

N96000005485

FILED STATE  
DIVISION OF CORPORATIONS  
96 OCT 25 PM 12:42

TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Malabar Dunes, Inc.  
(Proposed corporate name - must include suffix)

200001969782  
-10/09/96--01110--012  
\*\*\*122.50 \*\*\*122.50

Enclosed is an original and one (1) copy of the articles of incorporation and a check  
for :

☐ \$70.00  
Filing Fee

☐ \$78.75.  
Filing Fee  
& Certificate

☒ \$122.50  
Filing Fee  
& Certified Copy

☐ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

FROM:

William A. Johnson Esq.  
Name (printed or typed)

6767 N. Wickham Rd, Suite 400F  
Address

Melbourne, FL 32940  
City, State & Zip

407 253-1667  
Daytime Telephone number

959,626,706,671  
n/96-21714

NOTE: Please provide the original and one copy of the articles.

D. BROWN OCT 25 1996



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

October 14, 1996

WILLIAM A. JOHNSON, ESQ.  
6767 N. WICKHAM ROAD  
SUITE 400F  
MELBOURNE, FL 32940

SUBJECT: MALABAR DANES, INC.  
Ref. Number: W96000021714

We have received your document for MALABAR DANES, 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):

Section 617 0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation. A statement making reference to the bylaws is acceptable.

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with a telephone number where you can be reached during working hours.

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) 487-6972.

Doris Brown  
Document Specialist

Letter Number: 096A00046631

**ARTICLES OF INCORPORATION  
OF  
MALABAR DANES, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 OCT 25 PM 12:42

The undersigned subscribers to these articles of incorporation adopt these articles to form a not-for-profit corporation under the Florida Not-For-Profit Corporation Act, F.S. Chapter 617, and other laws of the State of Florida.

**ARTICLE I  
Name**

The name of the corporation is **Malabar Danes, Inc.**

**ARTICLE II  
Principal Office**

The initial principal office and mailing address of this corporation are;

2300 Hall Road  
Malabar, Florida 32950

**ARTICLE III  
Purpose**

The corporation may engage in any activity or business permitted under the laws of the United States and this state pursuant to its purpose of providing for the rescue, rehabilitation and outplacement of distressed Great Dane dogs under the criteria as set forth by the corporation's board of directors.

All the powers of the corporation shall be limited to those authorized by Section 501(c)(3) of the Internal Revenue Code.

- A. The purposes for which the corporation is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code or the corresponding provision of any future United States Internal Revenue law.
- B. Notwithstanding any other provisions of these articles, this corporation shall not carry on any activities not permitted to be carried on by an organization exempt from

federal income tax under Section 501(c)(3) of the Internal Revenue Code or any future United States Internal Revenue law.

- C Upon the dissolution of the corporation, the corporate assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or any future United States Internal Revenue law or shall be distributed to such federal, 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 of the county in which the principal office of the corporation is then located exclusively for such purposes.

#### **ARTICLE IV**

##### **Terms of Existence**

The corporation shall have perpetual existence starting on the date these articles of incorporation are filed with the Florida Department of State.

#### **ARTICLE V**

##### **Membership**

The corporate members shall be the officers and directors of the corporation.

#### **ARTICLE VI**

##### **Registered Office and Agent**

The name and address of the initial registered office of this corporation is:

William A. Johnson  
6767 N. Wickham Rd., Suite 400F  
Melbourne, Florida 32940

#### **ARTICLE VII**

##### **Board of Directors**

The business of the corporation shall be managed by its board of directors elected in accordance with the corporation's bylaws. The initial board of directors shall consist of three directors and shall never be fewer than three directors. The name and address of the members of the first board of directors are:

P. Georgia Randall  
2300 Hall Road  
Malabar, FL 32950

Gary Gardner  
2300 Hall Road  
Malabar, FL 32950

Angie Whipp  
2300 Hall Road  
Malabar, FL 32950

#### **ARTICLE VIII Officers**

The corporate officers shall consist of a President, Vice President and Secretary/Treasurer duly elected in accordance with the corporation's bylaws. The name and address of the initial officers of the corporation, who will hold office until their successors are duly elected and qualified are:

|                    |                                       |                                     |
|--------------------|---------------------------------------|-------------------------------------|
| P. Georgia Randall | President                             | 2300 Hall Road<br>Malabar, FL 32950 |
| Angie Whipp        | Secretary/Treasurer<br>Vice President | 2300 Hall Road<br>Malabar, FL 32950 |

#### **ARTICLE IX Subscribers**

The name and address of the persons signing these articles of incorporation as a subscribers are:

|                    |                                     |
|--------------------|-------------------------------------|
| P. Georgia Randall | 2300 Hall Road<br>Malabar, FL 32950 |
| Gary Gardner       | 2300 Hall Road<br>Malabar, FL 32950 |

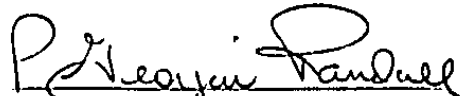
#### **ARTICLE X Amendment**

The corporation reserves the right to amend or repeal any provisions in these articles of incorporation in the manner provided by law.

ARTICLE XI  
Dissolution

Upon dissolution of this corporation, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which shall then be qualified for exemption under Section 501(c)(3) of the Internal Revenue Code, or to the federal, state, or local government for a public purpose, and none of the assets shall be distributed to any member, officer, or director of the corporation.

IN WITNESS WHEREOF, the undersigned subscriber executed these articles of incorporation on 10/4/96.

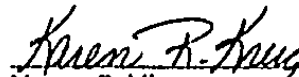
  
P. GEORGIA RANDALL

STATE OF FLORIDA  
COUNTY OF BREVARD

The foregoing articles of incorporation were acknowledged before me on OCTOBER 4, 1996 by P. Georgia Randall.




KAREN R. KRUG  
My Commission CCB64980  
Expires Dec. 04, 1998

  
Notary Public  
My Commission Expires:  
(Seal)

IN WITNESS WHEREOF, the undersigned subscriber executed these articles of incorporation on OCTOBER 3, 1996.

STATE OF FLORIDA  
COUNTY OF BREVARD

  
GARY GARDNER

The foregoing articles of incorporation were acknowledged before me on OCTOBER 3, 1996 by Gary Gardner.



KAREN R. KRUG  
My Commission CCB64980  
Expires Dec. 04, 1998

  
Notary Public  
My Commission Expires:

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
96 OCT 25 PM 12:43

### ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

I having been named to accept service of process for the above named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

William C. Johnson  
RESIDENT AGENT

STATE OF FLORIDA                     )  
  ) ss  
COUNTY OF BREVARD                )

BEFORE ME, a Notary Public authorized to take acknowledgments in the state and county set forth above, personally appeared WILLIAM A. JOHNSON, known to me personally and to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the above acceptance of designation as resident agent.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and county aforesaid, this 7<sup>th</sup> day of OCTOBER, 1996.

Karen R. Krug  
SIGNATURE OF NOTARY PUBLIC



KAREN R. KRUG  
My Commission CC604900  
Expires Dec. 04, 1998

KAREN R. KRUG  
Typed Name of Notary  
Address: 6767 N. WICKHAM ROAD #400  
MELBOURNE FL 32940

My commission expires: