

**ARTICLES OF INCORPORATION
OF A VIRGINIA NONSTOCK CORPORATION**

The undersigned, all of whom are citizens of the United States desiring to form a Non-Profit Corporation pursuant to Chapter 10 of Title 13.1 of the Code of Virginia, state as follows:

FIRST: The name of the corporation is Friends of Megan Animal Rescue, Inc.

SECOND: The corporation shall have no members.

THIRD: The directors shall elect their successors.

FOURTH:

- A. The name of the corporation's initial registered agent is Mary Jane Vaught.
- B. The initial registered agent is a resident of Virginia and an initial director of the corporation.

FIFTH: The corporation's initial registered office address, which is identical to the business office of the initial registered agent, is:

501 G N. Hamilton St.
Richmond, VA 23221

SIXTH: The initial Directors are:

Judith B. Anderson, President	3605 Brook Road, Richmond, VA 23227 (P.O. Box 26088, Richmond, VA 23260)
Thomas R. Poe, Treasurer	3605 Brook Road, Richmond, VA 23227 (P.O. Box 26088, Richmond, VA 23260)
Mary Jane Vaught, Secretary	501 North Hamilton, Unit G, Richmond, VA 23221
David Boyd	3981 Velvet Lake Rd, Rhineland, WI 54501
Mary Ellen Sanger	1800 Laporte Avenue, Fort Collins, CO 80521

SEVENTH: The corporation is organized and shall be operated exclusively for educational and charitable 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. Without limiting or expanding the foregoing, the specific purposes of the Corporation shall be the prevention of cruelty to animals, beginning with, but not limited to, the rescue and care of stray, abandoned, severely neglected, abused, sick and injured animals in and around Oaxaca City, Mexico; the vaccination and sterilization, when appropriate, of such animals; the securing of good homes for such animals; educating humans about the proper care and feeding of such animals; and educating the general public about the plight of stray, abandoned, severely neglected, abused, sick and injured animals.

EIGHTH: No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its incorporators, directors, officers or other private persons, except that this corporation shall be authorized to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article VII hereof. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this corporation shall not participate in, or intervene in any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

This corporation 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 the Internal Revenue Code, or the 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 the corresponding section of any future federal tax code.

NINTH: Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purpose 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 a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the City of Richmond, Virginia, where the principal office of the corporation is 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.

TENTH: Each reference in these Articles of Incorporation to a Section of the Internal Revenue Code means such Section of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any subsequent federal tax law.

INCORPORATORS:

In witness whereof, we have hereunto subscribed our names..

<u>Mary Jane Vaught</u> Mary Jane Vaught	<u>8/29/2014</u> Date
<u>David Boyd</u> David Boyd	<u>8/29/2014</u> Date
<u>M.E. Sanger</u> Mary Ellen Sanger	<u>3-Sept-2014</u> Date
<u>Judith B. Anderson</u> Judith B. Anderson	<u>8/22/14</u> Date
<u>Thomas R. Poe</u> Thomas R. Poe	<u>8/22/14</u> Date