

Commonwealth of Virginia



STATE CORPORATION COMMISSION

Richmond, June 19, 2012

This is to certify that the certificate of incorporation of

DEAF Dogs Rock, Inc.

was this day issued and admitted to record in this office and that the said corporation is authorized to transact its business subject to all Virginia laws applicable to the corporation and its business. Effective date: June 19, 2012



State Corporation Commission

Attest:

Joel H. Beck
Clerk of the Commission

**ARTICLES OF INCORPORATION
OF DEAF DOGS ROCK, INC.**

We the undersigned, desiring to form a non-stock corporation under the Virginia Non-Stock Corporation Act, do hereby certify:

FIRST: The name of this corporation shall be Deaf Dogs Rock, Inc.

SECOND: Said corporation is organized exclusively for charitable and educational 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, or the corresponding section of any future federal tax code. To this end, Deaf Dogs Rock, Inc.'s mission as a non-profit organization is to educate the public regarding the adoption, care, and training of deaf dogs, and to promote the adoption of deaf dogs through networking of their availability and support of their shelter, medical, and transportation needs.

THIRD: No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, 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 Article Third hereof. 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. 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 Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, 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.

FOURTH: Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes 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 county in which the principal office of the corporation is then 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.

FIFTH: The corporation shall not be operated for the primary purpose of carrying on a trade or business for profit.

SIXTH: The corporation shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

SEVENTH: References to provision of the Internal Revenue code of 1986 shall be deemed to include corresponding provisions of any statutes which succeed such provisions.

EIGHTH: The address of the corporation's initial registered office is 3962 Bluebird Ln., Salem, Virginia. The registered office is located in county of Roanoke.

NINTH: The name of the initial registered agent is Christopher Lee who is a resident of Virginia and whose address is identical with the registered office.

TENTH: The directors of said corporation shall elect their successors as defined in the corporation's bylaws. The initial directors/incorporators are:

Christina Lee
3962 Bluebird Ln
Salem, VA 24153

Christopher Lee
3962 Bluebird Ln
Salem, VA 24153

IN WITNESS WHEREOF the undersigned incorporator has subscribed his name this 15th day of June, 2012.



Incorporator