

NO5000009507

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP WAIT MAIL

(Business Entity Name)

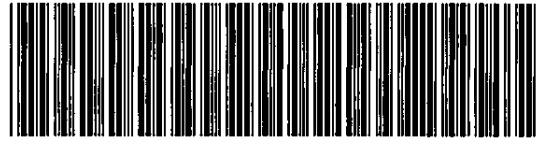
(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only

Alice Newman GAVE
AUTHORIZATION BY PHONE TO
CORRECT *date of adoption*
DATE _____
DOC. EXAM _____



100088789761

02/23/07--01019--009 **35.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2007 FEB 23 AM 11:39

Ps 2/26/07
Amend

ALICE B. NEWMAN

ATTORNEY & COUNSELOR AT LAW

ONE BOCA PLACE

2255 GLADES ROAD - SUITE 324 ATRIUM

BOCA RATON, FLORIDA 33431-8571

TELEPHONE 561-482-0680

FAX 561-482-0171

www.alicenewman.com

EMAIL alice@alicenewman.com

ADMITTED TO PRACTICE IN NY, NJ & FL

PLEASE REPLY TO:

BOCA RATON, FL OFFICE

MONTVALE, NJ OFFICE

OF COUNSEL TO:

RUBENSTEIN, MEYERSON, BLAKE & FOX, P.A.

ONE PARAGON DRIVE SUITE 240

MONTVALE, NJ 07645-1744

TELEPHONE 201-802-9202

FAX 201-802-9201

February 20, 2007

Department of State, Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

**RE: GOLDEN RESCUE SOUTH FLORIDA, INC.
DOCUMENT NO. N05000009907**

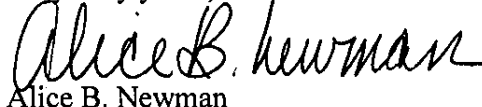
Dear Sir or Madam:

I enclose an original and one (1) copy of Articles of Amendment to the Articles of Incorporation of the above referenced corporation, together with my check in the amount of \$35.00, representing the filing fees, and a stamped, self addressed envelope.

Please file the Articles of Amendment and return a file stamped copy to me, together with a letter of acknowledgment.

If you have any questions or need further information, kindly contact the undersigned at 561-482-0680. Thank you in advance for your prompt attention to this matter.

Very truly yours,



Alice B. Newman

ABN:me

Enclosure(s)

cc: Caroline M. Johnson, President, Golden Rescue South Florida
Tracy Prater, Tax Exempt/Government Entities Division, Internal Revenue Service
(via US Mail with enclosures, copy of IRS review information and official check in the amount of \$450.00 as requested.)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

2007 FEB 23 AM 11:39

ARTICLES OF AMENDMENT
TO THE
ARTICLES OF INCORPORATION
OF
GOLDEN RESCUE SOUTH FLORIDA, INC.

Pursuant to the provisions of Section 617.1006, Florida Statutes, the Articles of Incorporation of Golden Rescue South Florida, Inc. (the "Corporation"), Charter Number N0500009907, are hereby amended as follows:

FIRST: ARTICLE III to the Articles of Incorporation is deleted in its entirety replaced with the following:

ARTICLE III

Purpose

The specific purpose for which this corporation is organized is:

- a) To rescue Golden Retrievers and other canines, to provide foster homes, medical and veterinary treatment and adoption services for Golden Retrievers and other canines and to educate the public about ethical canine breeding purposes;
- b) The Corporation is organized exclusively for charitable, religious, education, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

SECOND: ARTICLE VII is hereby added to the Articles of Incorporation as follows:

ARTICLE VII

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 purposes 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.

THIRD: ARTICLE VIII is hereby added to the Articles of Incorporation as follows:

ARTICLE VIII

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 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 purpose.

There are no members or members entitled to vote on the amendments. The foregoing amendments were adopted by the Board of Directors on February 15, 2007.

IN WITNESS WHEREOF, the undersigned President has executed these Articles of Amendment to the Articles of Incorporation as of this 15th day of February, 2007.


CAROLINE M. JOHNSON, PRESIDENT