

NO3000000817

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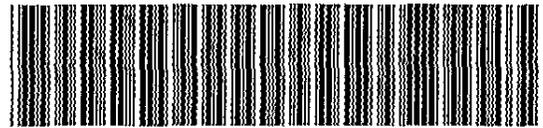
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TALLAHASSEE, FLORIDA

PS 6/24/03

**Critters R Us
Animal Rescue & Rehabilitation, Inc
C/o Christina Varnedoe
11849 Layton St.
Leesburg, Fl 34788**

352-253-0010

Doc # of Corp: 3000000817

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

of

FILED

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Critters R US Animal Rescue & Rehabilitation Inc
(present name)

NO3000000817
(Document Number of Corporation (if known))

Pursuant to the provisions of section 617,1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLE NUMBER (S) BEING AMENDED, ADDED OR DELETED.)

- 1.) Article III - need to add Attachment 1
- 2) Article VII- need to delete Virginia Gomes and Add Attachment 2

SECOND: The date of adoption of the amendment(s) was: June 13, 2003

THIRD: Adoption of Amendment (CHECK ONE)

- The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

Christina Varnedoe
Signature of Chairman, Vice Chairman, President or other officer

Christina Varnedoe
Typed or printed name

Director Title 6/13/03 Date

Critters R Us Animal Rescue & Rehabilitation, Inc.
Document number No 3000000817.

ARTICLE III

Rescue abused, neglected and abandoned animals and give them a second chance at life with a new loving forever home and to help educate new owners on being responsible pet owners.

Said organization is organized exclusively for charitable, religious, educational, and scientific 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 corresponding section of any future federal tax code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization 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 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 corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or 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 disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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.

Critters R Us Animal Rescue & Rehabilitation, Inc.
Document number N63000000817.

ARTICLE VII

Title : Director/President
Christina E. Varnedoe
11849 Layton St.
Leesburg, Fl. 34788 US

Title: A. Director
Anthony Stochich
1609 Puritan Ave.
Winter Park, Fl. 32792

Title : Vice President/Director
Robert Varnedoe
11849 Layton St.
Leesburg, Fl. 34788 US

Title : Secretary/Director
Sylvia Marble
1609 Puritan Ave.
Winter Park, Fl. 32792

Title : Director
Kathy Remer
107 Ashville St
Apopka, Fl. 34788

Title : Director
Paul Marble
1609 Puritan Ave
Winter Park, Fl. 32792