

NO10000000907

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

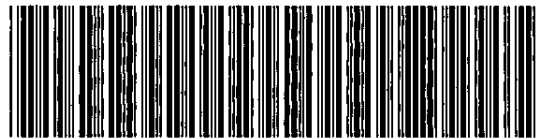
(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



900109210229

09/10/07--01016--012 **35.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 NOV 14 AM 8:05

Anund/Restated
@ 11.14.07



A. JEFFREY TOMASSETTI, PLC

Attorney at Law

A. Jeffrey Tomassetti, Esq.

September 6, 2007

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

RE: Rescuing Animals in Nassau, Inc.

Dear Sir/Madam:

Enclosed please find the Articles of Amendment to Articles in Incorporation of Rescuing Animals in Nassau, Inc. along with a check in the amount of \$35.00 for the filing fee.

Please return the recorded Articles of Amendment to A. Jeffrey Tomassetti, Esq., P. O. Box 1443, Fernandina Beach, FL 32035, (904) 261-1833.

If you have any questions please call.

Sincerely,

A handwritten signature in cursive script, appearing to read 'A. Jeffrey Tomassetti'.

A. Jeffrey Tomassetti

AJT/gc



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 13, 2007

A. JEFFREY TOMASSETTI
POST OFFICE BOX 1443
FERNANDINA BEACH, FL 32035-1443

SUBJECT: RESCUING ANIMALS IN NASSAU, INC.
Ref. Number: N07000000907

We have received your document for RESCUING ANIMALS IN NASSAU, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

A certificate must accompany the Restated Articles of Incorporation setting forth one of the following statements: (1) The restatement was adopted by the board of directors and does not contain any amendments requiring member approval; OR (2) If the restatement contains an amendment requiring member approval, the date of adoption of the amendment by the members and a statement that the number of votes cast for the amendment was sufficient for approval.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6964.

Irene Albritton
Document Specialist

Letter Number: 407A00054269

RECEIVED

2007 NOV 14 AM 8:00

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amended and Restated
ARTICLES OF INCORPORATION
OF
RESCUING ANIMALS IN NASSAU, INC.
(A Corporation Not For Profit)

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
07 NOV 14 AM 8:05

The undersigned being desirous of forming a corporation not for profit under the provisions of Chapter 617 of the Florida Statutes, and in accordance with all pertinent laws of the State of Florida, do hereby subscribe and adopt the following Articles of Incorporation for such corporation:

ARTICLE I

Name

The name of this corporation is: RESCUING ANIMALS IN NASSAU, INC. The principal address of the corporation is 44208 Rebecca Lane Callahan, Florida 32011.

AMENDED ARTICLE II

Duration

The period of duration of this corporation is perpetual, unless dissolved according to law. Corporate existence shall commence upon the filing of these Articles of Incorporation with the Secretary of State of Florida.

AMENDED ARTICLE III

Purposes

This corporation is organized exclusively for charitable purposes as follows:

(a) To provide charitable and educational services pertaining to rescuing, placing and educating the public about stray and unwanted pet animals and pet overpopulation.

(b) To receive, maintain and accept, as assets of the corporation, any property, whether real, personal or mixed, by way of gift, bequest, devise or purchase from any person, firm, trust or corporation, to be held, administered and disposed of in accordance with and pursuant to the provisions of these Articles of Incorporation; but no gift, bequest, devise or purchase of any such property shall be received or made and accepted if it is conditioned or limited in such manner as shall require the disposition of income or principal to any organization other than a governmental or charitable organization or for any purpose which would jeopardize the Federal Income Tax

exemption of this corporation pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as now in force or acts in amendment thereof or substitution therefor.

In carrying out its purposes, the corporation may receive, hold, invest and reinvest gifts and grants of money or property, collect income, sell or lease property, and disburse funds to any person or organization, public or private.

This corporation is organized and will operate exclusively for exempt purposes. No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to any, officer or director of this corporation or other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes). No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and this corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these articles, this corporation shall not conduct or carry on any activities not permitted to be conducted or carried on (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (the code) (or the corresponding provision of any future United States Internal Revenue Law) or (b) by any organization contributions to which are deductible under Section 170(c)(2) of the Code (or the corresponding provision of any

future United States Internal Revenue Law).

AMENDED ARTICLE IV

Powers

This corporation shall have all powers provided for Corporations Not For Profit by Chapter 617 of the Florida Statutes or corresponding provisions of any subsequent statute, and all the powers of any other statute or law which do not in any way adversely affect the corporation's status as a corporation not for profit under Chapter 617 of the Florida Statutes.

