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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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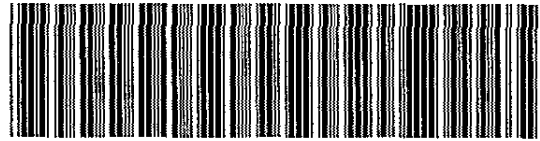
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TALLAHASSEE, FL 0911

2006 MAR 10 AM 11:39

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Amend
G. Coullotte MAR 20 2006

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Talk to Your Animal Foundation, Inc

DOCUMENT NUMBER: _____

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

Please return all correspondence concerning this matter to the following:

Patricia Daniels
(Name of Contact Person)

(Firm/ Company)

3202 Colwell Ave # 2704
(Address)

Tampa, FL 33614
(City/ State and Zip Code)

For further information concerning this matter, please call:

Patricia Daniels at (_____) _____
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$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

AMENDED ARTICLES OF INCORPORATION

OF

TALK TO YOUR ANIMAL FOUNDATION, INC.

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation act, hereby adopts the following Amended Articles of Incorporation:

ARTICLE I. NAME AND PRINCIPAL OFFICE

The name of the Corporation is TALK TO YOUR ANIMAL FOUNDATION, INC. The principal place of business is 3202 Colwell Avenue, Ste 2704, Tampa, FL 33614; the mailing address shall be: 3202 Colwell Avenue, Ste. 2704, Tampa, FL 33614

ARTICLE II. DURATION

This Corporation shall have perpetual existence, commencing upon filing of these Articles.

ARTICLE III. PURPOSE

Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes the making of distributions to organizations that qualify as exempt organizations under section 501©(3) of the Internal Revenue Code or corresponding section of any future federal tax code.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code or corresponding section of any future federal tax code.

Upon the dissolution of the organization, 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. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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.

ARTICLE V, STATUTORY/ REGISTERED OFFICE AND AGENT

Statutory/Registered Agent. The corporation appoints Elizabeth A. Townes who is a bona fide resident of Florida. This appointment may be revoked at any time in accordance with the rules of the State of Florida.

Registered Place of Business. The initial registered place of business shall be:

Street Address: 3202 Colwell Avenue, Ste, 2794, Tampa, FL 33614. This address is the same as the mailing address for the corporation.

ARTICLE VI. INITIAL BOARD OF DIRECTORS

This Corporation shall have three (3) directors initially. The number of directors may be increased or diminished from time to time by the BY-LAWS, but never be less than three (3). The Board of Directors must be residents of the State of Florida and members of this Corporation. The name and address of the initial Directors of the Corporation are: PATRICIA V. DANIELS, 3202 Colwell Avenue, Ste. 2704, Tampa, FL 33614, ESTHER FERNANDEZ, 4038-B Cortez Drive, Tampa, FL 33614, and LAVADA STARR, 8481 Concord Blvd E, Jacksonville, FL 32208.

ARTICLE VII. INCORPORATORS

The name and address of the person signing these Articles of Incorporation is:
PATRICIA V. DANIELS, who resides at 3202 Colwell Avenue, Ste. 2704 , Tampa, FL 33614

ARTICLE VIII. BY-LAWS

The power to adopt, alter, amend. Or repeal the By-Laws of this Corporation shall be vested in the Board of Directors and the Members of the Corporation.

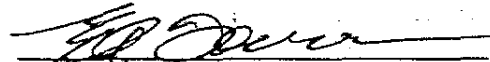
ARTICLE IX. STATUTORY/REGISTERED AGENT VERIFICATION

Having been designated to act as Statutory/Registered Agent, I hereby consent to act in that capacity until removed or until my resignation is submitted in accordance with the laws of the state.

The Statutory/Registered Agent can be reached at the following address:

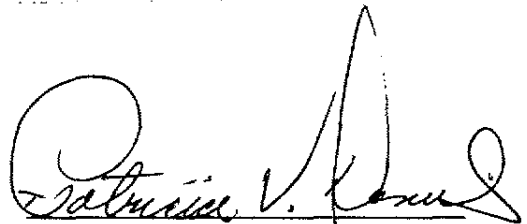
2701 W. Busch Blvd., Suite 211, Tampa, Florida 33618

Date: 3/4/06



Signature of Statutory/Registered Agent

IN WITNESS WHEREOF, the undersigned has made and subscribed the Articles of Incorporation at Tampa, Hillsborough County, Florida, on the 6th day of March, 2006.



PATRICIA V DANIELS
INCORPORATOR


STATE OF FLORIDA

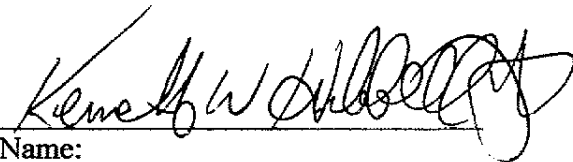
COUNTY OF HILLSBOROUGH

BEFORE ME THE UNDERSIGNED AUTHORITY, personally appeared
PATRICIA V. DANIELS, who is to me well known to be the person described in and
who subscribed the above Amended Articles of Incorporation, and she did freely and
voluntarily acknowledge before me according to law that she made and subscribed the
same of the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and my official seal at
Tampa, Hillsborough County, Florida, this 6th day of March, 2006.

NOTARY PUBLIC

NOTARY PUBLIC-STATE OF FLORIDA
 Kenneth W. Hubbell, II
Commission # DD500171
Expires: DEC. 18, 2009
Bonded Thru Atlantic Bonding Co., Inc.



Name:

My Commission Expires:

My Commission No. Is:

The date of adoption of the amendment(s) was: 3/4/06

Effective date if applicable: _____
(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 was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signature Patricia V. Daniels
(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.)

Patricia V. Daniels
(Typed or printed name of person signing)

DIRECTOR
(Title of person signing)

FILING FEE: \$35