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SECRETARY OF STATE

JALLAHASSEE, FLORIDA



COVER LETTER

TO: Amendment Section Division of Corporations

| NAME OF CORPORATION: AWESOME | GREYHOUN | D ADOPTIONS, INC. | | |
|--|--|--|--|--|
| DOCUMENT NUMBER: N12000008004 | | | | |
| The enclosed Articles of Amendment and fee are sub- | mitted for filing. | | | |
| Please return all correspondence concerning this matter | er to the following: | | | |
| Barbara Masi | | | | |
| | (Name of Contact Person | 1) | | |
| AWESOME GREYHOU | ND ADOPT | IONS, INC. | | |
| | (Firm/ Company) | | | |
| 226 S.E. FIRST AVENU | Ε | | | |
| | (Address) | | | |
| BOYNTON BEACH FL 3 | 3435 | | | |
| | (City/ State and Zip Code | e) | | |
| barbaramasi@coi | | | | |
| E-mail address: (to be used | · | notification) | | |
| For further information concerning this matter, please | | | | |
| Barbara Masi | _{at (} 561 | 737-1941 | | |
| (Name of Contact Person) | | ode & Daytime Telephone Number) | | |
| Enclosed is a check for the following amount made page | yable to the Florida Depa | rtment of State: | | |
| \$35 Filing Fee \$\sum \text{S43.75 Filing Fee & Certificate of Status}\$ | □\$43.75 Filing Fee & Certified Copy (Additional copy is enclosed) | □\$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is Enclosed) | | |
| Mailing Address Amendment Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314 | Amend Divisio Clifton 2661 E | Address ment Section n of Corporations Building xecutive Center Circle ssee, FL 32301 | | |

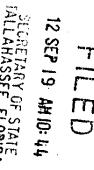
Articles of Amendment Articles of Incorporation

AWESOME GREYHOUND ADOPTIONS, INC.

(Name of Corporation as currently filed with the Florida Dept. of State) N12000008004 (Document Number of Corporation (if known) Pursuant to the provisions of section 617.1006, Florida Statutes, this Florida Not For Profit Corporation adopts the following amendment(s) to its Articles of Incorporation: A. If amending name, enter the new name of the corporation: N/A name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or "Inc." "Company" or "Co." may not be used in the name. N/A B. Enter new principal office address, if applicable: (Principal office address MUST BE A STREET ADDRESS) C. Enter new mailing address, if applicable: N/A (Mailing address MAY BE A POST OFFICE BOX) D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address: Name of New Registered Agent: (Florida street address) New Registered Office Address: Florida (City) (Zip Code) New Registered Agent's Signature, if changing Registered Agent: I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

Page 1 of 4



If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

| Example: X Change X Remove X Add | <u>V</u> | John Doe Mike Jones Sally Smith | | |
|----------------------------------|--------------|---------------------------------------|-------------|---------|
| Type of Action (Check One) | <u>Title</u> | <u>Name</u> | | Address |
| 1) Change Add Remove | | | | |
| 2) Change Add Remove | | | | |
| 3) Change Add Remove | | | | |
| 4) Change Add | | | | |
| Remove 5) Change Add | <u>.</u> | | | |
| Remove 6) Change Add | | | | |
| Remove | | | | |

| E. <u>If amending</u> (attach additi | or adding additi | onal Articles, essary). (Be | enter chang specific) | <u>e(s) here</u> : | | | | |
|---|------------------|--------------------------------|--------------------------|--------------------|----------|------------------|-------------|---------------|
| Article III, | , Corporate | Purpos | e amen | ded. S | ee atta | chmen | t for de | tails |
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| The date of each amendment(s) adoption: August 21, 2012 | | | | | |
|---|--|--|--|--|--|
| Effe | ective date if applicable: | | | | |
| | (no more than 90 days after amendment file date) | | | | |
| Ada | option of Amendment(s) (<u>CHECK ONE</u>) | | | | |
| | The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval. | | | | |
| | There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors. | | | | |
| | Dated 8/21/2012 | | | | |
| | Signature 12aubara Masi | | | | |
| | (By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary) | | | | |
| | Barbara Masi | | | | |
| | (Typed or printed name of person signing) | | | | |
| | President | | | | |
| | (Title of person signing) | | | | |

Attachment to Articles of Amendment To Articles of Incorporation

for

AWESOME GREYHOUND ADOPTIONS, INC.

Corporate Document Number: N12000008004

ARTICLE III – PURPOSE

Section 1. The Corporation is organized and operated exclusively for charitable, educational, religious, or scientific purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

Section 2. The primary objectives and purpose of Awesome Greyhound Adoptions, Inc. shall be to secure responsible, loving homes for greyhounds that fail to qualify or no longer qualify for the racetrack, or whose origins exclude them from the racing community. In addition, Awesome Greyhound Adoptions, Inc. strives to familiarize the public about greyhounds, stressing their desirability as pets. We will also work to provide potential service dogs to organizations such as Service Dogs 4 Service Men, Inc. as long as their organizational goals are similar to those of Awesome Greyhound Adoption, Inc.

Awesome Greyhound Adoptions, Inc. is a no-kill shelter/rescue group and will do everything possible to ensure all dogs have the opportunity to live a long and happy life with proper care (housing/food/medical, etc.) during their stay at the kennel building or in foster homes. All dogs will be vetted when necessary and surgery or other required veterinary care administered when needed. Funding for such surgery or veterinary care will be achieved by grants/fundraising or other means either during or after the care that is extended to the individual dog.

Section 3. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for the payment of all the liabilities of the corporation, dispose of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the 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.

- Section 4. No part of the net earnings of the corporations 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 Section 2 hereof.
- Section 5. 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 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 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 corresponding section of any future federal tax code.

Dated: August <u>2/</u>, 2012

Barbara Masi - President

AWESOME GREYOUND ADOPTIONS, INC.

226 S.E. First Avenue Boynton Beach, FL 33435

STATE OF FLORIDA

COUNTY OF PALM BEACH

SWORN TO AND SUBSCRIBED before me, this 2/ day of Augst, 2012 by

BARBARA MASI, who is personally known to me or who has produced

FL Driver's License as identification and who did not take an oath.

NOTARY PUBLIC

My Commission Expires:

