

Michigan Department of Energy, Labor & Economic Growth

Filing Endorsement

This is to Certify that the ARTICLES OF INCORPORATION - NONPROFIT

for

ANIMAL AID FOUNDATION

ID NUMBER: T0908L

received by facsimile transmission on August 5, 2010 is hereby endorsed

Filed on August 5, 2010 by the Administrator.

The document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.



In testimony whereof, I have hereunto set my hand and affixed the Seal of the Department, in the City of Lansing, this 5TH day of August, 2010.

Director

3CS:CD-592 (Rev. 03/10)

MICHIGAN DEPARTMENT OF ENERGY, LABOR & ECONOMIC GROWTH BUREAU OF COMMERCIAL SERVICES		
Date Received		
	This document is effective on the date filed, unless a subsequent effective date within 90 days after received date is stated in the document.	
Name Kathlyn M. Raamussen		
Address 100 W. Big Beaver, Ste. 385		
City Troy,	State MI	ZIP Code 48306
		EFFECTIVE DATE:

Document will be returned to the name and address you enter above. If left blank, document will be returned to the registered office.

ARTICLES OF INCORPORATION
For use by Domestic Nonprofit Corporations
(Please read information and instructions on the last page)

Pursuant to the provisions of Act 182, Public Act of 1982, the undersigned corporation executes the following Articles:

ARTICLE I

The name of the corporation is: ANIMAL AID FOUNDATION
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ARTICLE II

The purpose or purposes for which the corporation is organized are: See Supplement A, attached.
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ARTICLE III

1. The corporation is organized upon a <u>Nonstock</u> basis. <small>(Stock or Nonstock)</small>
2. If organized on a stock basis, the total number of shares which the corporation has authority to issue is _____ If the shares are, or are to be, divided into classes, the designation of each class, the number of shares in each class, and the relative rights, preferences and limitations of the shares of each class are as follows:

ARTICLE III (cont.)

3. a. If organized on a nonstock basis, the description and value of its real property assets are: (if none, insert "none")
None
- b. The description and value of its personal property assets are: (if none, insert "none")
None
- c. The corporation is to be financed under the following general plan:
Fundraising through the solicitation of donations and the organization of charitable events.
- d. The corporation is organized on a Directorship basis.
(Membership or Directorship)

ARTICLE IV

1. The name of the resident agent at the registered office is:
Aaron Dambach
2. The address of its registered office in Michigan is:
1698 Alsdorf Ave. Rochester Hills, Michigan 48309
(Street Address) (City) (ZIP Code)
3. The mailing address of the registered office in Michigan if different than above:
P.O. Box 70033 Rochester Hills, Michigan 48307
(Street Address or PO Box) (City) (ZIP Code)

ARTICLE V

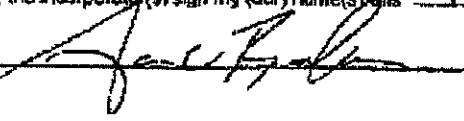
The name(s) and address(es) of the incorporator(s) is (are) as follows:

Name	Residence or Business Address
Aaron Dambach	1698 Alsdorf Ave., Rochester Hills, MI 48309

Use space below for additional Articles or for continuation of previous Articles. Please identify any Article being continued or added. Attach additional pages if needed.

See Supplement A, attached.

I, (We), the incorporator(s) sign my (our) name(s) this 4th day of August 2010



**SUPPLEMENT A
ATTACHMENT TO RESTATED ARTICLES OF INCORPORATION FOR
ANIMAL AID FOUNDATION**

ARTICLE II

The purpose or purposes for which the Corporation is organized are:

1. The Corporation is organized exclusively for the purpose of receiving and administering funds for charitable, religious, scientific, literary, testing for public safety, fostering national or international amateur sports competition, or preventing cruelty to children or animals within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law) (the "Code"), in particular, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code—specifically to organizations which advance animal causes and to organizations whose purpose is to educate the public about the protection of animals—and to facility the medical care and adoption of unwanted or abused animals.

2. The Corporation, including all activities incident to its purposes, shall at all times be conducted so as to be an organization described in Section 501(c)(3) of the Code. 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 Code, (b) by a corporation contributions to

which are deductible under Section 170(c)(2) of the Code, or (c) by a nonprofit corporation organized under the laws of the State of Michigan pursuant to the provisions of Act 162, Public Acts of 1982.

3. No part of the assets or net earnings of the Corporation shall inure to the benefit of or be distributable to its 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 in these Articles.

4. No substantial part of the activities of the Corporation shall be the carrying on of propoganda 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 any candidate for political office.

ARTICLE VI

The Board of Directors of this Corporation shall consist of not less than three (3) nor more than six (6) persons, as determined from time to time by the Board of Directors

ARTICLE VII

Upon the termination, dissolution or winding up of the Corporation, provision shall be made for the payment of all liabilities of the Corporation, and all assets of the Corporation shall be distributed to an organization or organizations as are organized and operated exclusively for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Code.

ARTICLE VIII

Except as otherwise provided by law, a volunteer director of the corporation is not personally liable to the corporation for monetary damages for a breach of the director's fiduciary duty.

The Corporation assumes all liability to any person other than the Corporation for all acts or omissions of a volunteer director occurring on the date of incorporation incurred in the good faith performance of his or her duties as a director other than liability for excise taxes imposed under Chapter 42 of the Internal Revenue Code and liability resulting from claims arising under state law for mismanagement of the Corporation's assets; provided, however, notwithstanding anything to the contrary herein, the Corporation shall not be considered to have released or assumed any liability to the extent such release or assumption is inconsistent with the status of the Corporation as an organization described in §501(c)(3) of the Code.