

NO7000010138

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THE CLYDEY FOUNDATION, INC.

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**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
THE CLYDEY FOUNDATION, INC.**

The following provisions of the Articles of Incorporation of The Clydey Foundation, Inc., a Florida not-for-profit corporation (the "Corporation"), filed with the Department of State on October 16, 2007 under document number N07000010188, be and the same hereby amended as shown below:

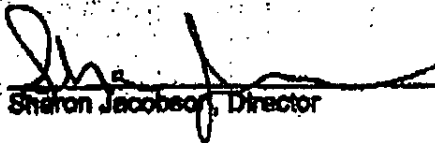
- 1. Section 4.1 of Article IV of the Articles of Incorporation of this Corporation is hereby deleted in its entirety and replaced with the following:

ARTICLE IV - PURPOSE

Section 4.1 Notwithstanding any other provisions of these articles, the purposes for which this organization is organized are exclusively religious, charitable, scientific, literary and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law. The initial purpose of the Corporation is to work with animal hospitals to cover medical costs for animals, to work with other foundations that care for strays until they are adopted and to open a shelter for strays and those animals with illnesses that prevent them from being housed with other animals that are not diseased.

The foregoing amendment was approved by a Consent Action of the membership consisting of the Board of Directors of this Corporation, dated the 14th day of February, 2008. Pursuant to the Articles of Incorporation of this Corporation, any individual who serves on the Board of Directors shall automatically be recognized as a member of the Corporation. There are no other members entitled to vote other than the Board of Directors. The number of votes cast by the Board of Directors in favor of the foregoing amendment was sufficient to approve the foregoing amendment.

IN WITNESS WHEREOF, the undersigned being a Director of this Corporation, has executed these Articles of Amendment on this 14th day of February, 2008.


Sharon Jacobson, Director

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