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Amend.

DK

12-6-12

ICARD MERRILL
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November 29, 2012

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

Re: Prospect Riding Center, Inc.
Document Number: N11000009680

Dear Sir or Madame:

Please file the enclosed Articles of Amendment. We are including our firm check in the amount of \$35.00 to cover the filing fee.

Please return all information to me at the above address.

Thank you for your assistance in handling this matter. Should you have any questions, do not hesitate to contact me.

Very truly yours,



Todd D. Kaplan

TDK/cm
Enclosures

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
PROSPECT RIDING CENTER, INC.**

FILED
12 DEC -3 PM 3:56
CLERK OF CIRCUIT COURT
IN AND FOR THE COUNTY OF MANATEE
FLORIDA

Pursuant to the provisions of section 617.1006, Florida Statutes, Prospect Riding Center, Inc., a Florida not-for-profit corporation, hereby adopts the following amendments to its Articles of Incorporation. The undersigned, as President of the Corporation, hereby certifies that there are no members and the above Amendment to the Articles of Incorporation was duly adopted unanimously by all of the Directors on November 18, 2012:

AMENDMENT

1. The provisions of Article III are deleted in their entirety and a new Article III shall be inserted in lieu and in place thereof as follows:

Article III

The specific purposes for which this corporation is organized are exclusively charitable and educational as follows:

(a) To provide therapeutic, recreational and educational equine activities for physically and mentally challenged children and adults of Manatee, Sarasota and DeSoto Counties (collectively referred to as "Participants") in order to improve the Participants' social, cognitive, physical, emotional and mental well-being.

(b) To provide the Participants' parents, guardians and caregivers the ability to participate and interact with the Participants during the equine activities in order to educate the caregivers as to the techniques learned in the programs so that similar techniques may be translated into an individualized personal setting.

(c) To carry out the purposes set forth herein, the corporation may exercise the powers permitted not for profit corporations under Chapter 617 of the Florida Statutes; provided, however, that this Corporation, in exercising any one or more of such powers shall do so in furtherance of the charitable, religious educational and scientific purposes for which it has been organized as described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

(d) The Corporation is irrevocably dedicated to and operated exclusively for not for profit purposes; and no part of the income or assets of the Corporation shall be distributed to, nor inure to the benefit of any member, director, officer, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services

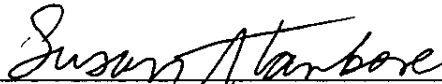
actually rendered and to make payments and distributions in furtherance of its exempt purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distributions of statements) and political campaign on behalf of any candidate for public office.

(e) Notwithstanding any other provision of this document, the Corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from Federal income tax under section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future tax code, or (b) by an organization, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

(f) 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 a 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 principal office of the organization is then located, exclusively for such purposes or to such organization of organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

2. In all other respects, the Articles of Incorporation shall remain as they were prior to this Amendment being adopted.

IN WITNESS WHEREOF, the undersigned has executed this Amendment to Articles of Incorporation this November 18, 2012.



Susan Tambone, President