

Florida Department of State  
Division of Corporations  
Electronic Filing Cover Sheet

**Note:** Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H14000234901 3)))



H140002349013ABCY

**Note:** DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To: Division of Corporations  
Fax Number : (850)617-6300

From: Account Name : CARLTON FIELDS  
Account Number : 076077000355  
Phone : (813)323-7000  
Fax Number : (813)323-4113

FILED  
14 OCT -7 AM 10:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**\*\*Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.\*\***

Email Address: bvoiland@frankies friends.com

RECEIVED  
14 OCT -7 AM 11:24  
FLORIDA DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

COR AMND/RESTATE/CORRECT OR O/D RESIGN  
FRANKIE'S FRIENDS, INC.

Certificate of Status	0
Certified Copy	1
Page Count	01
Estimated Charge	\$43.75

Electronic Filing Menu

Corporate Filing Menu

Help

CRM  
10-8-14

FILED  
14 OCT -7 AM 10:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
FRANKIE'S FRIENDS, INC.

Doc #: N99000003615

These Amended and Restated Articles of Incorporation of Frankie's Friends, Inc., a Florida not for profit corporation (the "Corporation"), dated as of September 24, 2014, are being duly executed and filed by Jamilou Rosenkrans, its President, to amend and restate the Corporation's original articles of incorporation, which were filed on June 11, 1999, and amended on December 15, 2003 and June 30, 2008. These Amended and Restated Articles of Incorporation were duly executed and are being filed in accordance with Section 617.1007 of the Florida Not For Profit Corporation Act.

ARTICLE I

Name and Address

The name of this Corporation is: Frankie's Friends, Inc. The principal office and mailing address of this Corporation are: 2950 Busch Lake Boulevard, Tampa FL 33614.

ARTICLE II

Term of Existence

The date when corporate existence shall commence shall be the date of the filing of the original articles of incorporation by the office of the Florida Department of State and the Corporation shall have perpetual existence thereafter.

ARTICLE III

Purpose

The Corporation is organized and shall be operated exclusively for educational, scientific, and charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code, including, but not limited to:

- (a) saving and improving the lives of pets by providing grants that assist with life-saving or life-enhancing emergency or specialty care for pets whose families cannot afford the full cost of treatment;
- (b) supporting the care of certified working dogs as well as the medical rehabilitation of wildlife;
- (c) educating the pet-owning public about the importance of specialty and emergency care treatment options for pets; and

(d) providing funding for scientific and clinical studies that advance the body of knowledge to improve the provision of care for pets.

The Corporation shall have all powers now or hereafter granted by law, and in addition thereto shall have all powers lawfully necessary or required to carry out its purposes and objects. All of the assets or earnings shall be used exclusively for the purposes hereinabove set out, including payment of expenses incidental thereto. No part of the net earnings shall inure to the benefit of any individual, and no part of its activities shall be for the carrying on of propaganda or otherwise attempting to influence legislation.

**ARTICLE IV**  
**Members**

The sole members shall be individuals who are serving, at any relevant time, as the members of the board of directors of the Corporation.

**ARTICLE V**  
**Registered Office and Agent**

The street address of the registered office of the Corporation is 2950 Busch Lake Boulevard, Tampa, FL 33614, and the name of its registered agent at such address is Darryl Shaw.

**ARTICLE VI**  
**Directors**

The number of directors may be increased or decreased from time to time and their election and appointment shall be as specified in the bylaws of the Corporation, provided that the Corporation shall always have at least three (3) directors.

**ARTICLE VII**  
**Bylaws**

The power to adopt, alter, amend, or repeal bylaws shall be vested in the board of directors of the Corporation.

**ARTICLE VIII**  
**Amendment**

These articles of incorporation may be amended in the manner provided by law.

FILED  
14 OCT -7 AM 10:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE IX**  
**Indemnification**

The Corporation shall indemnify to the full extent permitted by law any person who is made, or is threatened to be made, a party to any action suit or proceeding (whether civil, criminal, administrative or investigative) by reason of the fact that he or she is or was a director or officer of the Corporation.

**ARTICLE X**  
**Dissolution**

Upon a dissolution of the Corporation, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, as amended, or corresponding sections of any prior or future law, or to the federal, state, or local government for exclusive public purpose.

**ARTICLE XI**  
**Limitations**

**Section 1. Legislative and Political Activity.** No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publishing or distributing of statements in connection with) any political campaign on behalf of or in opposition to any candidate for public office.

**Section 2. Property.** The property, assets, profits, and net income of the Corporation are dedicated irrevocably to the purposes set forth herein. No part of the Corporation's profits or net earnings shall inure to the benefit of its directors, officers, members, or to the benefit of any private individual.

## CERTIFICATE

Pursuant to Section 617.1007 of the Florida Statutes, the undersigned certifies that these Amended and Restated Articles of Incorporation of Frankie's Friends, Inc. (1) were approved by the directors on September 2, 2014, and the directors are the sole members of the Corporation, and (2) the number of votes cast by the directors for such amendments was sufficient for approval.

Dated this 24 day of September, 2014.

Frankie's Friends, Inc.

By: 

Name: Jamilou Rosenkrans

Title: President

FILED  
14 OCT - 7 AM 10:36  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA