



N98000004774

ACCOUNT NO. : 072100000032

REFERENCE : 931651 81093A

AUTHORIZATION : Patricia Piguet

COST LIMIT : \$ 122.50

ORDER DATE : August 18, 1998

ORDER TIME : 1:21 PM

ORDER NO. : 931651-005

CUSTOMER NO: 81093A

CUSTOMER: Mr. Craig R. Hersch
SHEPPARD BRETT STEWART &
HERSCH, P.A.
2121 West First Street
P. O. Drawer 400
Ft. Myers, FL 33901

DOMESTIC FILING

NAME: AFFORDABLE SPAY/NEUTER OF LEE
COUNTY, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

100002619091--7

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Christopher Smith

EXAMINER'S INITIALS:

703
W98-18905

ca
8/19/98

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 18 PM 1:47
RECEIVED
98 AUG 18 PM 1:58
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 18 PM 1:47

August 18, 1998

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: AFFORDABLE SPAY/NEUTER OF LEE COUNTY, INC.
Ref. Number: W98000018905

We have received your document for AFFORDABLE SPAY/NEUTER OF LEE COUNTY, INC. and the authorization to debit your account in the amount of \$122.50. However, the document has not been filed and is being returned for the following:

Article VI states there will be six director(s), whereas three is/are listed.

Please return the original and one copy of 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 (850) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 098A00042931

RESUBMIT

Please give original
submission date as file date.

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DIVISION OF CORPORATIONS
98 AUG 18 PM 1:47

CERTIFICATE OF INCORPORATION

OF

AFFORDABLE SPAY/NEUTER OF LEE COUNTY, INC.
A Not-for-Profit Organization

THE UNDERSIGNED, being a natural person of lawful age, acting as incorporator of a Corporation Not-for-Profit under the Florida Not-For-Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation for such Corporation:

ARTICLE I

Name

The name of the Corporation is AFFORDABLE SPAY/NEUTER OF LEE COUNTY, INC.

ARTICLE II

Duration

The Corporation shall have perpetual duration.

ARTICLE III

Purpose

The Corporation is a not-for-profit Corporation. The specific and primary purposes for which this Corporation are formed are to operate for the advancement of religious, scientific, educational, or other charitable purposes as defined under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (hereinafter "the Code").

The general purposes for which this Corporation is formed are to operate exclusively for such religious, scientific, educational or other charitable purposes as will qualify this Corporation as an exempt organization under 501(c)(3) by the distribution of its funds to organizations that are qualified as tax-exempt under the Code.

ARTICLE IV Organization

The Corporation is organized upon a non-stock basis. The authorized number and qualifications of the members of the Corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights, privileges and obligations of members, if any, shall be as regulated in the By-Laws.

ARTICLE V Principal and Registered Office

The principal office and initial registered office of the Corporation is: 7839 Eagles Flight Lane, Ft. Myers, FL 33912. The name of the Corporation's initial registered agent at such street address is: THERESA DESILETS INK.

ARTICLE VI Board of Directors

The powers of this Corporation shall be exercised, its property controlled, and its affairs conducted by a Board of Directors. The number of Directors of the Corporation initially shall be three. In no event shall the Board have less than three (3) Directors. The number of Directors may be changed by a By-Law duly

adopted pursuant to the By-Laws of this Corporation The initial Directors for the first year of corporate existence, and their residential addresses are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Theresa Desilets Ink	President/ Director	7839 Eagles Flight Lane Fort Myers, FL 33912
James M. Ink	Secretary/Treas. Director	7839 Eagles Flight Lane Fort Myers, FL 33912
Jane B. Gold	Vice Pres./ Director	7823 Eagles Flight Lane Fort Myers, FL 33912

ARTICLE VII
Incorporators

The name and address of the incorporator are:

<u>NAME</u>	<u>ADDRESS</u>
Theresa Desilets Ink	7839 Eagles Flight Lane Fort Myers, FL 33912

ARTICLE VIII
Officers

The Board of Directors shall elect the following officers: President, Vice President, and Secretary/Treasurer; and such other officers as the By-Laws of this Corporation may authorize the Directors to elect from time to time.

