

Young at Heart Pet Rescue, Inc.

Articles of Incorporation

The undersigned, all of whom are citizens of the United States, desire to form a Non-profit Corporation under the Non-Profit Corporation Law of the State of Illinois, do hereby certify:

- I. The name of the Corporation shall be Young at Heart Pet Rescue, Incorporated (hereafter referred to as Young at Heart).
- II. The location in this state where the principal office of the Corporation is located is the town of Palatine, County of Cook, State of Illinois. The Registered Agent is Mrs. Dawn Kemper, Executive Director and Founder. The registered office is located at 364 E Forest Knoll Drive, Palatine IL 60074.
- III. The duration of said corporation is perpetual.
- IV. The purpose of said corporation is charitable, exclusively for the welfare of animals and increased education of animal owners, including but not limited to dogs and cats, 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 corresponding section of any future federal tax code. The purpose shall include providing shelter, care, and re-homing to rescued, abused, abandoned, surrendered and homeless dogs and cats over the age of 5 years.
- V. The names and addresses of the persons who are the current Board of Directors of the corporation are as follows:
 - i. Dawn Kemper, 364 E Forest Knoll Drive, Palatine IL 60047
 - ii. Samantha Campen, 1 Wheaton Center #1009, Wheaton IL 60187
 - iii. Kim Young, 22096 N Pet Lane, Prairie View IL 60069
 - iv. Irene Tague, 5264 Brentwood Circle, Long Grove IL 60047
 - v. Sheila Roos, 1008 E Nichols Road #4, Palatine IL 60074
- VI. The incorporator of said corporation shall be Dawn Kemper.
- VII. No part of the net earnings of Young at Heart Pet Rescue shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that Young at Heart 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 in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and Young at Heart shall not participate in, or intervene in (including publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, Young at Heart shall not carry on any other

- activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- VIII. Upon dissolution of Young at Heart, the Board of Trustees, after paying or making provisions for the payment of all liabilities of Young at Heart, will dispose of all assets of the corporation exclusively for the purposes of the corporation in such a manner, or to such an organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Trustees shall determine.
- IX. The corporation shall have non-voting members only.
- X. The number of directors of the Corporation shall not be less than three (3) and not more than eleven (11). The founding directors are listed in section III.
- XI. Said corporation's purpose shall be focused upon charitable and animal improvement functions and shall function in a non-profit and tax-exempt manner. In witness whereof, we have hereunto subscribed our names this 6th day of April, 2005.

Dawn Kemper
Samantha Campen
Kim Young
Irene Tague
Sheila Roos