

CCRS  
103 N. MERIDIAN STREET, LOWER LEVEL  
TALLAHASSEE, FL 32301  
222-1173

**N99000007057**

FILING COVER SHEET  
ACCT. #FCA-14

800003058888--5  
-12/02/99--01038--021  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

CONTACT: CINDY HICKS

DATE: 12-2-99

REF. #: 0163.9379

CORP. NAME: Walter Turken Foundation For  
Stray Dog Training and  
Adoption, Inc

- ARTICLES OF INCORPORATION     ARTICLES OF AMENDMENT     ARTICLES OF DISSOLUTION
- ANNUAL REPORT     TRADEMARK/SERVICE MARK     FICTITIOUS NAME
- FOREIGN QUALIFICATION     LIMITED PARTNERSHIP     LIMITED LIABILITY
- REINSTATEMENT     MERGER     WITHDRAWAL
- CERTIFICATE OF CANCELLATION     UCC-1     UCC-3
- OTHER: \_\_\_\_\_

STATE FEES PREPAID WITH CHECK# 16167 FOR \$ 78.75

AUTHORIZATION FOR ACCOUNT IF TO BE DEBITED:

COST LIMIT: \$ \_\_\_\_\_

RECEIVED  
 99 DEC 99 DEC -2 PM 12:17  
 SECRETARY OF STATE  
 TALLAHASSEE, FLORIDA

PLEASE RETURN:

- CERTIFIED COPY     CERTIFICATE OF GOOD STANDING     PLAIN STAMPED COPY
- CERTIFICATE OF STATUS

Examiner's Initials \_\_\_\_\_

T. SMITH DEC 02 1999

**ARTICLES OF INCORPORATION  
OF  
WALTER TURKEN FOUNDATION FOR STRAY DOG TRAINING  
AND ADOPTION, INC.,  
A CORPORATION NOT-FOR-PROFIT**

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99 DEC -2 PM 12:45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLE I

Name and Address

The name of this non-profit corporation shall be the WALTER TURKEN FOUNDATION FOR STRAY DOG TRAINING AND ADOPTION, INC., a corporation not-for-profit ("Foundation"), and its address shall be 67 Eighth Avenue, Naples, Florida 33940.

ARTICLE II

Nature of Business

The purposes for which this Foundation is organized and to be operated shall be exclusively for those purposes described in Section 501(c)(3) of the Internal Revenue Code, including charitable, scientific, educational or prevention of cruelty to animal purposes and specifically including the education and training of volunteers for the implementation of a stray and abandoned dog training and obedience program conducted in connection with charitable humane society operations with the intention of making stray and abandoned impounded dogs more adoptable by families or third parties, thereby increasing the number of adopted dogs and reducing the number of dogs whose lives are terminated ("charitable purposes").

ARTICLE III

Powers

In carrying out such charitable purposes, this Foundation shall have all of the powers and authorities granted by statute and law, including the power and authority to accept gifts, devises and other contributions for charitable purposes, to hold and administer the funds and properties received and to expend, contribute and otherwise dispose of funds or properties for charitable

purposes either directly or by contribution to other organizations organized and operated exclusively for charitable purposes including, if approved by the Board of Trustees of the Foundation, the supplemental funding of a program established by Walter Turken with the Humane Society of Collier County, Inc. for the training and adoption of stray and abandoned dogs; provided, however, said powers and authorities shall be exercised only in furtherance of charitable purposes.

#### ARTICLE IV

##### Initial Funding

Walter Turken shall initially fund the Foundation with the sum of One Hundred and Fifty Thousand Dollars (\$150,000.00) for utilization by the Board of Trustees to accomplish the charitable purposes as described herein.

#### ARTICLE V

##### Membership

The membership of this Foundation shall be limited to the Board of Trustees and such other persons as from time to time may become members as set forth in the Bylaws.

#### ARTICLE VI

##### Term of Existence

This Foundation shall exist perpetually commencing November 30, 1999.

#### ARTICLE VII

##### Board of Trustees and Officers

The affairs of this Foundation shall be managed by the Board of Trustees and, subject to the control of said Board, by the officers of this Foundation. The officers of this Foundation shall be a President, a Secretary and a Treasurer. In addition, the Board of Trustees may elect or appoint one or more other Vice Presidents and one or more Assistant Secretaries and Assistant

Treasurers. Members of the Board of Trustees and officers shall be elected or appointed, as prescribed from time to time by the Bylaws, annually on or before December 31 of each year.

ARTICLE VIII

Initial Officers

The names of the initial officers of the Foundation who are to serve until the first election or appointment under the Bylaws shall be:

President	-	Jane Turken
Vice President	-	Stephen J. Mitchell
Secretary	-	John Reisman
Treasurer	-	John Reisman

ARTICLE IX

Initial Board of Trustees

The trustees constituting the initial Board of Trustees shall be Jane Turken, John Reisman and Stephen J. Mitchell and the names and addresses of the individuals who are to serve as trustees until the first election or appointment under the Bylaws shall be:

<u>Names</u>	<u>Addresses</u>
Jane Turken	67 Eighth Avenue, Naples, Florida 33940
John Reisman	711 Galleon Drive, Naples, Florida 34102
Stephen J. Mitchell	201 N. Franklin St., #2200, Tampa, Florida 33602

The number, qualifications and method of selection of Trustees shall be as prescribed from time to time by the Bylaws, but in no event may the Foundation have less than three (3) Trustees serving on the Board at any one time.

