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ROTARY FLORIDA PETS, INC.

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**AMENDED ARTICLES OF AMENDMENT
 OF
 ROTARY FLORIDA PETS, INC.**

The undersigned corporation (the "Corporation"), in accordance with the Florida General Corporation Act and its Articles of Incorporation, hereby adopts the following Articles of Amendment:

1. Corporate Name: The name of the Corporation is: ROTARY FLORIDA PETS, INC., a Florida Not For Profit Corporation under Document # N06000000838.
2. Adoption: The Amendment has been adopted by written consent of all of the members of the Corporation on September 15, 2011.
3. Amendment: The Articles of Incorporation are amended as follows:

ARTICLE 2: CORPORATE PURPOSE

"The Corporation is organized and shall be operated exclusively for the purposes of:

"2.01 The general purpose for which this corporation is organized is exclusively for charitable and educational 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 sections of any future federal tax code.

"2.02 The specific purpose for which this corporation is organized is for the advancement of Rotary and its charitable, literary, and educational benefits through leadership programs designed for the Presidents-Elect of Rotary Clubs located within the State of Florida, focusing on preparing them for the challenges of their year as President of their Clubs by providing them with the theoretical and practical applications for continuous improvement as leaders and citizens, so that they will be able to empower their local Rotary Club to advance charitable, literary and educational programs that benefit their local, regional, national and international sphere of influence.

"2.03 To provide for other worthy community based needs, and to possess all the rights, privileges and immunities, and enjoy all the benefits and powers granted to corporations not for profit under the laws of the State of Florida, and the United States of America."

ARTICLE 5: DISPOSITION OF ASSETS UPON DISSOLUTION

"Upon the dissolution of the organization, assets shall be distributed to The Rotary Foundation of Rotary International (the "Foundation", a 501(c)(3) entity) 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 if the Foundation shall no longer exist or maintain its 501(c)(3) status, then to 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 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.”

4. Effective Date: The Amendment is effective upon filing.

IN WITNESS WHEREOF, the undersigned have executed and signed these Articles of Amendment on behalf of the Corporation this 27th day of September, 2011.

ROTARY FLORIDA PETS, a Florida corporation

By: 
TIMOTHY C. SCHULER, President