ARTICLE IX
Corporate Action

Subject to the limitations contained in the By-Laws and any limitations set forth in the Not-For-Profit Corporation Act of Florida, concerning corporate action that must be authorized or approved by the members of the Corporation, the By-

Laws of the Corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a Resolution of the Board of Directors or by following the procedure set forth therefor in the By-Laws.

ARTICLE X
Prohibitions

The property of this Corporation is dedicated to charitable purposes and no part of the net income or assets of this Corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual. The Corporation shall be authorized and empowered to pay reasonable compensation for services rendered so long as said Corporation does not violate Section 4941 of the Code relating to "self dealing", or any other applicable provision of the Code which would disqualify said Corporation as a tax exempt entity.

The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code, or corresponding provisions of any subsequent Federal Tax Laws, rulings or regulations.

The Corporation shall not engage in any act or self dealing as defined in Section 4941(d) of the Code or corresponding provisions of any subsequent Federal Tax Laws, rulings or regulations.

The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Code, or corresponding provisions of any subsequent Federal Tax Laws, rulings or regulations.

The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Code, or corresponding provisions of any subsequent Federal Tax laws, rulings or regulations.

The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Code, or corresponding provisions of any subsequent Federal Tax Laws, rulings or regulations.

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activity not permitted to be carried on (a) by a Corporation exempt from Federal Income Tax under Section 501(c)(3) of the Code, or corresponding provisions of any subsequent Federal Tax Laws, rulings or regulations, or (b) by a Corporation, contributions to which are deductible under Section 170(c)(2) of the Code, or corresponding provisions of any subsequent Federal Tax Laws, rulings or regulations.

ARTICLE XI

No Influence of Elections or Legislation

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

ARTICLE XII

Dissolution

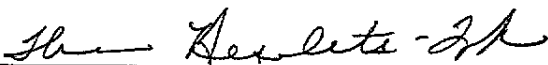
Upon dissolution of the Corporation, the assets shall be distributed for one or more exempt purposes within the meaning of 501(c)(3) of the Code, or

corresponding Section of any future Federal Tax Code, or shall be distributed to the federal, state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas, of the County in which the principal office of the Corporation is then located, exclusively for such purposes.

ARTICLE XIII
Amendment

Amendments to these Articles of Incorporation may be proposed by a Resolution adopted by the Board of Directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two-thirds (2/3rds) of a quorum of members of the Corporation.

I, the undersigned, being the Incorporator of this Corporation, for the purpose of forming this Not-for-Profit Charitable Corporation under the laws of Florida, have executed these Articles as of this 12th day of August, 1998



THERESA DESILETS INK

STATE OF FLORIDA

COUNTY OF LEE

Execution of the foregoing instrument was acknowledged before me this 12th
day of August, 1998, by THERESA DESILETS INK who is (F)
personally known to me or who () produced _____ as
identification.

Sonia L. Luxenberger
Signature of Notary Public

SONIA L. LUXENBERGER

Printed Name of Notary Public

(SEAL)

Comm. No:

Comm. Exp. Date:



SONIA L. LUXENBERGER
MY COMMISSION # CC437992 EXPIRES
April 15, 1999
BONDED THRU TROY FAIR INSURANCE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 AUG 18 PM 1:47

RESIDENT AGENT ACCEPTANCE

I, THERESA DESILETS INK, located at 7839 Eagles Flight Lane, Fort Myers, FL 33912, having been named to accept service of process for AFFORDABLE SPAY/NEUTER OF LEE COUNTY, INC., hereby agree to act in this capacity, and I further agree to comply with the provisions of all Statutes relative to the proper and complete performance of my duties.

Theresa Desilets - Ink
THERESA DESILETS INK

Dated: *Aug 18, 1998*