

706800

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

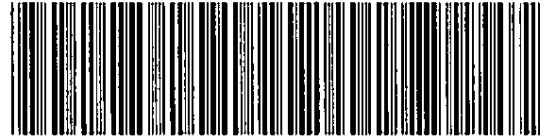
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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10/19/17



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 20, 2017

BRUCE FISHLOW
PO BOX 1542
OCALA, FL 34478

SUBJECT: HUMANE SOCIETY OF MARION COUNTY, INC.
Ref. Number: 706800

We have received your document for HUMANE SOCIETY OF MARION COUNTY, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Rebekah White
Regulatory Specialist II

Letter Number: 417A00021265

FILED
17 OCT 31 PM 2:41
SECRETARY OF STATE
TALLAHASSEE FLORIDA

**RESTATED AND AMENDED
ARTICLES OF INCORPORATION
HUMANE SOCIETY OF MARION COUNTY, INC.**

ARTICLE I

Name of Corporation

The name of the corporation shall be Humane Society of Marion County, Inc. (hereinafter called the "Corporation").

ARTICLE II

Address of Corporation

The principal place of business of the Corporation shall be 701 Northwest 14th Road, Ocala, FL 34475. The mailing address shall be P.O. Box 1542, Ocala, FL 34478.

ARTICLE III

Purpose and Powers of Corporation

The primary purpose of the Corporation shall be prevention of cruelty to animals, the care and treatment of lost, strayed or other homeless animals, and the education and enlightenment of the general public regarding the avoidance of cruelty to animals and their mishandling.

The Corporation is authorized to accept contributions of monies, securities, land or other things of value to be held in trust, used for specific purposes or used as operating funds, as may be directed by the donors of such assets at the time of the donation. The Corporation is further authorized to utilize a bank with trust powers and financial planners to invest and reinvest its funds.

The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes under section 501(c)(3) of the Internal Revenue Code, as amended, or under any corresponding provisions of any subsequent federal tax laws governing the distributions to organizations qualified as tax-exempt.

Except as limited by the Articles of Incorporation and the Bylaws, the Corporation will have and exercise all rights and power in furtherance of its purposes as are or may hereafter be conferred on not-for-profit corporations, pursuant to Chapter 617, Florida Statutes, and in accordance with other applicable law.

Notwithstanding any other provisions of these Articles of Incorporation, this Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under any corresponding provisions of any subsequent federal United States Internal Revenue law.

ARTICLE IV
Manner of Election

The affairs of this Corporation shall be managed by its Board of Directors. The method of election or appointment of the Board of Directors shall be fixed and governed by the Bylaws of the Corporation.

ARTICLE V
Board of Directors

The names and addresses of the officers of the Board of Directors shall be:

Morton, Roseann (President)
701 NW 14th Rd
Ocala, FL 34475

Steward, Bill (Vice President)
407 Rolling Greens Drive
Ocala, FL 34472

Ingram, Tom (Treasurer)
1632 E Silver Springs Blvd
OCALA, FL 34470

Lumpkin, Patti (Secretary)
8810 NE 20th Terrace
Anthony, FL 32617

ARTICLE VI
Registered Agent

The name and street address of the Registered Agent shall be Roseann Morton,
701 Northwest 14th Road, Ocala, FL 34475.

ARTICLE VII
Duration

This Corporation shall have perpetual existence.

ARTICLE VIII
Dissolution Clause

A majority of the Board of Directors may authorize dissolution of the Corporation.
After dissolution is authorized, the Corporation must file articles of dissolution in
compliance with Section 617.1403, Florida Statutes, with the Department of State.

Upon the dissolution of this 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 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.

ARTICLE IX
Meetings

The election of members of the Board of Directors shall be as provided in the
Bylaws.

ARTICLE X
Amendments

These Articles of Incorporation may be altered, amended, repealed, or added to by the affirmative vote of two-thirds of the Directors in attendance at a meeting of the Board of Directors called for that purpose, provided that a written notice shall have been sent to each Director at the Director's contact information at least fourteen days before the date of the meeting. This notice, which may be sent via electronic mail or other similar means, shall state the alterations, amendments, additions, or changes which are proposed to be made in the Articles. Changes shall be made only as specified in the notice.

[Signatures on following page.]



October 26, 2017

Attn: Rebekah White
Regulatory Specialist II
Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Re: Humane Society of Marion County, Inc., Ref. No. 706800

In accordance with your conversation with our legal counsel on October 26, 2017 regarding your October 20, 2017 correspondence (Letter Number: 417A00021265), there were no members entitled to vote on the amendments executed on October 5, 2017 and sufficient votes were cast for the amendments to pass.

Yours Sincerely,

Board of Directors
Humane Society of Marion County

RECEIVED
17 OCT 30 AM 3:45
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

SHELTER: Physical Address: 701 NW 14th Road, Ocala, FL 34475
Mailing Address: PO BOX 1542, Ocala, FL 34478-1542 Phone: 352.873.PETS Fax: 352.854.9187
Visit our animals on the web at www.thehsmc.org

THRIFT STORE: 110 NW 10th Street, Ocala, FL 34475 Phone: 352.732.8424 Fax: 352.732.3449

A NO KILL Shelter

ARTICLES OF INCORPORATION

Adopted on the 5th day of the month of October in the year 2017.
Attested by:

Approved by HSMC Board: _____ 10/10/17 _____
Signature Date

Signatures of Board Members: Roseann Morton _____
Roseann Morton ~ President
Bill Steward _____
Bill Steward ~ Vice President ✓
Tom Ingram _____
Tom Ingram ~ Treasurer ✓
Patti Lumpkin _____
Patti Lumpkin ~ Secretary

Bruce Anderson _____ Bruce Anderson
Ed Cluster _____ Ed Cluster ✓
Marcia Lape _____ Marcia Lape
Brenda Hall _____ Brenda Hall
Patty McLeod _____ Patty McLeod
Tom Schmitz _____ Tom Schmitz
Bruce Washburn _____ Bruce Washburn
Ben Williams _____ Ben Williams ✓