

ARTICLES OF INCORPORATION OF BOSTON TERRIER RESCUE OF ALABAMA, INC.

The undersigned, **Jo-Ellyn Vincent, Evelyn Burchfield and Austin Cooper** (hereinafter referred to as the "Incorporators"), for the purpose of forming a nonprofit corporation pursuant to the Alabama Nonprofit Corporation Act, hereby certify as follows:

ARTICLE I

Name

The name of the corporation is Boston Terrier Rescue of Alabama, Inc.

ARTICLE II

Proof of Duration

The period of the corporation's duration shall be perpetual; provided, however, its existence may be terminated pursuant to the provisions pertaining to the dissolution of the corporation hereinafter set out and in accordance with the provisions of the Alabama Nonprofit Corporation Act pertaining to such dissolution.

ARTICLE III

Exempt Status

The corporation is constituted so as to attract substantial support from contributions, directly or indirectly, from a representative number of persons in the community in which it operates. The corporation is not formed for pecuniary profit or financial gain, and no part of the assets, income, or profit of the corporation is distributable to, or shall inure to the benefit of, its members, directors, or officers. It is intended hereby that the corporation shall qualify as a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time (the "Code") and the regulations issued thereunder.

ARTICLE IV

Purposes

The corporation is formed for the general purpose of the recovery, care, protection and placement of Boston terrier dogs, and other animals as the corporation shall determine to provide for, and for the prevention of cruelty to such animals, including, without limitation, the following:



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- A. Assisting in adoption of abandoned and abused animals.
- B. Rehabilitating sick and injured animals.
- C. Providing food and shelter for such animals.
- D. Maintaining lost and found pet service.
- E. Assisting in placement of pets.

The corporation may do any other act or thing incidental to or connected with the foregoing purposes or the advancement thereof, but not for pecuniary profit or financial gain of its members, directors, or officers. In furtherance of its corporate purposes, the corporation shall have all of the general powers enumerated in Section 10-3A-20 of the Code of Alabama.

ARTICLE V

Initial Board of Directors

The board of directors shall consist of a minimum of three (3) persons. The number of directors may be increased or decreased from time to time by amendment to the bylaws, but in no instance may the number be less than three (3). Names and addresses of the initial directors are as follows:


Jo-Elyn Vincent, President

Address: 346 Willow Glen Drive
Alabaster, Alabama 35007


Evelyn Burchfield, Secretary

Address: 6132 Harpers Dairy Loop
Bessemer, Alabama 35022


Austin Cooper, Treasurer

Address: 2913 Lenox Drive SW
Decatur, Alabama 35603

ARTICLE VI

Other Provisions

A. The corporation shall have all powers granted corporations under the Alabama Nonprofit Corporation Act. In addition, the corporation's powers shall include, but not be limited to the following:

1. Investing and reinvesting the assets of the corporation in common stocks, preferred stocks, debentures, bonds, mortgages, notes, other debt instruments, improved or unimproved real estate, leases, personal property, common trust funds, mutual funds, and such other investments as may be deemed best within the exercise of the

reasonable judgment of the board of directors or an investment committee of the board of directors, if such a committee is created by the board of directors.

2. Selling at private or public sale any of the property of the corporation or any interest therein or to exchange the same for other property, whether for cash, upon credit, or other terms and conditions as may be deemed best; and to execute and deliver deeds, receipts, releases, contracts, options, bills of sale, stock and bond transfer powers, or other instruments necessary or appropriate in connection therewith.

3. Executing and delivering proxies and powers of attorney and such other instruments as are incidental to the holding, controlling, and voting of corporate securities or the sale or exchange thereof, holding assets in the name of nominee; and consenting to any reorganization, merger, consolidation, readjustment of the financial structure, sale of assets, or liquidation of any corporation, partnership, limited liability company, or other organization.

B. Action of the members or directors may be taken by unanimous written consent without meeting, and such action shall have the same effect as the unanimous vote of the members or directors.

C. The initial directors shall hold office until their successors shall have been elected and qualified.

D. Anything herein contained to the contrary notwithstanding, the corporation shall not be operated for private profit. No dividend shall be paid and no part of the assets, earnings, income or profit of the corporation shall be distributed to or inure to the benefit of its directors or officers, except that the corporation shall be authorized and empowered to pay reasonable compensation for services

rendered, to reimburse expenditures incurred in the performance of their duties by directors, officers and employees, and to make payments and distributions in furtherance of the purposes set forth herein.

E. The initial bylaws of the corporation shall be adopted by the board of directors. The power to alter, amend, or repeal the bylaws and adopt new bylaws shall be vested in the board of directors.

F. There shall be no personal or individual liability of any director or officer for any debts, liabilities, or obligations of the corporation of any kind whatsoever. To the extent permitted by law, the corporation shall indemnify any director, officer, employee, agent, or other person against any claim or liability threatened, pending, or completed, including attorneys' fees and other expenses, by reason of the fact he or she was or is serving as a director, officer, employee, or agent of the corporation. The corporation shall be authorized to purchase insurance to insure such persons against such claims and liabilities.

