

N99000007510

National Association
of Tax Practitioners



MEMBER

Jumping Jax Tax Inc.

8551 W. Sunrise Blvd., #102

Plantation, FL 33322-4007

954-424-0225 Fax 954-424-8003

Visit us on the web at <http://www.jumpingjastax.com>

January 11, 1999

Florida Department of State
Divisions of Corporations
P.O.B. 6327
Tallahassee, FL 32314

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****122.50 *****78.75

To Whom It May Concern:

We've enclosed the original and a copy of the Articles of Amendment to the Articles of Incorporation for Help M-E-O-W-T Cat Rescue of Florida, Inc. We've also enclosed a \$122.50 check payable to the Florida Department of State for filing fees.

Sincerely,

Jack Malerba, EA
For Jumping Jax Tax, Inc.
Incorporator

Attachments: Articles of Incorporation and copy

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
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FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

December 21, 1999

JACK MALERBA, EA
JUMPING JAX TAX INC.
8551 W SUNRISE BLVD, #102
PLANTATION, FL 33322-4007

SUBJECT: HELP M-E-O-W-T CAT RESCUE OF FLORIDA, INC.

This letter will confirm that due to a clerical error the above referenced corporation was incorrectly filed as a PROFIT P99000004310 corporation. Please be advised, we have corrected our records to reflect this corporation as a NON PROFIT corporation and assigned new document number N99000007510 with the original file date of January 13, 1999.

Any annual reports submitted this office should reflect the new document number.

We sincerely apologize for any inconvenience this error may have caused you.

Should you have any questions please feel free to contact this office at the address indicated below.

Sincerely,
Kimberly Rolfe
Corporate Specialist Supervisor
New Filings Section

Letter number: 699A00059805

Help M-E-O-W-T Cat Rescue of Florida, Inc.

(A Not for Profit Florida Corporation)

Jumping Jax Tax, Inc. submits these Articles of Incorporation for forming a not for profit corporation, following Florida Statute Chapter 617, known as the Florida Not for Profit Corporation Act.

Article I - Name and Principal Office

The name of this not for profit corporation is the Help M-E-O-W-T Cat Rescue of Florida, Inc. The Florida street address of its principal office and its mailing address is 8551 West Sunrise Blvd., #102, Plantation, FL 33322-4007.

Article II - Duration

The duration of this not for profit corporation is perpetual.

Article III - Purpose

This corporation is organized to rescue feral cats and provide a permanent sanctuary for feral cats. Notwithstanding any other provisions of these articles of incorporation for this corporation, the corporation is organized exclusively for one or more of the purposes as specified in section 501(c)(3) of the Internal Revenue Code of 1954, or any corresponding section of any future federal tax code, including the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code of 1954, and shall not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or any future corresponding federal tax code.

Article IV - Manner of Election of Directors

The directors will be elected or appointed by simple majority vote of all members of the corporation eligible to vote, at a properly convened meeting held in accordance with this corporation's bylaws and Florida statutes.

Article V - Directors

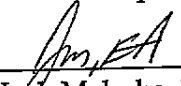
The initial directors who will serve until the first organizational meeting of the board of directors are: Beatrice Reitano, 5614 Farragut St., Hollywood, FL 33022-2721; Rev. Judy Neilson, 8551 West Sunrise Blvd., #102, Plantation, FL 33322-4007; John J. Malerba, EA, 8551 West Sunrise Blvd., #102, Plantation, FL 33322-4007.

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Article VI - Registered Agent and Registered Office

Jumping Jax Tax, Inc. is the first registered agent for this corporation. Its Florida street address is 8551 West Sunrise Blvd., Plantation, FL 33322-4007.

As registered agent, Jumping Jax Tax, Inc. accepts service of process for the above corporation at the place designated in these articles of incorporation. Jumping Jax Tax, Inc. accepts this appointment and agrees to act in this capacity. Jumping Jax Tax, Inc. further agrees to comply with the provisions of all statutes relating to the proper and complete performance of its duties. Jumping Jax Tax, Inc. is familiar with and accepts the obligations of registered agent for this corporation.



Jack Malerba, EA,
For Jumping Jax Tax, Inc.,
Registered Agent

Article VII - Activities and Operational Information

No part of the activities of this corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, except as otherwise provided by the Internal Revenue Code section 501(h), or participating in, or intervening in, including the publication or distribution of statements, any political campaign on behalf of any candidate for public office.

No part of the net earnings of the corporation shall inure to the benefit of any member, trustee, director, officer of the corporation, or any private individual, except that reasonable compensation may be paid for services rendered to or for the corporation, and no member, trustee, director, or officer of the corporation shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the corporation.

Upon dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation, shall be distributed for one or more exempt purposes within the meaning of the Internal Revenue Code of 1954, section 501(c)(3), or any corresponding sections of any future federal tax code, or to the federal government, or to a state or local government, for a public purpose.

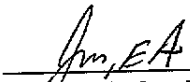
In any taxable year in which this corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code, the corporation 1) shall distribute its income for said period at such time and manner as not to subject it to tax under Section 4942 of the Internal Revenue Code; 2) shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code; 3) shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code; 4) shall not make any investments in such manner as to subject the corporation to tax under Section 4944 of the Internal Revenue Code; and 5) shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code.

Article VIII-Members

This corporation shall have one class of members. Any person shall be qualified to become a member upon payment of the initial dues, if any, fixed by the board of directors and shall continue as a member upon paying the annual dues, if any, fixed by the board of directors. The method and time of payment of dues shall be determined, and may be changed, from time to time, by the board of directors. Additional provisions specifying the rights and obligations of members shall be contained in the Bylaws of this corporation following, and in accordance with, the laws of Florida.

Article IX - Name and Address of the Incorporator

Jumping Jax Tax, Inc. is the incorporator for the corporation. Its Florida street address is 8551 West Sunrise Blvd., #102, Plantation, FL 33322-4007.



Jack Malerba, EA,
For Jumping Jax Tax, Inc.,
Incorporator

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