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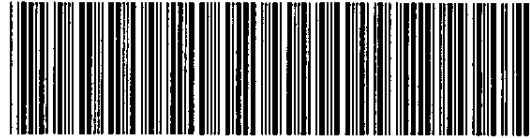
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C. CARROTHERS

2015 AUG 26 PM 2:42
STOCK MARKET
FALL MARKET COLLAPSE

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: HUMANE SOCIETY OF THE NATURE COAST, INC

DOCUMENT NUMBER: —

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

PAUL MONTANTE

(Name of Contact Person)

—
(Firm/ Company)

7910 WILLOW BROOK CT

(Address)

HUDSON FL 34667

(City/ State and Zip Code)

shelterdog913@gmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

PAUL MONTANTE

(Name of Contact Person)

at 727-808-8627

(Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|--|--|--|--|
| ☐ \$35 Filing Fee | ☐ \$43.75 Filing Fee &
Certificate of Status | ☒ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | ☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
Enclosed) |
|--|--|--|--|

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

FILED

2015 AUG 26 PM 2:42

**AMENDED AND RESTATED ARTICLES OF INCORPORATION OF THE
HUMANE SOCIETY OF THE NATURE COAST, INC.**

We, the undersigned, pursuant to the provisions of Sections 617.1006 and 617.1007 of the Florida Not For Profit Corporation Act, do hereby amend and restate its Articles of Incorporation for the incorporation of a society for the care and prevention of cruelty to animals, and to that end do adopt and propose the following Articles of Incorporation:

ARTICLE I - NAME

The name of this corporation shall be "HUMANE SOCIETY OF THE NATURE COAST, INC.", and it is to be located in Hernando County, Florida.

ARTICLE II - PRINCIPAL OFFICE

The principal place of business shall be 7200 Mobley Road Brooksville, FL. 34601 with the principal mailing address of P.O. Box 10328 Brooksville, FL. 34603.

ARTICLE III - REGISTERED AGENT AND ADDRESS

The name and Florida Street address of the registered agent is:

Paul Montante
7910 Willow Brook Ct.
Hudson, FL 34667

ARTICLE IV - PURPOSE

The purpose of this corporation shall be to promote the health and well being of animals and for the prevention of cruelty to animals as follows:

- a. To operate an animal shelter in Hernando County, Florida, providing food, shelter and

- care for the abandoned and unwanted animals until they can be rehomed;
- b. Promote the enforcement of existing laws preventing cruelty to animals;
 - c. Control animal overpopulation through an effective spay/neuter program;
 - d. Promote and provide educational programs for the public through the media, schools and other organizations; and
 - e. Raise, receive and disburse funds for the carrying out of the business of the Society. This includes the acquisition of property, grants, gifts and bequests.

ARTICLE V - DESIGNATION AS 501(C) (3) ORGANIZATION

The corporation is organized and shall be operated exclusively for scientific, educational, charitable, and religious purposes and it is authorized to accept, hold, administer, invest, and disburse for scientific, educational, charitable, and religious purposes, such funds as may from time to time be given to it by any person, persons, corporations or government entities, to receive gifts and make financial and other types of contribution and assistance to scientific, educational, charitable, and religious organizations, and governmental entities, including, but not limited to, rendering support, aid, advice and services to scientific, educational, charitable, and religious organizations and governmental entities.

All of the assets and earnings shall be used exclusively for the purposes herein above set out, including payment of expenses incidental thereto; and no part of the net earnings shall inure to the benefit of any individual and no part of its activities shall be for the carrying on of propaganda or otherwise attempting to influence legislation.

Notwithstanding any other provision of these articles, the corporation will not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501 (c)(3) of the Internal Revenue Code, or a corporation contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code.

In the event of dissolution, all of the remaining assets of the corporation shall be distributed only for scientific, educational, charitable and religious purposes to organizations which have been ruled exempt by the Internal Revenue Code under Section 501 (c)(3) of the Internal Revenue Code or corresponding provisions of any subsequent federal tax laws.

In attempting to fulfill the general nature of the objects of this corporation, this corporation shall and must strictly adhere to the following provisions:

1. The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or any corresponding provisions of any subsequent federal tax laws.
2. The corporation shall not engage in any act of self-dealing as mentioned in Section 4941(d) of the Internal Revenue Code of 1954, or any corresponding provision of any subsequent federal tax laws.
3. The corporation shall not retain or acquire excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.
4. The corporation shall not make any investments which jeopardize its charitable purpose, and, accordingly, its investments shall be made in such a manner as not to subject the corporation to tax under Section 4944 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.
5. The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

ARTICLE VI – MEMBERSHIP

The Corporation shall not have any members

ARTICLE VII – TERMS OF EXISTENCE

The Corporation shall exist perpetually.

