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TO: DIVISION OF CORPORATIONS

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FROM: EMPIRE CORPORATE KIT COMPANY
CONTACT: RAY STORMONT
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NAME: PET EDUCATION AND THERAPY, INC.

AUDIT NUMBER.....H98000010341

DOC TYPE.....FLORIDA PROFIT CORPORATION OR P.A.

CERT. OF STATUS..0

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

June 3, 1998

EMPIRE

SUBJECT: PET EDUCATION AND THERAPY, INC.
REF: W98000012674

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

The person designated as incorporator in the document and the person signing as incorporator must be the same.

If you have any further questions concerning your document, please call (850) 487-6931.

Becky McKnight
Document Specialist

FAX Aud. #: H98000010341
Letter Number: 698A00031246

595-6719

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**ARTICLES OF INCORPORATION OF
PET EDUCATION AND THERAPY, INC.**

I, the undersigned, for the purpose of forming a non-profit corporation in accordance with the laws of the State of Florida acknowledge and file these Articles of Incorporation, in the Office of the Secretary of State of Florida.

ARTICLE I--NAME

The name of this corporation shall be Pet Education and Therapy, Inc.

ARTICLE II--DURATION

The corporation shall have a perpetual existence.

ARTICLE III--PURPOSE

The general objectives of this Corporation shall be:

1. To provide pet therapy and animal related activities to enhance the functioning of children and adults.
2. To provide instruction in animal related activities through workshops and clinics.
3. To teach care and maintenance of horses, dogs and cats through experiential learning.
4. Any other legitimate business activity in the State of Florida or internationally that is consistent with, connected to or related in any way with said purpose.

ARTICLE IV--BOARD OF DIRECTORS

The Board of Directors will consist of

PRESIDENT Melinda Scott
16225 S.W. 172 Ave.
Miami, Florida 33187

VICE-PRESIDENT Debbie Parent
9990 Old Cutler Rd.
Miami, Florida 33156

SECRETARY Randall Scott
16225 S.W. 172 Ave.
Miami, Florida 33187

TREASURER Douglas Parent
9990 Old Cutler Rd.
Miami, Florida 33156

Prepared by: Beth Davis-Wellington, Esq. FB#0326127
P.O. Box 83-1325
Miami, Fl. 33283-1325
(305)273-0101

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BOARD MEMBER
AT LARGE

Kathy Parker
18940 S.W. 240 St.
Homestead, Florida 33030

ARTICLE V--DUTIES AND POWERS OF BOARD OF DIRECTORS, ELECTIONS

The Board shall have all of the duties and powers provided by Florida Statutes. They shall be elected in the manner provided in the By-Laws.

ARTICLE VI--SUBSCRIBER

The name and address of the subscriber to these Articles are:

Name	Address
Beth Davis-Wellington, Esq.	6619 S.W. 116 th Pl. Suite D, Miami, Florida 33173

ARTICLE VII--OFFICERS

The officers of this corporation shall be the President and the Secretary and they shall have all of the duties and powers provided by the Florida Statutes.

ARTICLE VIII-INDEMNIFICATION

Every director and every officer of the Corporation shall be indemnified by the Corporation against all expenses and liabilities including attorney's fees in connection with any proceeding or any settlement thereof to which the Director or Officer may be a party, or in which the Director or Officer may have become involved by reason of the Director or Officer being or having been a Director or Officer at the time such expenses are incurred, except in such cases wherein the Director or Officer is adjudged guilty of willful misfeasance or malfeasance in the performance of the Director's or Officer's duty; provided that in the event of a settlement, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interest of the corporation. The foregoing right of indemnification shall be in addition to all of the rights to which such Directors or Officer may be entitled.

ARTICLE IX-PRINCIPAL OFFICE AND ADDRESS

The principal office of the Corporation shall be at 16225 S.W. 172 Ave. Miami Florida 33187 or at such other place within the State of Florida as may be subsequently designated by the Board of Directors.

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ARTICLE X

The initial registered office is at 16225 S.W. 172 Ave. Miami, Florida. The initial registered agent shall be Melinda Scott.

ARTICLE XI-AMENDMENTS

These Articles of Incorporation may be amended in the manner provided by Law. Every amendment shall be adopted by the Board of Directors, either by majority vote at a meeting, or in any other means designated by the By-Laws.

ARTICLE XII-MERGER OR REORGANIZATION

The organization may merge or consolidate with any other nonprofit charitable corporation in accordance with the laws of the state of states under which the laws of the which the parties to the merger were organized. The Board of Directors of the organization may reorganize the organization into one or more divisions in order to separate distinct functions and operations of the organization or for any other reasons deemed appropriate by the Board of Directors.

ARTICLE XIII-DISSOLUTION

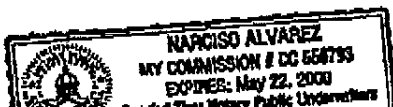
This organization may be dissolved by the affirmative vote of two thirds of the Board of Directors at a meeting called for the purpose. Upon dissolution, after paying all liabilities or making provisions for the payment of all liabilities of the organization, the balance of the assets, if any, shall be transferred to another non-profit organization designated by the Board of Directors and which is qualified as a charitable organization under paragraph 501(c)(3) of the Internal Revenue Code of 1954, as amended from time to time.


BETH DAVIS-WELLINGTON

STATE OF FLORIDA)
COUNTY OF MIAMI-DADE) ss

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and county named above to take acknowledgments, appeared BETH DAVIS-WELLINGTON who produced FL Dr. Lic. N452 06451 as identification, who executed the foregoing ARTICLES OF INCORPORATION, and acknowledged before me that she subscribed the same.

WITNESS my hand and official seal, in the County of Miami Dade, State of Florida, on this 30th day of MAY 1998.




Notary Public State of Florida At Large

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I hereby accept the designation of Registered Agent as set forth in these Articles of
Incorporation.

Melinda Scott
Melinda Scott

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