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ACADEMY OF FLORIDA  
TRIAL LAWYERS

ASSOCIATION OF TRIAL  
LAWYERS OF AMERICA

N97000007104

December 7, 1997

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

600002378886--6  
-12/22/97--01046--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Re: Project Pet of Florida, Inc.  
A Not for Profit Corporation

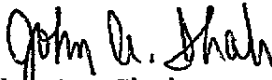
Dear Clerk:

Enclosed is the original and one copy of the Articles of Incorporation for Project Pet of Florida, Inc. along with a check in the amount of \$70.00 for filing fee and designation of resident agent.

Please return the certified copy with the filing date stamped on it to this office.

Thank you for your assistance in this matter.

Sincerely,

  
John A. Shahan

/sg

Encls.

FILED  
97 DEC 22 AM 7:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

9712-23-97

ARTICLES OF INCORPORATION  
OF  
PROJECT PET OF FLORIDA, INC.  
A FLORIDA NONPROFIT CORPORATION

FILED  
97 DEC 22 AM 7:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE 1. NAME

The name of the Corporation is PROJECT PET OF FLORIDA, INC., a Florida Nonprofit Corporation and its principal place of business shall be 522 E. Lemon Street, Tarpon Springs, FL 34689.

ARTICLE 2. DURATION

The duration of the Corporation is perpetual.

ARTICLE 3. PURPOSES

A. This corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purposes of this corporation are to promote the well being of community members by providing emergency shelter during natural disasters, hurricanes, flooding as necessary for their dogs; to care for hardship cases of abandoned, neglected and/or abused dogs; to rehabilitate abused dogs for introduction back into society; to make available for adoption certain dogs that are properly trained and/or rehabilitated with individual follow-up to assure dogs are being cared for appropriately before adoption is finalized; to provide educational and instructional programs for the general public, schools, day care facilities, camps and institutions for disabled,

terminally ill or handicapped in any way adhering to any guidelines set forth by the Americans With Disabilities Act.

B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations.

C. Provided, however, that the Corporation shall not engage in any action which is not permitted to be carried on by nonprofit corporations under the provisions of chapter 617 of the Florida Statutes or under any provision pertaining to corporations exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Code. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, or officers; but the Corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purposes.

#### ARTICLE 4. MEMBERS

The Corporation shall have Voting Members, who shall be elected (and may be removed) by the Voting Members, and who shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Member is as follows:

<u>Name</u>	<u>Address</u>
Robert L. Hoffman	522 E. Lemon Street Tarpon Springs, FL 34689
Joann Hoffman	522 E. Lemon Street Tarpon Springs, FL 34689

#### ARTICLE 5. INITIAL REGISTERED AGENT AND OFFICE

The initial registered agent is Robert Hoffman and the initial registered office is 522 E. Lemon Street, Tarpon Springs, FL 34689.

#### ARTICLE 6. INITIAL BOARD OF DIRECTORS

The initial Board of Directors shall have three (3) members whose names and addresses are:

<u>Name</u>	<u>Address</u>
Robert L. Hoffman	522 E. Lemon Street Tarpon Springs, FL 34689
Joann Hoffman	522 E. Lemon Street Tarpon Springs, FL 34689
Sylvia Bierchen	2226 Glenmoor Road South Clearwater, FL 33764

The number of directors may be raised or lowered by amendment of the bylaws but shall in no case be less than three. The method of election or appointment of directors shall be stated in the Bylaws.

#### ARTICLE 7. OFFICERS

The officers of the Corporation shall consist of a President, Secretary and Treasurer. Other officers may be provided for in the Bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in

such manner as may be prescribed by the Bylaws. The name and address of each initial officer of the Corporation is as follows:

<u>Title</u>	<u>Name</u>	<u>Address</u>
President	Robert L. Hoffman	522 E. Lemon Street Tarpon Springs, FL 34689
Secretary	Joann Hoffman	522 E. Lemon Street Tarpon Springs, FL 34689
Treasurer	Joann Hoffman	522 E. Lemon Street Tarpon Springs, FL 34689

ARTICLE 8. INCORPORATOR

The name and address of the incorporator of this Corporation is:

<u>Name</u>	<u>Address</u>
Robert L. Hoffman	522 E. Lemon Street Tarpon Springs, FL 34689

ARTICLE 9. NONSTOCK BASIS

The Corporation is organized and shall be operated on a nonstock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type of class of stock, but may issue membership certificates if so provided in the bylaws.

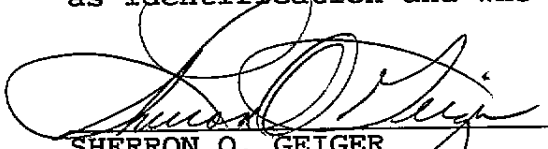
IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 17<sup>th</sup> day of December 1997.

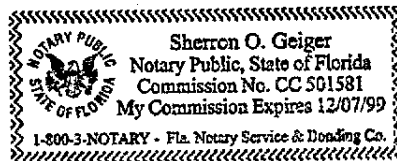
  
ROBERT L. HOFFMAN  
Incorporator

STATE OF FLORIDA :

COUNTY OF PINELLAS:

The foregoing Articles of Incorporation were acknowledged before me this 17<sup>th</sup> day of December 1997 by ROBERT L. HOFFMAN, who is personally known to me or has produced \_\_\_\_\_ as identification and who did take an oath.

  
SHERRON O. GEIGER  
Notary Public, State of Florida  
Commission No.: CC 501581  
My Commission Expires: 12/07/99



CERTIFICATE DESIGNATING PLACE OF BUSINESS OR  
DOMICILE FOR THE SERVICE OF PROCESS WITHIN THE STATE  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 617.0501 of the Florida Statutes, the following is submitted in compliance with such Act:

That PROJECT PET OF FLORIDA, INC., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in the City of Tarpon Springs, County of Pinellas, State of Florida, has named Robert L. Hoffman of 522 E. Lemon Street, Tarpon Springs, FL 34689, as its agent to accept service of process within this State.

Having been named to accept service of process for the above Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.

Robert L. Hoffman  
ROBERT L. HOFFMAN

FILED  
97 DEC 22 AM 7:55  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA