

N03000007047

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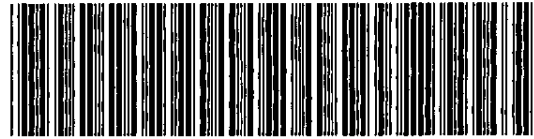
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Amended And
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SECRETARY OF STATE
TALLAHASSEE FLORIDA

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Big Cat Rescue Corp.

DOCUMENT NUMBER: N03000007047

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

Please return all correspondence concerning this matter to the following:

Carole Baskin

(Name of Contact Person)

Big Cat Rescue Corp.

(Firm/ Company)

PO Box 340189

(Address)

Tampa, FL 33694-0189

(City/ State and Zip Code)

MakeADifference@BigCatRescue.org

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

For further information concerning this matter, please call:

Howard Baskin

(Name of Contact Person)

at (813) 889-7244

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

Nonstock

Nonprofit

**Amended and Restated Articles of Incorporation
of
Big Cat Rescue Corp.
September 6, 2011**

The undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Law of the State of Florida, pursuant to Chapter 617, Florida Statutes, do hereby certify:

That the undersigned agree to act in accordance with the law as provided in the Florida Statutes, but are limited as follows: Said Corporation is organized exclusively for providing a wildlife sanctuary and refuge to exotic and non exotic cats. Said Corporation will provide food, shelter, socialization, sanitary services and veterinary care for the animals in its care and will seek to purchase, or accept animals in need of care. Said Corporation will educate the general public as to the endangered status of many of the refuge's residents and will promote preservation of both wildlife and it's habitat on a global basis. Said Corporation will implement a broad based campaign to seek donation from the general public, through a regularly operated public display and public appearances, and fund raisers to provide the required food, shelter, custodial and veterinary care for said animals. Said Corporation is organized to make distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code and is known by FEIN 59-3330495.

The names and addresses of the persons who are the initial registered agent or trustees of the corporation are as follows:

Carole Lewis
12802 Easy Street
Tampa, FL 33625

The name and address of the current registered agent is:

Carole Baskin
12802 Easy Street
Tampa, FL 33625

The names and the street addresses of the initial officers are:

Carole Lewis, CEO
12802 Easy Street
Tampa, FL 33623

Jamie Veronica Murdock President and Director

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12802 Easy Street
Tampa, FL 33625

Daniel Capiro, Vice President and Director
12802 Easy Street
Tampa, FL 33625

Vernon C. Stairs, Treasurer and Director
12802 Easy Street
Tampa, FL 33625

Scott Lope
12802 Easy Street
Tampa, FL 33625

Cathy Mayeski
12802 Easy Street
Tampa, FL 33625

PRINCIPAL PLACE OF BUSINESS

The principal office of the Corporation is 12802 Easy Street, Tampa, Florida 33625.

MANNER OF ELECTION OF DIRECTORS

Directors shall be elected or appointed as provided in the Bylaws of the Corporation. As this is a nonprofit and non stock corporation, there are no members and no memberships.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to it's members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for the services rendered and to make payments and distributions in furtherance of the purposes set for in article three hereof. No substantial part of the activities of the corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. 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 the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, of the corresponding section of any future federal tax code.

DISSOLUTION

Upon the dissolution of the 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 the 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 so disposed of shall be disposed by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization(s) as the Court shall determine, which are organized and operated exclusively for such purposes.

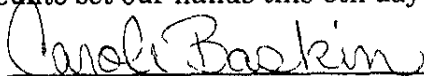
MEETINGS:

Meetings shall be held in accordance with the Bylaws of the Corporation. The fiscal year end shall be on the last day of December each year.

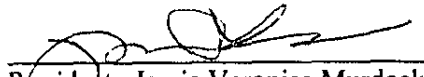
AMENDMENTS:

These Articles of Incorporation may be amended by an affirmative vote of two-thirds (2/3) of the members of the Board of Directors present at a duly constituted meeting.

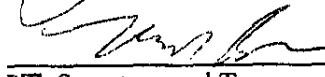
We, the undersigned, being each of the current officers and directors, for the purpose of amending and restating the Articles of Incorporation of this nonprofit corporation pursuant to laws of the State of Florida, do make this certificate, hereby declaring and certifying that the facts herein stated are true, and accordingly have hereunto set our hands this 6th day of September 2011.



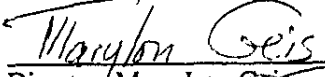
CEO: Carole Baskin



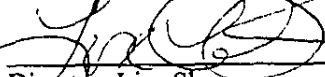
President: Jamie Veronica Murdock



VP, Secretary and Treasurer: Howard Baskin



Director: Mary Lou Geis



Director: Lisa Shaw

Articles of Amendment
to
Articles of Incorporation
of

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

Big Cat Rescue Corp.

(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

(Florida street address)

New Registered Office Address:

(City)

Florida

(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:

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

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <u> </u> Change <u> </u> Add <u> </u> Remove	_____	_____	_____ _____ _____
2) <u> </u> Change <u> </u> Add <u> </u> Remove	_____	_____	_____ _____ _____
3) <u> </u> Change <u> </u> Add <u> </u> Remove	_____	_____	_____ _____ _____
4) <u> </u> Change <u> </u> Add <u> </u> Remove	_____	_____	_____ _____ _____
5) <u> </u> Change <u> </u> Add <u> </u> Remove	_____	_____	_____ _____ _____
6) <u> </u> Change <u> </u> Add <u> </u> Remove	_____	_____	_____ _____ _____

E. If amending or adding additional Articles, enter change(s) here:

(attach additional sheets, if necessary). (Be specific)

Added article listing Principal Place of Business. Amended articles titled "Manner of Election of Directors" and "Meetings" to refer to those provisions in the Bylaws. Amended article on Amendments to require an affirmative vote of 2/3 of the Board to amend these Articles of Incorporation.

The date of each amendment(s) adoption: 9-6-11

Effective date if applicable: N/A

(no more than 90 days after amendment file date)

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 12-28-11

Signature Carole Baskin

(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)

Carole Baskin

(Typed or printed name of person signing)

CEO and Founder

(Title of person signing)