G. No substantial part of the activities of the corporation shall be carrying on propaganda or otherwise attempting to influence legislation except as provided in



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Section 501(h) of the Code, or the corresponding provision of any subsequent federal tax laws and the corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

H. Notwithstanding any other provision of the articles of incorporation, this corporation shall not carry on any activities not permitted to be carried on by (i) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or (ii) a corporation contribution to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

ARTICLE VII

Dissolution

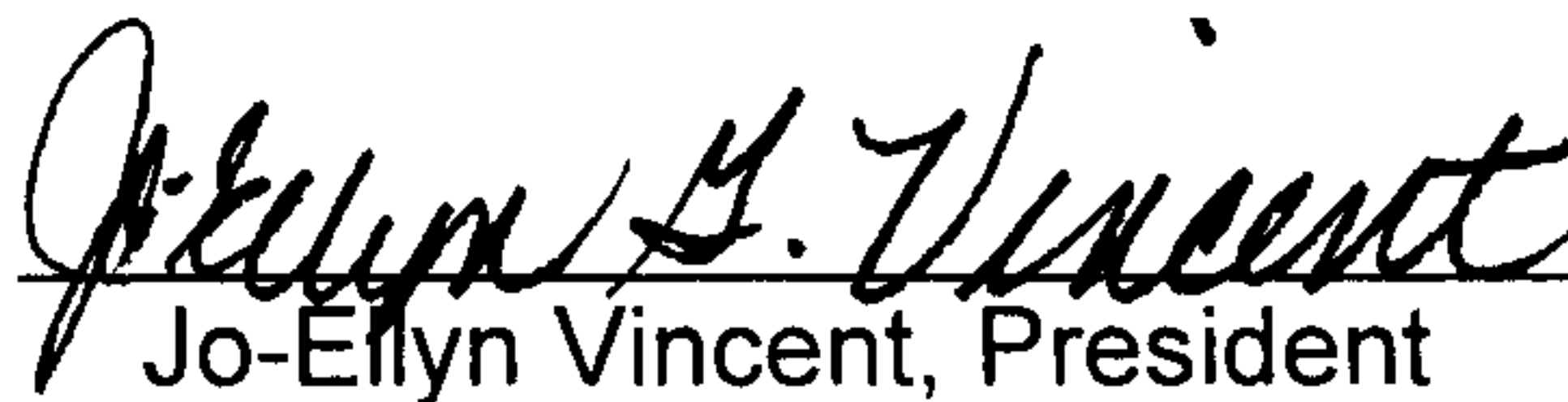
Upon the dissolution of the organization, assets shall be distributed to such 501(c)3 organization or organizations, which are organized and operated exclusively for the purpose of Boston Terrier rescue.

ARTICLE VIII

Amendments

These articles of incorporation may be amended from time to time in accordance with the terms and provisions of the Alabama Nonprofit Corporation Act; provided; however, that no amendment shall be made which would in any way result in the operation of the corporation for the private advantage or pecuniary profit of any director or officer thereof.

In **WITNESS WHEREOF**, the undersigned have executed these articles of incorporation as of the 3rd day of May, 2010.


Jo-Elyn Vincent, President

Address: 346 Willow Glen Drive
Alabaster, Alabama 35007


Evelyn Burchfield, Secretary

Address: 6132 Harpers Dairy Loop
Bessemer, Alabama 35022


Austin Cooper, Treasurer

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State of Alabama
Shelby County

