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COVER LETTER

TO: Amendment Section Division of Corporations

NAME OF CORPORATION: HAVE A HEART FOR COMPANION ANIMALS INC
DOCUMENT NUMBER: NO100007740
The enclosed Articles of Amendment and fee are submitted for filing.
Please return all correspondence concerning this matter to the following:
John MARINELLI' (Name of Contact Person)
HAVE A HEART FOR COMPANION ANIMALS INC (Firm/ Company)
17 Pecan DR (Address)
OCALA FL. 34472 (City/ State and Zip Code)
For further information concerning this matter, please call:
John Marinelli at (352) 687-1776 or 1773 (Name of Contact Person) (Area Code & Daytime Telephone Number)
Enclosed is a check for the following amount:
\$35 Filing Fee Certificate of Status \$43.75 Filing Fee & Certificate of Status (Additional copy is enclosed) \$43.75 Filing Fee & Certificate of Status (Additional copy is enclosed)
Mailing AddressStreet AddressAmendment SectionAmendment SectionDivision of CorporationsDivision of CorporationsP.O. Box 6327Clifton BuildingTallahassee, FL 323142661 Executive Center Circle

Tallahassee, FL 32301

Articles of Amendment to Articles of Incorporation of

HAVE A HEART FOR COMPANION ANIMALS IN (Name of corporation as currently filed with the Florida Dept. of State)	<u>r</u> ,		
(Document number of corporation (if known)			
Pursuant to the provisions of section 617.1006, Florida Statutes, this <i>Florida Not For Profit Corporation</i> adopts the following amendment(s) to its Articles of Incorporation:			
NEW CORPORATE NAME (if changing):			
(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like implanguage; "Company" or "Co." may <u>not</u> be used in the name of a not for profit corporation) AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article	ort in		
Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC)			
Please see attached sheet.			
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(Attach additional pages if necessary) (continued)

Have A Heart for Companion Animals Inc Document # N07000007740

Amendments To The Articles of Incorporation

Please amend article II by replacing the existing text with the following new text

"Have A Heart for Companion Animals Inc is organized exclusively for charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under 501 (c) 3 of the internal revenue code, or corresponding section of any future federal tax code."

"Its mission shall be to reduce over population of unwanted and abandoned companion animals; to care for, i.e. treat, train, house, and re-home unwanted animals; to promote animal welfare in the surrounding communities; to educate animal lovers and the community at large on good companion animal care." (See Article IX for Program of Work)

Please amend Article X by replacing the existing text with the following new text

Article X-Dissolution of Assets

Dissolution

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 corresponding section of any future federal tax code, or shall be distributed to the federal government, or to 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 principle 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.

Approved by the Board of Directors on 9/16/07

John Marinelli, Vice President

The date of adoption of the amendment(s) was: 9/16/07 Effective date if applicable: 9/16/07 (no more than 90 days after amendment file date)		
Adoption of Amendment(s)	(CHECK ONE)	
The amendment(s) was for the amendment was	as (were) adopted by the members and the number of votes cast as sufficient for approval.	
_	s or members entitled to vote on the amendment. The vere) adopted by the board of directors.	
have not been sele	r vice chairman of the board, president or other officer- if directors cted, by an incorporator- if in the hands of a receiver, trustee, or ed fiduciary, by that fiduciary.)	
	marinelli' ed or printed name of person signing)	
	JP	
	(Title of person signing)	

FILING FEE: \$35