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Department of State Division of Corporations Amendment Section 409 E Gaines Street Tallahassee, FL 32399

Re: Greyhound Lovers Adoption, Inc.

Articles of Amendment

Document Number: N02000000745

Dear Sir or Madam:

Please find attached the Articles of Amendment and your letter of April 14, 2003.

Your prompt attention to the filing of this amendment will be greatly appreciated.

Sincerely,

Edward Dondero

Director

2410 Overview Drive

New Port Richey, FL 34655



April 14, 2003

EDWARD DONDERO 2410 OVERVIEW DR. NEW PORT RICHEY, FL 34655

SUBJECT: GREYHOUND LOVERS ADOPTIONS, INC.

Ref. Number: N02000000745

We have received your document for GREYHOUND LOVERS ADOPTIONS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document you submitted has been prepared pursuant to profit statutes (chapter 607, Florida Statutes). As the entity was originally filed as a nonprofit corporation, this document should be filed pursuant to chapter 617, Florida Statutes.

Nonprofit corporations do not have shareholders. Please remove any reference to shareholders from the document.

The document must state that there are no members or members entitled to vote.

The name of the person signing the document must be typed or printed beneath or opposite the signature.

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) 245-6880.

Karen Gibson Document Specialist

Letter Number: 803A00022262

ARTICLES OF AMENDMENT TO THE ARTICLES OF INCORPORATION OF GREYHOUND LOVERS ADOPTIONS, INC.

Document Number: N02000000745

Territor Florada Pursuant to the provisions of section 61.1006, Florida Statutes, the understanding nonprofit corporation adopts the following articles of amendment to its articles incorporation.

First:

The articles of incorporation are amended and adopted as follows:

Article III-

The specific purpose for which this corporation is organized is adoption placement of retired racing dogs.

This organization is organized exclusively for charitable and purposes within the meaning of section 501(c) 3 of the Internal Revenue Code.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under 501(c) 3 of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law) or (b) by a corporation contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue Law.)

Upon 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 public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation 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.

Second: The date of adoption of the amendment was: March 14, 2003.

Third: There are no member or members entitled to vote on the amendment. The amendment was adopted by the board of directors.

Signed this 2157

day of April, 2003.

Edward Dondero, Director/Treasurer