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**ARTICLES OF INCORPORATION
NON-PROFIT CORPORATION
OF
MAX'S HOPE PET RESCUE, INC.**

Alison Lundergan Grimes
Kentucky Secretary of State
Received and Filed:
5/11/2012 3:59 PM
Fee Receipt: \$8.00

For the purposes of forming a non-profit corporation in Kentucky pursuant to KRS Chapter 273, the undersigned incorporator hereby submits the following Articles of Incorporation to the Office of the Secretary of State for filing:

Article I: The name of the Company is: Max's Hope Pet Rescue, Inc.

Article II: The street address for the company's initial registered office in Kentucky is: 8710 Pilot Rock Road, Hopkinsville, KY 42240.

And the name of the initial registered agent at that address is: Tammala Stratton.

Article III: The mailing address of the company's initial principal office is: 8710 Pilot Rock Road, Hopkinsville, KY 42240.

Article IV: The name and address of each incorporator is: Tammala Stratton, 8710 Pilot Rock Road, Hopkinsville, KY 42240.

Article V: The number of directors constituting the initial board of directors is: 7, the name and mailing address of each director is:

Steve Gibson, 106 Turns Drive, Hopkinsville, KY 42240

Brittany Hesson, 8710 Pilot Rock Road, Hopkinsville, KY 42240

Megan Hesson, 8710 Pilot Rock Road, Hopkinsville, KY 42240

Tammala Stratton, 8710 Pilot Rock Road, Hopkinsville, KY 42240

Lynn Hazelrigg, 1950 Banton Rd., Hopkinsville, KY 42240

Bridgette Willis, 228 Terry Lane, Hopkinsville, KY 42240

Brad Gregory, 3018 Butler Road, Hopkinsville, KY 42240

Article VI: The purpose of the company is: strictly and exclusively for public charity, religious, scientific and educational purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under 501(c)(3) of the Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Law.

Article VII: Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 201(c)(3) of the Internal Revenue Code, or distributed to the federal government, or to state or local government, for public purposes. Any such assets not disposed of shall be disposed of by the 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 organizations, as said Court shall determine which are organized and operated for such purposes.

Article VIII: This application will be effective upon filing. The effective date cannot be prior to the date the application is filed.

I declared under penalty of perjury under the laws of the State of Kentucky that the foregoing is true and correct.

Tammala Stratton
Signature of Incorporator

Tammala Stratton, Incorporator
Print Name and Title

5/11/12
Date

I, Tammala Stratton, consent to serve as the registered agent on behalf of the corporation

Tammala Stratton
Signature of Registered Agent

Tammala Stratton, Director
Print Name and Title

5/11/12
Date