Certificate of Corporation

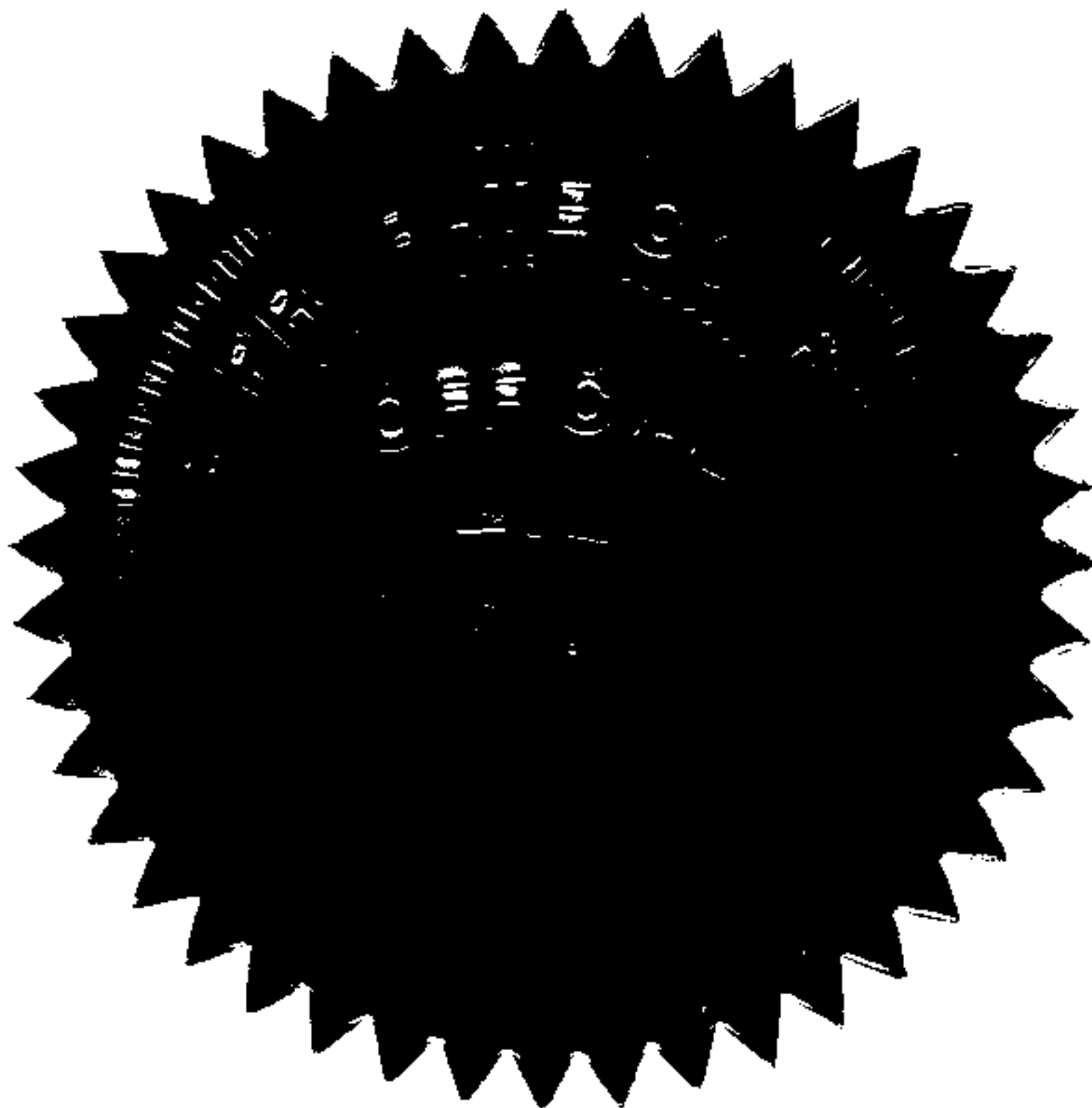
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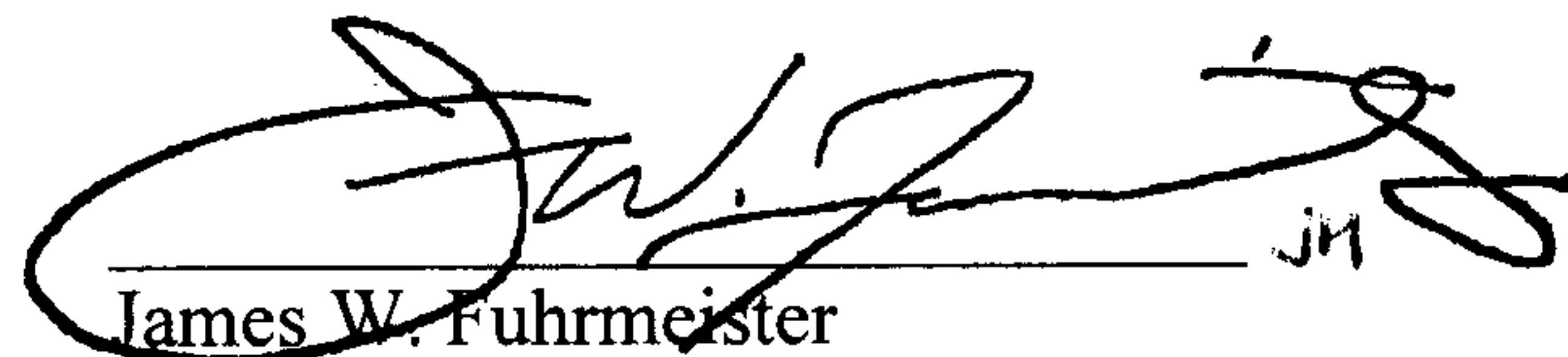
BOSTON TERRIER RESCUE OF ALABAMA INC

The undersigned, as Judge of Probate of Shelby County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation of **BOSTON TERRIER RESCUE OF ALABAMA INC..** duly signed and verified pursuant to the provisions of Section Non Profit of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY, the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation of **BOSTON TERRIER RESCUE OF ALABAMA INC** and attaches hereto a duplicate original of the Articles of Incorporation.

Given under my hand and Official Seal on
this the 6th day of May, 2010




James W. Fuhrmeister
Judge of Probate


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