AMENDED ARTICLE V

Registered Office and Registered Agent

The street address and city of the registered office of the corporation is 406 Ash St., Fernandina Beach, Florida 32034, and the name of its registered agent at such address is Alexandra Maddox.

AMENDED ARTICLE VI

Directors

This corporation shall have three founding directors initially, for a term not to exceed ninety days, whichever first occurs. The number of directors may be increased

or diminished from time to time as provided in the By-laws but shall never be less than three. The names and addresses of the persons who are to serve as the directors are:

Rhondalynn D. Goodwin	24 Marsh Bay Court Fernandina Beach, Florida 32034
Larry Wood	8144 First Coast Highway Fernandina Beach, Florida 32034
Eloise Sedlack	95136 Spinnaker Dr Fernandina Beach, Florida 32034
Rosemary Albright	13 Willow Pond Road Fernandina Beach, Florida 32034

AMENDED ARTICLE VII

Non-Stock Basis

This corporation is organized upon a non-stock basis.

AMENDED ARTICLE VIII

Incorporator

The names and addresses of the incorporator of these Articles of Incorporation is:

David R. Repass	1301 Riverplace Boulevard 2601 Jacksonville, Florida 32207
-----------------	--

AMENDED ARTICLE IX

Officers

There shall be a President, a Vice President, a Treasurer, and a Secretary. The officers shall be elected at the annual meeting of the corporation and shall serve until their successors are elected and qualified. The officers shall serve such terms and perform such duties as may be prescribed from time to time in the By-laws. The following persons shall constitute the initial officers of the corporation to serve until their successors have been elected and qualified:

President:	Rhondalynn D. Goodwin
Vice President:	Larry Wood
Secretary:	Rosemary Albright
Treasurer:	Eloise Sedlack

AMENDED ARTICLE X

By-Laws

The Board of Directors of this corporation shall adopt By-laws not inconsistent with these Articles of Incorporation for the conduct of the corporation's business and the carrying out of its purposes. The By-laws may be amended, altered or rescinded in whole or in part, from time to time, by a majority vote of the directors present at a

meeting at which a quorum is present; provided, however, that if the meeting is other than the annual meeting of the Board of Directors, ten (10) days' notice in writing of the time, place and purpose of such meeting shall be given to each director unless such notice shall be waived in writing.

AMENDED ARTICLE XI

Dissolution

Upon the dissolution of this corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of this corporation, dispose of all of the assets of this corporation exclusively for the purposes of this organization in such manner, or to such organization or organizations organized and operated exclusively for governmental, charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court in and for the Judicial Circuit in which the principal office of this 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.

AMENDED ARTICLE XII

Amendments to Articles of Incorporation

These Articles of Incorporation may be amended from time to time as provided by the laws of Florida applicable to corporations not for profit. In the event there shall be no specific provision, or adequate provisions, for such amendment under Florida law at the time of such intended amendment, then the manner of amendment shall be that manner of amendment provided under Florida Statutes 617, to the extent this Statute does not conflict with applicable law then in effect.

IN WITNESS WHEREOF, the undersigned President has executed these Articles of Incorporation this

4th day of Sept. 2007.

Rhonda Lynn D. Korman President

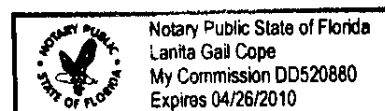
STATE OF FLORIDA
COUNTY OF NASSAU

BEFORE ME, the undersigned authority, personally appeared the person named above, known to me and known by me to be the person who executed the foregoing Articles of Incorporation and he to and before me that he executed those Articles of Incorporation for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal at Fernandina Beach, Nassau County, Florida, this 4 day of Sept, 2007.

Lanita Gail Cope

Notary Public, State of Florida
at Large
My Commission Expires:

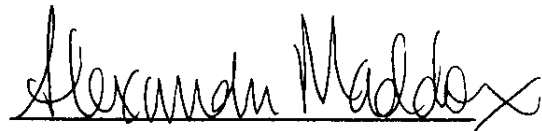


CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said Act:

That RESCUING ANIMALS IN NASSAU, INC., (a corporation not for profit), desiring to organize under the laws of the State of Florida, with its registered office as indicated in the Articles of Incorporation at Fernandina Beach, Nassau County, Florida, has named Alexandra Maddox, 406 Ash St., Fernandina Beach, Florida 32034, at such registered office as its agent to accept service of process within this state.

Having been named to accept service of process for the above named corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.


Alexandra Maddox

The date of adoption of the amendment(s) was: Sept. 4, 2007

Effective date if applicable: Upon recording with state
(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 Rhondalynn D. Goodwin
(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.)

Rhondalynn D. Goodwin
(Typed or printed name of person signing)

President
(Title of person signing)

FILING FEE: \$35