

No 5000010388

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BASIC AMENDMENT

THE EMILY VERNON FOUNDATION FOR HOMELESS AND ABUSED

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AMENDED
11/16/2005
DEC 11/17

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**ARTICLES OF AMENDMENT TO THE
ARTICLES OF INCORPORATION
OF THE EMILY VERNON FOUNDATION
FOR HOMELESS AND ABUSED ANIMALS INC.**

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SECRETARY OF STATE
TALLAHASSEE, FL 32304

These Articles of Amendment to the Articles of Incorporation of The Emily Vernon Foundation for Homeless and Abused Animals Inc. (the "Corporation"), adopted as of November 15, 2005, amend the Articles of Incorporation filed under the laws of the State of Florida on October 7, 2005.

WHEREAS, the name of the Corporation is The Emily Vernon Foundation for Homeless and Abused Animals Inc.;

WHEREAS the Corporation is a corporation not for profit organized under the Laws of the State of Florida;

WHEREAS, the Directors of the Corporation are entitled to vote on this amendment to the Articles of Incorporation, and the number of votes cast by the members was sufficient for approval of this Amendment;

NOW THEREFORE, the Articles of Incorporation of the Corporation are amended as follows:

1. Article Five is hereby deleted in its entirety and replaced with the following:

**"ARTICLE FIVE
DIRECTORS**

There shall be not less than three (3) members of the Board of Directors of the Company and not more than ten (10). Directors may be added or removed from time to time following the rules and procedures contained in the Company bylaws.

The names and addresses of the persons who are to serve as Directors until the first election are as follows:

NAME	ADDRESS
Emily Vernon	13700 Quarter Horse Trail Wellington, FL 33414
Robert S. Scanlon	13700 Quarter Horse Trail Wellington, FL 33414
Jeffrey J. Keating	777 E. Atlantic Avenue, Ste. 303 Delray Beach, FL 33483

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Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors."

2. Article Six is hereby deleted in its entirety and replaced with the following:

**"ARTICLE SIX
MANNER OF ELECTION**

The Company shall be governed by its Board of Directors; the Directors of which shall serve indefinitely, unless sooner removed by their own resignation or as provided for in the Company's Bylaws. These Articles of Incorporation and the Bylaws of the Company may only be amended as provided for in the Bylaws of the Company."

IN WITNESS WHEREOF, the undersigned have set their hand and seal this 15th

day of November, 2005.


EMILY VERNON, Director


ROBERT SCANLON, Director


JEFFREY KEATING, Director

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