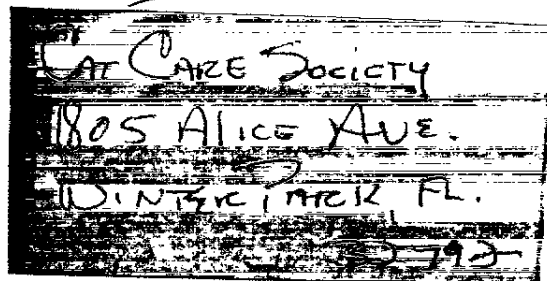


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*****78.75 *****78.75

Enclosed is a money Order for
\$ 78.75 for one certified Copy

Thank
you



FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
98 DEC 21 PM 12:54

W98-27045
00513

December 17, 1998

Florida Department OF State
Division Of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

Subject: CAT CARE SOCIETY OF ORLANDO, INC.
Ref. Number; W98000027045

Enclosed, please find the corrected documents you requested. The word Incorporated was left out by mistake.

My daytime telephone number is (407) 677-0607. The address is 1805 Alice Ave,
Winter Park Florida, 32792.

An original plus one copy has been enclosed

Thank You,

A handwritten signature in cursive script, reading "Carol A. Kacey".

Carol A. Kacey
President
Cat Care Society of Orlando, Inc.



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 3, 1998

CAROL ANN KACEY
1805 ALICE AVENUE
WINTER PARK, FL 32792

SUBJECT: CAT CARE SOCIETY OF ORLANDO
Ref. Number: W98000027045

We have received your document for CAT CARE SOCIETY OF ORLANDO and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The name of the corporation must contain a corporate suffix. This suffix may be: CORPORATION, CORP., INCORPORATED, or INC. Sections 617.0401(1)(a) and 617.1506(1), Florida Statutes, prohibits the use of the word COMPANY or CO. in the name of a non-profit corporation.

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

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) 487-6925.

Barbara Brock
Document Specialist

Letter Number: 498A00057281

ARTICLES OF INCORPORATION
OF
CAT CARE SOCIETY OF ORLANDO INC.
A FLORIDA NONPROFIT CORPORATION

98 DEC 21 PM 12:54

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

Article 1. Name. The name of the Corporation is: Cat Care Society of Orlando, INC.

Article 2. Duration. The duration of the Corporation is perpetual.

Article 4. Purpose. The purpose of the Corporation is as follows:

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 purpose of this corporation is as follows.

1. To sponsor educational programs that promote responsible pet ownership and humane treatment of all animals and reduce animal overpopulation.

2. To shelter cats in a cage free, healthy environment and provide compatible and responsible adoptions.

3. To provide community outreach programs improving the quality of life for cats and people.

4. To provide a free spay/neuter clinic for those members of our community who can't afford the procedure.

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 Internal Revenue Code and no part of the net earnings of the Corporation shall enure to the benefit of or be distributable to its members, directors, or officers; but the Corporation shall be authorized and empowered to 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 two (2) classes of Non-Voting Membership classifications, one to be designated as Active Member and the other as Associate Member. Those members will have such rights and privileges as set forth in the Bylaws.

Article 5. Initial Registered Agent and Office. The Initial Registered Agent is Carol Anne Kacey, and the initial registered office 1805 Alice Ave., Winter Park, Florida 32792

Article 6. Initial Board of Directors. The initial Board of Directors shall have 4 members whose names and addresses are:

<u>Name</u>	<u>Address</u>
<u>Doris Armstrong</u>	<u>7426 Radiant Circle, Orlando, Florida</u>
<u>June Smith</u>	<u>514 Dunblane Dr. Winter Park, Florida</u>
<u>Carol Kacey</u>	<u>1805 Alice Ave. Winter Park, Florida</u>
<u>Chris Plaisted</u>	<u>1805 Alice Ave. Winter Park, Florida</u>

The Bylaws shall provide the method of election of all Directors, and the number of Directors may be raised or lowered by amendment of the bylaws but shall in no case be less than three.

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 be removed by the Board of Directors) at such time and in such manner as may be prescribed by these 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	Carol Anne Kacey	1805 Alice Ave., Winter Park, FL 32792
Vice President	Christopher Plaisted	1805 Alice Ave., Winter Park, FL 32792
Secretary	June Smith	514 Dunblane Dr., Winter Park, FL 32792
Treasurer	Doris Armstrong	7426 Radiant Cir., Orlando, FL 32810

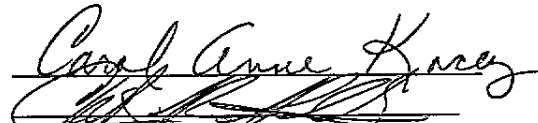
Article 8. Incorporators. The Names and addresses of the Incorporator of this corporation are:

<u>Name</u>	<u>Address</u>
Carol Anne Kacey	1805 Alice Ave., Winter Park, FL 32792
Christopher Plaisted	1805 Alice Ave., Winter Park, FL 32792

Article 9. Nonstock Basis. The corporation is organized and (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 or class of stock, but may issue membership certificates if so provided in the Bylaws.

Article 10. Corporate Address. The street address of the Corporation's initial principal office is; 1805 Alice Ave. Winter Park, Florida 32792; The Corporations registered agent and mailing address is; June Smith 514 Dunblane Dr., Winter Park Fl, 32792

In WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this day of 19, November, 1998


(Signature of Incorporators)

Acknowledged before me on Nov. 19, 1998, by Christopher R. Plaisted, who produced as identification Driver's license, and who executed the foregoing Articles of Incorporation, and acknowledged to and before me that he/she executed said instrument for the purposes therein expressed.

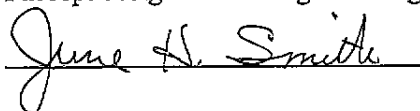


Catherine J. Fulton
MY COMMISSION # CC553204 EXPIRES
August 26, 2000
BONDED THRU TROY FAIR INSURANCE, INC.


NOTARY PUBLIC-STATE OF FLORIDA

Name Catherine J. Fulton
Comm. No. _____
My Commission Expires _____

I accept designation as registered agent:



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DIVISION OF CORPORATIONS
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