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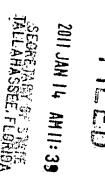
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Attorneys

MARVIN S. SCHULMAN

MARC C. BROIMAN*

MICHAEL J. COHEN*

*of counsel

Paralegals

SARAH I. OLIVER, CLA**

LINDA M. DILLISTIN, CLA

**office manager

1.4.2011

Division of Corporations Amendment Section Post Office Box 6327 Tallahassee, Florida 32314

RE: TEARS OF HOPE PET RESCUE FOUNDATION, INC. DOCUMENT NUMBER: N10000010347

To Whom It May Concern:

Enclosed please find Amended Articles of Incorporation of Tears of Hope Pet Rescue Foundation, Inc., for filing and our check number 11617, made payable to Secretary of State, in the amount of \$52.50. This amount represents the filing fees for the Amended Articles of Incorporation, a certified copy and a certificate of status. I have enclosed a self-addressed, stamped envelope for your convenience.

If you have any questions, please do not hesitate to contact this office.

Thanking you for your anticipated attention and cooperation, I herein remain,

Sincerely,

SCHULIAN LAW GROUP

By:

Marvin S Schulman, Esq.

For the Wirm

mss@schalaw.com

Enclosures MSS: sio

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AMENDED ARTICLES OF INCORPORATION

FOR

TEARS OF HOPE PET RESCUE FOUNDATION, INC.

The undersigned incorporator hereby **amends** the original Articles of Incorporation for TEARS OF HOPE PET RESCUE FOUNDATION, INC., originally electronically filed November 4, 2010, Document Number N10000010347.

ARTICLE I

The name of the corporation is:

TEARS OF HOPE PET RESCUE FOUNDATION, INC.

ARTICLE II

The principal place of business address:

12109 Sheridan Street Cooper City, Florida 33026

The mailing address of the corporation is:

12109 Sheridan Street Cooper City, Florida 33026

ARTICLE III

The specific purpose for which this corporation is organized is:

A non-for profit pet and animal rescue foundation organized to do all matters permissible by law.

ARTICLE IV

The manner in which directors are elected or appointed is:

As provided by for in the By Laws.

SECRETARY SE SEATS TALLAHASSEE, FIRESTA

ARTICLE V

The name and Florida street of the registered agent is:

MARVIN S. SCHULMAN, P.A. 2883 Executive Park Drive Suite 200 Weston, Florida 33331

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent signature:

ARTICLE VI

The name and address of the incorporator is:

DAVID S. BIEBER 12109 Sheridan Street Cooper City, Florida 33026

Incorporator signature:

ARTICLE VII

Daied S. Bielen

The officers and/or directors of the corporation are:

Title: President/Treasurer/Director

David Scott Bieber 12109 Sheridan Street Cooper City, Florida 33026

Title: Vice President/Director

Marvin S. Schulman

2883 Executive Park Drive

Suite 200

Weston, Florida 33331

Title: Secretary/Director

Howard Meitzer

17048 Northwest 16th Street Pembroke Pines, Florida 33028

ARTICLE VIII

The effective date for this corporation shall be:

October 28, 2010