

ARTICLES OF INCORPORATION  
OF THE  
ABCA HEALTH & EDUCATION FOUNDATION, INC.

ARTICLE I

The name of the Corporation is: ABCA Health & Education Foundation, Inc.

ARTICLE II

The Corporation is organized pursuant to the Georgia Nonprofit Corporation Code. The Corporation shall have perpetual duration.

ARTICLE III

The Corporation shall be organized and operated exclusively for charitable, educational, and scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or its successor provisions (the "Code"). The Corporation's specific purposes include, but are not limited to, supporting research into border collie genetics, diseases, disease-prevention and treatment, and disseminating educational information regarding border collies, including their use and value as working stock dogs, and their genetics, diseases, and proper breeding.

ARTICLE IV

The Corporation shall not have any members.

ARTICLE V

The Corporation shall be governed by a board of directors, who shall be elected or appointed as provided by the Bylaws. The number of directors constituting the initial Board of Directors is five (5), and the names and addresses of the persons who are to serve as the initial directors until the first annual meeting or until their successors are elected and qualify are as follows:

Mark Billadeau  
9416 Mount Tabor Road  
Middletown, MD 21769

Warren Mick  
750 Meadowdale Road  
Altamont, NY 12009

Michael Neary  
11723 S 300 E  
Brookston, IN 47923

Eileen Stein  
P.O. Box 41  
Shady Side, MD 20764

C. Denise Wall  
134 Hilton Road  
Advance, NC 27006

ARTICLE VI

The street address of the initial registered office of the Corporation is: 9060 Georgia Highway 315, Cataula, Georgia 31804. The initial registered agent at such address is: Deborah Bailey. The county of the registered office is Harris County. The principal mailing address of the Corporation is: P.O. Box 5, Cataula, Georgia 31804.

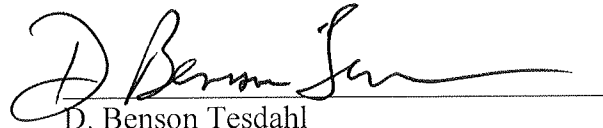
ARTICLE VII

The name and address of the incorporator is: D. Benson Tesdahl, 1501 M Street, N.W. 7<sup>th</sup> Floor, Washington, D.C. 20005.

ARTICLE VIII

- A. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its directors, 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.
- B. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, 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 or in opposition to any candidate for public office.
- C. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not directly or indirectly carry on any activity which would prevent it from obtaining exemption from Federal income taxation as a corporation described in Section 501(c)(3) of the Code, or cause it to lose such exempt status, or carry on any activity not permitted to be carried on by a corporation, contributions to which are deductible under Sections 170(c)(2), 2055(a)(2) and 2522(a)(2) of the Code.
- D. In the event of dissolution or final liquidation of the Corporation, all of the remaining assets and property of the Corporation shall, after paying or making provision for the payment of all of the liabilities and obligations of the Corporation and for necessary expenses thereof, be distributed by the Board of Directors to one or more organizations organized and operated exclusively for charitable, educational or scientific purposes as shall at the time qualify as a tax-exempt organization under Section 501(c)(3) of the Code. In no event shall any of such assets or property be distributed to any director or officer, or to any private individual.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 28th day of July, 2015



D. Benson Tesdahl  
Incorporator