ARTICLE VIII – DIRECTORS/OFFICERS

The Corporation shall be managed, its properties controlled and its officers governed under the direction of its Board of Directors. The officers of the corporation shall consist of a

president, a vice president, a secretary, a treasurer and other such officers as the Board of Directors may elect. The directors of the Corporation will be elected as provided in the Bylaws of the Corporation. The number of directors of the Corporation shall be the number from time to time fixed by the Board of Directors of the Corporation annually as provided by the Bylaws. Two or more offices may be held by the same person.

ARTICLE IX - AMENDMENT OF BYLAWS

Except as otherwise required by law, the Bylaws of the Corporation may be amended, altered or rescinded, or new Bylaws may be adopted at any regular meeting of the Board of Directors, or at a special meeting of the Board of Directors called for that purpose. To be adopted, such amendment, alteration or rescission must receive the affirmative vote of two thirds (2/3) of the members of the Board of Directors present at a duly constituted meeting. Any amendment alteration or requirement of the Bylaws that changes or deletes a provision with a greater quorum or voting requirement must satisfy that greater quorum or voting requirement for the amendment, alteration or rescission to be effective.

ARTICLE X - AMENDMENT OF ARTICLES OF INCORPORATION

Except as otherwise required by law, the Articles of Incorporation may be amended, altered or rescinded at any regular meeting of the Board of Directors, or at a special meeting of the Board of Directors called for that purpose. To be adopted, such amendment, alteration or rescission must receive the affirmative vote of two thirds (2/3) of the members of the Board of Directors present at a duly constituted meeting.

ARTICLE XI - DISSOLUTION

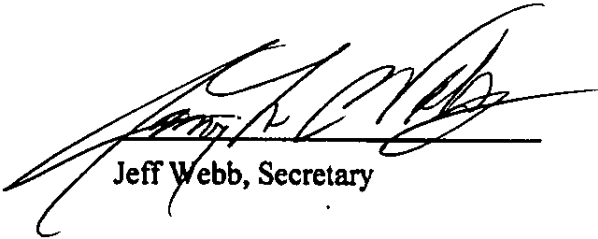
Upon dissolution, all of the Corporation's assets remaining after payment of all costs and expenses of such dissolution shall be distributed to the Florida Board of Governors or its successor in interest, to be used exclusively for the purposes set forth in Article III above. None of the assets shall be distributed to any officer, director, or member of the Corporation, or any other person or organization not described in the preceding sentence.

The foregoing AMENDED AND RESTATED ARTICLES OF INCORPORATION OF HUMANE SOCIETY THE NATURE COAST INC. supersede the existing Articles of Incorporation and were unanimously adopted by the Board of Directors on May 20, 2015 by the affirmative vote of 100% of the directors of the Corporation, which is sufficient for approval of the amendments and restatement.

DATE: 5/20/15


Lisa Judge, President

ATTEST:


Jeff Webb, Secretary

Acceptance of Registered Agent

I accept the appointment as registered agent for the Humane Society of the Nature Coast, Inc. and agree to act in its capacity. I further acknowledge that I am familiar with the statutory obligations of a registered agent and agree to comply with the provisions of all statutes relative to the proper completion of my duties.

5/20/15
Date


Paul J. Montante

Articles of Amendment
to
Articles of Incorporation
of

(Name of Corporation as currently filed with the Florida Dept. of State)

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

N/A The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

N/A

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

N/A

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

N/A

New Registered Office Address:

(Florida street address)

_____, Florida
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

☒ Change	<u>PT</u>	<u>John Doe</u>
☒ Remove	<u>V</u>	<u>Mike Jones</u>
☒ Add	<u>SV</u>	<u>Sally Smith</u>

Type of Action
(Check One)

Title

Name

Address

- | | | | |
|--|----------|-------------------------|---|
| 1) ☐ Change
☐ Add
☒ Remove | <u>T</u> | <u>SHARLENE MORRELL</u> | <u>5171 BONE LN</u>
<u>BROOKSVILLE, FL</u>
<u>34601</u> |
| 2) ☐ Change
☒ Add
☐ Remove | <u>T</u> | <u>TERI REEVES</u> | <u>4272 ROWAN RD.</u>
<u>BROOKSVILLE, FL</u> <u>34604</u> |
| 3) ☐ Change
☐ Add
☐ Remove | | | |
| 4) ☐ Change
☐ Add
☐ Remove | | | |
| 5) ☐ Change
☐ Add
☐ Remove | | | |
| 6) ☐ Change
☐ Add
☐ Remove | | | |

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

SEE ATTACHED REVISED
& AMENDED ARTICLES OF
INCORPORATION

The date of each amendment(s) adoption: _____, if other than the date this document was signed.

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Adoption of Amendment(s) (CHECK ONE)

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

Dated 5/26/15

Signature 
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

PAUL J. MONTANTE
(Typed or printed name of person signing)

VICE PRESIDENT
(Title of person signing)