NO5000000706

DIVISION OF CORPORATIONS

2005 JAN 27 PM 2: 1.2

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Amend. B

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TO: Amendment Section

Division of Corporations

NAME OF CORPORATION: It's All About the Cats, Inc.

DOCUMENT NUMBER: N05000000706

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

Please return all correspondence concerning this matter to the following:

Carol J. Sweeney It's All About the Cats, Inc. 1110 4th Street Orlando, FL 32824

For further information concerning this matter, please call:

Carol J. Sweeney

at

(407) 816-8153.

Enclosed is a check for the following amount:

43.75 Filing Fee & Certified Copy (Additional copy is enclosed)

Mailing Address

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

ARTICLES OF AMENDMENT to ARTICLES OF INCORPORATION of

DIVISION OF CORPORATIONS
2005 JAN 27 PM 2: 42

It's All About the Cats, Inc.
Document Number: N05000000706

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:

AMENDMENTS ADOPTED

Article IX

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 of 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 or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article X.

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 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, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

The date of adoption of the amendment(s) was: January 24, 2005

Adoption of Amendments: There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signed this 24th day of January, 2005.

Signature Carol P. Sweeney

Secretary / Treasurer

FILING FEE: \$35