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SECRETARY OF STATE
TALLAHASSEE, FL

Articles of Incorporation
of
HORSES AND HEROES OF SOUTHEAST FLORIDA INC.

A Florida corporation not for profit

The undersigned Incorporator, competent to contract, hereby organizes and incorporates a business not for profit under the laws of the State of Florida and adopts the following Articles of Incorporation:

Article I - Name

The name of the Corporation shall be **HORSES AND HEROES OF SOUTHEAST FLORIDA INC.**

Article II - Purpose

The Corporation is organized exclusively for charitable, educational and scientific purposes, including for such purposes the making of distributions to organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code or a corresponding section of any future federal tax code. The Corporation may receive and administer funds for scientific, educational and charitable purposes, within the meaning of Section 501(c) (3) of Internal Revenue Code of 1986 and to that end, the Corporation is empowered to hold any property, or any undivided interest therein without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation, without limitation except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-laws of the Corporation, or any applicable laws, to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Not-for Profit Corporation Law of the State of Florida.

No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more purposes, and no member, trustee, officer of the Corporation or any private individual shall be entitled to share in the distribution of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise

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attempting to influence legislation, and the Corporation shall not participate in or intervene in, including the publication or distribution of statements, any political campaign on behalf of any candidate for public office.

Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to one or more charitable, religious, scientific, testing for public safety, literary, educational or animal cruelty prevention organizations which would then qualify under the provisions of Section 501 (c)(3) of the Internal Revenue Code and its Regulations as they now exist or as they may be hereafter amended, or corresponding section of any future federal tax code or to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the Corporation 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.

Article III - Members

The qualifications for members and the manner of their admission shall be regulated by the By-laws.

Article IV - Terms of Existence

This Corporation shall have perpetual existence unless sooner dissolved according to law. Provided other requirements of the law are satisfied, corporate existence shall begin at the time of acknowledgment of these Amended Articles or upon the date of receipt by the Secretary of State if not received by said office within five days of said acknowledgment.

Article V - Address

The principal office of the Corporation shall be 3432 SE Clubhouse Place, Stuart, Florida 34997. The Board of Directors, may, from time to time, move the principal office to any other address in the State of Florida, or establish such branch offices as may be deemed desirable.

Article VI - Director(s)

The Corporation shall have not less than three (3) Directors. The number of Directors shall be determined by the Members at their annual meeting.

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Article VII - Initial Director(s)

The following are the name(s) and address(es) of the first Board of Directors who shall hold office until their successor(s) is/are elected:

Frank Libutti
3432 SE Clubhouse Place
Stuart, FL 34997

Mark Woodbury
8514 SW Sea Captain Drive
Stuart, FL 34997

Marci Meyerowich
8283 SE Princess Tree Avenue
Hobe Sound, FL 33455

Article VIII - Incorporator(s)

The following name and address of the Incorporator(s) is as follows:

Frank Libutti
3432 SE Clubhouse Place
Stuart, FL 34997

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Article IX - Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 250 Tequesta Drive, Suite 200, Tequesta, FL 33469 and the name of the initial registered agent of this Corporation at that address is James A. Cioffi, Esq.

Article X - Amendment

The Corporation reserves the right to amend, alter, change, or repeal any provision contained in these Articles in the manner now or hereafter prescribed by law and all rights conferred on Members herein are granted subject to this reservation.

Article XI - Powers


This Corporation shall have all of the corporate powers enumerated in Section 617.0302, Florida Statutes, except that the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue or tax code) or by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue or tax code).

12th the undersigned Incorporator, have hereunto set my hand and seal this day of August, 2021, for the purpose of forming this Corporation under the laws of the State of Florida and I hereby make and cause to be filed in the Office of the Secretary of State of the State of Florida, these Articles of Incorporation and certify that the facts herein stated are true.

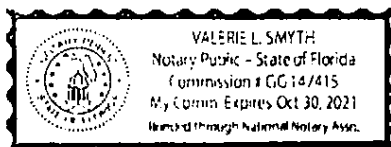

Frank Libutti

STATE OF FLORIDA
COUNTY OF Martin

BEFORE ME, the undersigned authority, personally appeared ☒ by physical presence or () online notarization, Frank Libutti on August 12 2021, and who is well known to be the person described in and who executed the foregoing instrument or produced DRIVERS LICENSE as identification and he acknowledged before me that he executed the same for the purposes therein expressed.


NOTARY PUBLIC
My Commission Expires: 10/30/2021

(NOTARY SEAL)



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TALLAHASSEE, FL

**Certificate Designating Place of Business or
Domicile for the Service of Process within this State,**

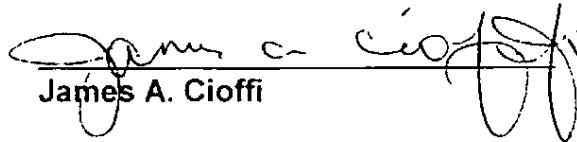
**HORSES AND HEROES OF SOUTHEAST FLORIDA INC.
3432 SE Clubhouse Place, Stuart, FL 34997**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That HORSES AND HEROES OF SOUTHEAST FLORIDA INC. desires to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation in the Town of Stuart, County of Martin, State of Florida, and has named James A. Cioffi, Esq., 250 Tequesta Drive, Suite 200, Tequesta, FL 33469 as its agent to accept service of process within this State.

Acknowledgment by Designated Agent

Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.


James A. Cioffi

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