## ARTICLE X

### Bylaws

The Board of Trustees shall have the exclusive power to adopt, alter or rescind Bylaws and to propose and adopt amendments to these Articles of Incorporation in the manner prescribed from time to time by the Bylaws; provided, however, that any such action shall be consistent with the purposes for which this Foundation is organized.

## ARTICLE XI

### Limitations of Actions

All of the assets and earnings of the Foundation will be used exclusively for the exempt purposes hereinabove set forth, including payment of expenses incidental thereto. No part of the income or principal of this Foundation shall inure to the benefit of any private person or individual, including any member, trustee or officer of this Foundation except that the Foundation shall be authorized and empowered to pay reasonable compensation for services rendered and to make distributions and payments in furtherance of the charitable purposes set forth in Article II hereof. No part of the activities of this Foundation shall consist of carrying on propaganda, or otherwise attempting to influence legislation. This Foundation shall not participate in, or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office. In the event of the termination of this Foundation for any reason whatsoever, all of its remaining assets, after payment of any valid claims against it, shall be paid over to organizations which are described in Section 501 (c)(3) of the Internal Revenue Code. Notwithstanding any other provision hereof, this Foundation shall not engage in any activity not permitted to be conducted or carried on by an organization exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code or an

organization, which can receive contributions deductible under Section 170(c)(2) of the Internal Revenue Code. Any reference in these Articles of Incorporation to any section of the Internal Revenue Code shall be deemed to mean such section as it now exists or as it may hereafter be amended, supplemented or superseded by any future United States Internal Revenue Law (the "Revenue Laws").

In particular, but without limitation of the generality of the foregoing paragraph, during such time as the Foundation may be considered a private foundation as defined in Section 509(a) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws) it shall not:

(a) fail to 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 Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws);

(b) engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws);

(c) retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws);

(d) make any investment in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws); or

(e) make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986 (or corresponding provisions of any subsequent Revenue Laws).

## ARTICLE XII

### Registered Office and Registered Agent

The address of the initial Registered Office of this Foundation shall be One Tampa City Center, 201 North Franklin Street, Suite 2200, Tampa, Florida 33602; and the name of its initial Registered Agent at such address is Stephen J. Mitchell.

ARTICLE XIII

Incorporation

The initial subscriber to these Articles of Incorporation and his residence address are as follows:

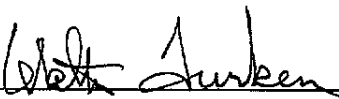
<u>Name</u>	<u>Residence</u>
Walter Turken	67 Eighth Avenue, Naples, Florida

ARTICLE XIV

Dissolution

Upon dissolution of the Foundation, all of its assets remaining after payment of or provision for all liabilities of the Foundation, including costs and expenses of such dissolution, shall be utilized exclusively for the exempt purposes of the Foundation or distributed to an organization described in Section 501(c)(3) or 170(c)(2) of the Internal Revenue Code of 1986, or to the corresponding provisions of any future Revenue Law, as shall be selected by the last Board of Directors. None of the assets will be distributed to any member, officer or Director of this Foundation. Any such assets not so disposed of shall be disposed of by the court or common pleas of the county in which the principal office of the Foundation is then located, exclusively for such purposes or to such organization or organizations as said court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF the undersigned subscriber has, pursuant to Chapter 617, Florida Statutes, executed these Articles of Incorporation for a non-profit corporation this 30<sup>th</sup> day of November, 1999.

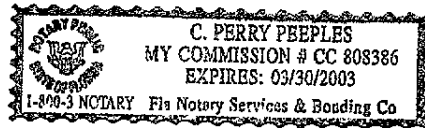
  
\_\_\_\_\_  
Walter Turken

STATE OF FLORIDA  
COUNTY OF COLLIER

The foregoing was acknowledged before me this 30<sup>th</sup> day of November, 1999 by  
Walter Turken, who is personally known to me or who has produced  
\_\_\_\_\_ as identification.



NOTARY PUBLIC  
Name: C. Perry Peoples  
My Commission Expires: 3/30/03

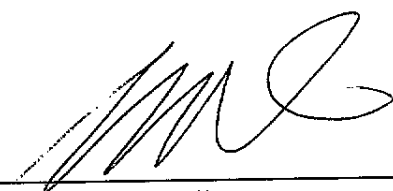




**ACCEPTANCE BY REGISTERED AGENT**

I, Stephen J. Mitchell, having been named as Registered Agent of WALTER TURKEN FOUNDATION FOR STRAY DOG TRAINING AND ADOPTION, INC., do hereby accept and consent to serve as Registered Agent of said non-profit corporation and acknowledge that I am familiar with and agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties.

Date: December 1, 1999

  
\_\_\_\_\_  
Stephen J. Mitchell

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FILED  
99 DEC - 2 PM 12: 45  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA