

N04000004635

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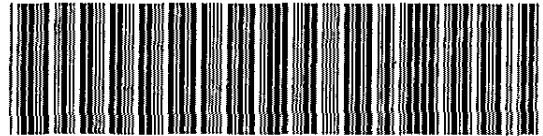
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Ambr.

ATTORNEY AT LAW

MARK R. HALL, P.A.

CERTIFIED MEDIATOR

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(386) 423-1221

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E-MAIL: mark@mhallpa.com

February 16, 2005

VIA PRIORITY MAIL

Amendment Section
Division Of Corporations
409 East Gaines Street
Tallahassee, Florida 32399

RE: UNITED HUMANITARIANS PROMOTING ANIMAL WELFARE, INC.
Document No. N04000004635

To Whom It May Concern:

Enclosed please find the following for your consideration:

1. Articles of Amendment to Articles of Incorporation for United Humanitarians Promoting Animal Welfare, Inc., and one copy

2. Mark R. Hall Trust account check in the amount of \$61.25 for the filing fee of \$35.00; and certified copy fee of \$26.25 for three (3) certified copies.

Once the Articles of Amendment have been filed, please forward the certified copies to the address above.

For further information concerning this matter, please contact me at (386) 423-1221.

Thank you for your attention to this matter.

Sincerely,

MARK R. HALL, P.A.


CAROL GARDNER
Legal Assistant

Enclosures

**Articles of Amendment
To
Articles of Incorporation
Of
UNITED HUMANITARIANS PROMOTING ANIMAL WELFARE, INC.
Document Number N04000004635**

Pursuant to the provisions of section 617.1006, Florida Statutes, this Florida Not-for-Profit Corporation adopts the following amendments to its Articles of Incorporation:

AMENDMENTS ADOPTED:

Strike Article II and replace it with the following:

**ARTICLE II
PRINCIPAL OFFICE**

The principal place of business of this corporation shall be:
United Humanitarians Promoting Animal Welfare, Inc.
2037 Country Club Drive
Daytona Beach, FL 32128

The mailing address of this corporation shall be:
United Humanitarians Promoting Animal Welfare, Inc.
P.O. Box 291365
Port Orange, FL 32129

Strike Article III and replace it with the following:

**ARTICLE III
PURPOSES**

Said corporation is organized exclusively for the prevention of cruelty to animals within the meaning of Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code.

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Add new Article VIII as follows:

ARTICLE VIII
DISTRIBUTION OF ASSETS UPON DISSOLUTION

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 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 of by a Court of Competent Jurisdiction 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.

Add new Article IX as follows

ARTICLE IX
COMPENSATION AND POLITICAL ACTIVITY


No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, trustees, officers, or other private persons, except that the corporation 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 Article III hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing and 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 section 501(c)(3) of the Internal Revenue Code, or 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, or the corresponding section of any future federal tax code.

The date of adoption of the amendment was February 12, 2005.

Adoption of Amendment:

There are no members entitled to vote on the amendment. The amendment was adopted by the Board of Directors.

Signed this 12th day of February, 2005.


GISELE FOUND
President