

N10000010347

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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PICK-UP

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MAIL

(Business Entity Name)

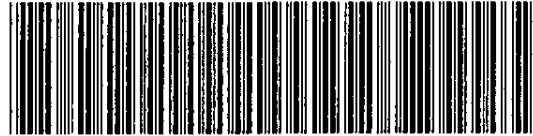
(Document Number)

Certified Copies _____

Certificates of Status _____

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11 FEB -3 AM 11:52
SECRETARY OF STATE
ALABAMA SECRETUR

Amend.
2-4-11
DC



FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 31, 2011

MARVIN S. SCHULMAN, ESQ.
SCHULMAN LAW GROUP
2883 EXECUTIVE PARK DR., SUITE 200
WESTON, FL 33331

SUBJECT: TEARS OF HOPE PET RESCUE FOUNDATION, INC.
Ref. Number: N10000010347

We have received your document and check(s) totaling \$52.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

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) 245-6906.

Darlene Connell
Regulatory Specialist II

Letter Number: 011A00002494

RECEIVED
11 FEB -3 AM 10:46
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



1.25.2011

Department of State Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Attention: Darlene Connell -- Regulatory Specialist II
Amended Documents Division

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

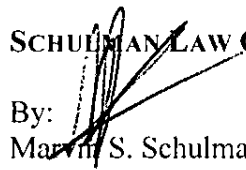
Dear Darlene:

Pursuant to our telephone conversation of even date, enclosed please find the *Second Amended* Articles of Incorporation of Tears of Hope Pet Rescue Foundation, Inc., with the appropriate statement regarding the restatement. As you are aware, you are already in receipt of \$52.50 for 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,


SCHULMAN LAW GROUP

By: Marvin S. Schulman, Esq.

For the Firm

mss@schulaw.com

Enclosures

MSS: sio

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Attorneys

MARVIN S. SCHULMAN

MARC C. BROTMAN*

MICHAEL J. COHEN*

*of counsel

Paralegals

SARAH I. OLIVER, CLA**

LINDA M. DILLISTIN, CLA

**office manager



1.25.2011

Department of State Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Attention: Amended Documents Division

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

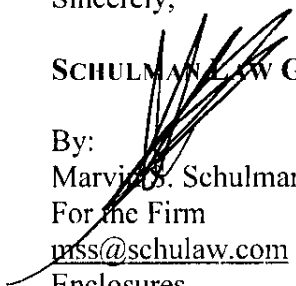
To Whom It May Concern:

Enclosed please find the *Second 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,


SCHULMAN LAW GROUP

By:
Marvin S. Schulman, Esq.
For the Firm
mss@schulaw.com

Enclosures

MSS: sio

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Attorneys

MARVIN S. SCHULMAN

MARC C. BROTMAN*

MICHAEL J. COHEN*

*of counsel

Paralegals

SARAH I. OLIVER, CLA**

LINDA M. DILLISTIN, CLA

**office manager

SECOND 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 and the Amended and Restated Articles of Incorporation for TEARS OF HOPE PET RESCUE FOUNDATION, INC., filed January 14, 2011, Document Number N10000010347.

ARTICLE I

The name of the corporation is:

TEARS OF HOPE PET RESCUE FOUNDATION, INC.

ARTICLE II PRINCIPAL
Principal Place of Business and Mailing Address

The principal place of business address:

TEARS OF HOPE PET RESCUE FOUNDATION, INC.
12109 Sheridan Street
Cooper City, Florida 33026

The mailing address of the corporation is:

TEARS OF HOPE PET RESCUE FOUNDATION, INC.
12109 Sheridan Street
Cooper City, Florida 33026

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SECRETARY OF STATE
ALLAHABAD, INDIA

ARTICLE III - PURPOSE(S)

The purpose of forming this non-profit corporation is; fund raising ideas and applications can be submitted for available grant money. This money would then be used to provide necessary medical attention, provide food and shelter, and to find homes for unwanted animals.

Said corporation is organized exclusively for charitable, religious, educational, and scientific 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 the corresponding section of any future Federal tax code.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future Federal tax code.

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 the corresponding section of any future Federal tax code, or shall be distributed to the Federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the 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.

ARTICLE IV

Manner of Election of Directors

The manner in which directors are elected or appointed is as follows:

The method of election of directors are to be stated in the bylaws.

ARTICLE V

Initial Directors/Officers

The name and street addresses of the Directors/Officers:

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 VI
Initial Registered Agent and Street Address

The name and the street address of the initial registered agent is:

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

ARTICLE VII
Incorporators

The name(s) and the street address(es) of the Incorporator(s) for these articles of Incorporation is (are):

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

The undersigned incorporator has executed these Articles of Incorporation this

25th day of January, 2011.


SIGNATURE

David S. Bieber
Incorporator

*The restatement contains amendments requiring member approval
the adoption of the amendments was held on January 24, 2011
and the vote was unanimous for approval.

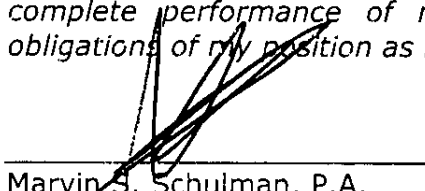
**CERTIFICATE OF DESIGNATION OF REGISTERED
AGENT/REGISTERED OFFICE**

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN THE DESIGNATING THE REGISTERED OFFICE/AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: TEARS OF HOPE PET RESCUE FOUNDATION, INC.
2. The name and address of the registered agent and office is:

Marvin S. Schulman, P.A.
2883 Executive Park Drive
Suite 200
Weston, Florida 33331

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all the statutes relating to the proper and complete performance of my duties, and am familiar with and accept the obligations of my position as registered agent.



Marvin S. Schulman, P.A.
For the Firm

1/25/11

(Date)