organization shall neither have nor exercise any power, nor shall it engage directly or indirectly in any activity, that would invalidate its status as a corporation which is exempt from Federal income taxation as an organization created for the purpose of prevention of cruelty to animals.

2. No part of the net earnings of the Organization shall inure to the benefit of or be distributable to, any officer, director, or any private person, whether during the period of the Organization's existence, or upon its dissolution, and no such person shall, as such, at any time have or receive, or be entitled to have or receive, any proprietary interest in, or part of, the Organization's property or assets or any pecuniary profit or particular benefit from the Organization; provided, however, that compensation may be paid for any services rendered to, and reimbursement may be made for any expenses incurred on behalf of the Shelter by any officer, director, agent, or employee, or any other person or corporation, pursuant to and upon authorization of the Board of Directors.

3. No substantial part of the activities of the Organization shall include the carrying on of propaganda, or otherwise attempting to influence legislation; and the Organization 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.

4. Notwithstanding any other provision of these Articles of Incorporation, the Organization shall not carry on any activities not permitted to be carried on (a) by a corporation exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code; or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code. References to Code sections shall be construed as references to corresponding provisions of any future tax code.

#### ARTICLE IX. DISPOSITION OF ASSETS UPON DISSOLUTION

In the event of the dissolution of the Organization, all of its assets and property of every nature and description whatsoever remaining after the payment of liabilities and obligations of the Organization, but not including assets held by the Organization under condition requiring return, transfer or conveyance which occurs by reason of the dissolution of the Organization, 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 provision of any future tax code, or shall be distributed 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 in Hamilton County, Florida, to an organization or organizations which are operated exclusively for such exempt purposes. No portion of said assets and property shall enure to the benefit of any officer or director of the Organization or any enterprise organized for profit.

There are no members entitled to vote \*  
(11)

The foregoing was adopted as the continuing Articles of Incorporation of the Huston Animal Shelter, Inc., to replace those Articles of Incorporation filed September 5, 1996, said adoption being the consequence of the requisite vote of Directors, at a meeting timely noticed for such purpose, and held on the 23 day of May, 1997, at Jasper, Hamilton County, Florida.

J. Harrell Reid  
J. Harrell Reid, Secretary

ATTEST:

Michael D. Huston, pres.  
Michael D. Huston, President

\* MICHAEL W DUGGER ATTY.