

The State of Texas  
Secretary of State

CERTIFICATE OF INCORPORATION  
OF

GOLD RIBBON RESCUE  
CHARTER NUMBER 01512686

THE UNDERSIGNED, AS SECRETARY OF STATE OF THE STATE OF TEXAS, HEREBY CERTIFIES THAT THE ATTACHED ARTICLES OF INCORPORATION FOR THE ABOVE NAMED CORPORATION HAVE BEEN RECEIVED IN THIS OFFICE AND ARE FOUND TO CONFORM TO LAW.

ACCORDINGLY, THE UNDERSIGNED, AS SECRETARY OF STATE, AND BY VIRTUE OF THE AUTHORITY VESTED IN THE SECRETARY BY LAW, HEREBY ISSUES THIS CERTIFICATE OF INCORPORATION.

ISSUANCE OF THIS CERTIFICATE OF INCORPORATION DOES NOT AUTHORIZE THE USE OF A CORPORATE NAME IN THIS STATE IN VIOLATION OF THE RIGHTS OF ANOTHER UNDER THE FEDERAL TRADEMARK ACT OF 1946, THE TEXAS TRADEMARK LAW, THE ASSUMED BUSINESS OR PROFESSIONAL NAME ACT OR THE COMMON LAW.

DATED NOV. 17, 1998

EFFECTIVE NOV. 17, 1998



A handwritten signature in black ink, appearing to read "Alberto R. Gonzales".

Alberto R. Gonzales, Secretary of State

ARTICLES OF INCORPORATION  
OF  
GOLD RIBBON RESCUE

FILED  
in the Office of the  
Secretary of State of Texas  
NOV 17 1998  
Corporations Section

We, the undersigned natural persons, at least three (3) of whom are citizens of the State of Texas, and who are of the age of eighteen (18) years or more, acting as incorporators of a corporation under the Texas Non-Profit Corporation Act, do hereby adopt the following Articles of Incorporation for such corporation:

ARTICLE ONE

NAME

The name of the corporation is GOLD RIBBON RESCUE.

ARTICLE TWO

NONPROFIT CORPORATION

The corporation is a nonprofit corporation.

ARTICLE THREE

DURATION

The period of its duration is perpetual.

ARTICLE FOUR

PURPOSES

Said Corporation is organized exclusively for charitable, educational 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 the corresponding section of any future federal tax code.

(a) No part of the net earnings of the corporation shall inure to the benefit of or be distributed to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein. No Substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (1) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(b) Upon the dissolution of the corporation assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government for public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction 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.

(c) The specific objectives of this corporation shall be:

(1) to encourage and promote responsible dog ownership and to reduce the abuse and neglect of unwanted Golden Retriever dogs through rehabilitation and adoption.

(2) to do all in its power to assure the humane treatment of Golden Retrievers and to accept unwanted Golden Retriever dogs, care for them medically, spay/neuter them and place them in caring homes.

(3) to educate dog owners about training, spay/neuter and the humane care for their dogs and to promote good canine citizenship.

ARTICLE FIVE

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the corporation is 1501 Parkway, Austin, Texas 78703 and the name of its initial registered agent at such address is Donovan C. Miller.

ARTICLE SIX

BOARD OF DIRECTORS

The number of directors constituting the initial board of directors of the corporation is eight, and the names and addresses of the persons who are to serve as the initial directors are:

NAME	ADDRESS
Maura Phelan	2100 Hutto Rd. Georgetown, Tx. 78626
Jennifer Smiley	1500 River Oaks Leander, Tx. 78641
Linda Willard	10604 Spring Valley Road Austin, Tx. 78737

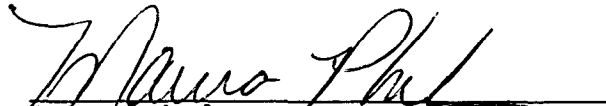
ARTICLE SEVEN  
INCORPORATORS

The name and street address of each incorporator is:

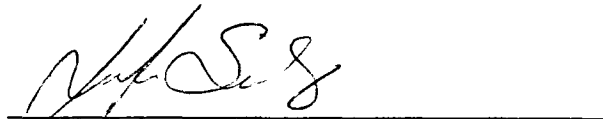
NAME	ADDRESS
Maura Phelan	2100 Hutto Rd. Georgetown, Tx. 78626
Jennifer Smiley	1500 River Oaks Leander, Tx. 78641
Linda Willard	10604 Spring Valley Road Austin, Tx. 78737

ARTICLE EIGHT  
ADDITIONAL PROVISIONS

IN WITNESS WHEREOF, we have hereunto set our hands, this \_\_\_\_\_  
day of November, 1998.

  
Maura Phelan

  
Linda Willard

  
Jennifer Smiley