

**NONSTOCK
ARTICLES OF INCORPORATION
TEACUP DOG AGILITY ASSOCIATION**

Executed by the undersigned for the purpose of forming an Ohio non-profit organization pursuant to the applicable statutes of the State of Ohio, without stock and not for profit. The undersigned has been authorized to execute these Articles of Incorporation by the consent of a majority of the members of the unincorporated association.

ARTICLE I. NAME

The name of the organization is Teacup Dog Agility Association (referred to as “TDAA” or the “Association”).

ARTICLE II. PERIOD OF EXISTENCE

The period of existence is perpetual.

ARTICLE III. PURPOSES

The Association is organized and will be operated exclusively for the purpose of engaging in charitable and educational activities within the meaning of Section 501(c)(3) of the Internal Revenue Code. Specifically, the Association will (a) provide and encourage competitive, affordable dog agility, including titling, for dogs of small stature as defined in the most recently published version of the TDAA rules and regulations, without regard to pedigree, and their owners; (b) develop programs to promote and assist the participation of financially disadvantaged adults and young people (also known as junior handlers) in dog agility training and education, agility competitions, and public demonstrations; and (c) educate the general public regarding responsible dog ownership, humane dog training techniques and the sport of dog agility.

Notwithstanding any others provisions of these articles, the Association shall not carry on any other activities not permitted to be carried on: (1) by an organization exempt from federal income tax under section 501(c)(3) of the Internal revenue Code of 1986, as amended (or the corresponding provision of any future United States Revenue Law), or (2) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE IV. PROHIBITION AGAINST PRIVATE INUREMENT

No property or other assets of the Association shall inure to the benefit of, or be distributed to its trustees, officers, or other private persons, except that the Association

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 III hereof.

ARTICLE V. POWERS

Subject to the limitations in these Articles of Incorporation, the Association shall have the authority to take any action it deems to necessary, appropriate, or convenient relating to the management of the Association, including but not limited to:

- (a) make and alter by-laws;
- (b) conduct affairs, carry on operations and have officers anywhere in the world;
- (c) make grants or donations for charitable and educational purposes consistent with and in furtherance of the purposes set forth in Article III hereof; and
- (d) employ an attorney, accountant, tax specialist or any other agent as needed and pay reasonable compensation for all services performed by any of them as an Association expense.

The enumeration of powers in these Articles of Incorporation shall not limit the general or implied powers of the Association or any additional powers provided by law.

ARTICLE VI. RESTRICTIONS AND REQUIREMENTS

Regardless of any other provision of in these Articles on Incorporation or state law, the Association shall have no power to engage in activities or use its assets in manners that are not in furtherance of the purposes as set forth above and as defined by the Internal Revenue Code and related regulations, rulings and procedures, except to an insubstantial degree.

ARTICLE VII. DISSOLUTION

The Association may be dissolved only upon the adoption of a Plan of Dissolution by the Board of Directors of the Association. Upon dissolution of the Association, the Board of Directors shall, after paying or making adequate provision for all liabilities and obligations of the Association, dispose of all of the Association's assets to such organization or organizations established exclusively for charitable or educational purposes as shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine.

ARTICLE VIII. PRINCIPAL OFFICE

The principal office of the Association is located at 8738 Slocum Road, Ostrander, OH 43061.

ARTICLE IX. INITIAL REGISTERED AGENT

The name of the initial registered agent is Bud Houston.

ARTICLE X. ADDRESS OF INITIAL REGISTERED AGENT

The address of the initial registered agent of the Association is c/o Dogwood Agility, 8738 Slocum Road, Ostrander, OH 43061.

ARTICLES XI. BOARD OF DIRECTORS

The qualifications, manner of selection, duties, terms and other matters relating to the Board of Directors (referred to as the "Board of Directors" shall be provided in the Bylaws. The initial Board of Directors shall consist of nine (9) persons. The number of directors may be increased or decreased by amendment of the Bylaws, but in no case may the number of directors be decreased to less than five.

ARTICLE XII. LIMITATION OF LIABILITY OF DIRECTORS

A director is not liable to the Association or members for monetary damages for an act or omission in the director's capacity as director except to the extent otherwise provided by state law.

ARTICLE XIII. INDEMNIFICATION

As provided in the Bylaws, the Board of Directors shall have the power to define requirements and limitations for the Association to indemnify directors, officers or others related to the Association.

ARTICLE XIV. MEMBERS

The Association will have members, classes and qualifications of which are set forth in the Bylaws.

ARTICLE XV. AMENDMENTS

These Articles may be amended pursuant to the Bylaws of the Association.

ARTICLE XVI. INCORPORATOR

The name and address of the Incorporator is Bud Houston, c/o Dogwood Training Center, LLC, 8738 Slocum Road, Ostrander, OH 43061.

ARTICLE XVII. BYLAWS

The Association shall adopt Bylaws for the conduct of the affairs of the Association which are consistent with the provisions of these Articles of Incorporation.

Executed in duplicate on the 19th day of February, 2004.

Bud Houston

[notarization below]