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Amend
10 12/16/14

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: T.N.R. CATS INCORPORATED

DOCUMENT NUMBER: N14000001674

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

HOWARD PHIPPS

(Name of Contact Person)

T.N.R. CATS INCORPORATED

(Firm/ Company)

3350 49th Ave. East

(Address)

Bradenton, Florida 34203

(City/ State and Zip Code)

Howrain@aol.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Mrs. Laraine Phipps at (941) 928 - 3863

(Name of Contact Person)

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$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

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE
Division of Corporations

December 8, 2014

HOWARD PHIPPS
~~TNR CATS INC. OF MANATEE~~
~~3450 49TH AVE EAST~~
BRADENTON, FL 34203

SUBJECT: TNR CATS INC. OF MANATEE
Ref. Number: N14000001674

Corrected
12/12/14
Howard Phipps
article #15

We have received your document for TNR CATS INC. OF MANATEE and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must state that there are no members or members entitled to vote.

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) 245-6050.

Irene Albritton
Regulatory Specialist II

Letter Number: 114A00025793

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION OF**

TNR CATS INC. OF MANATEE

TNR CATS OF MANATEE - Document Number - N14000001674

The undersigned Howard Phipps acting as President of TNR Cats Inc of Manatee, a not-for-profit corporation, amends the articles of incorporation pursuant to section 617.1006:

Article I: Name

N/A

Article II: Principal place of business address

N/A

Article III: Purpose

This corporation is organized exclusively for providing care, feeding, spay and neuter, as well as placement for feral and homeless cats, and the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding section of any future federal tax code.

Notwithstanding any of the statements of purposes and powers of this corporation contained herein, the corporation shall not, except to an insubstantial degree, engage in any activity or exercise any powers that are not in furtherance of the specific purposes of this corporation.

Article IV: Duration

The corporation shall have perpetual duration.

Article V: Tax Exemption Requirements

- (a) The corporation is organized and operated exclusively for the purposes set forth herein.
- (b) Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code or by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code.
- (c) No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements on behalf of any candidate for public office).

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Article VI: Restrictions on Private Foundations

Notwithstanding any other provision in these Articles, if this corporation is deemed or determined to be a "private foundation" within the meaning of section 509 of the Internal Revenue Code, then this corporation shall be subject to the following limitations and restrictions:

- (a) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- (b) The corporation shall not engage in any act of self-dealing as defined in section 4941(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- (c) The corporation shall not retain any excess business holdings as defined in section 4943(c) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- (d) The corporation shall not make any investment in such manner as to subject it to tax under section 4944 of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- (e) The corporation shall not make any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article VII: Registered Office and Agent

The street address of the initial registered office of the corporation is: 3350 49th Ave. E., Bradenton, Florida 34203. The name of the original registered agent at such address is Howard Phipps.

Article VIII: Board of Directors

The manner in which directors are elected or appointed are as provided in the bylaws.

The names and addresses of the persons who are to serve as the initial directors are:

<u>Name</u>	<u>Address</u>
Howard Phipps	3350 49th Ave. E. Bradenton, Florida 34203
Marion Lattuga	3329 58th St. E. Bradenton, Florida 34203

Laraine Phipps

3350 49th Ave. E.
Bradenton, Florida 34203

Article IX: Incorporators

The name and address of the incorporator is:

Name

Address

Howard Phipps

3350 49th Ave. E.
Bradenton, Florida 34203

Article X: Officers

The Board of Directors shall elect the president, vice president, treasurer, secretary, and such other officers as the bylaws of this corporation may authorize the directors to elect from time to time. Initially such officers are to be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

Name

Address

Howard Phipps

3350 49th Ave. E.
Bradenton, Florida 34203

Marion Lattuga

3329 58th St. E.
Bradenton, Florida Florida

Laraine Phipps

3350 49th Ave. E.
Bradenton, Florida Florida

Article XI: Bylaws

Subject to the limitations contained in the bylaws and any limitations set forth in the Florida not-for-profit corporation concerning corporation action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted by a resolution of the Board of Directors.

Article XII: Property and Profits

The property of this corporation is irrevocably dedicated to the purposes set forth in Article III herein and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person, 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 purpose or purposes set forth in Article III herein.

Article XIII: Distribution Upon Dissolution

Upon the dissolution of the corporation, its assets shall be distributed for one or more exempt purpose(s) within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, 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 such court shall determine, that are organized and operated exclusively for such purposes.

Article XIV: Amendments

Amendments to these articles of Incorporation may be proposed by a resolution adopted by the Board of Directors.

Article XV: Limited Liability of Directors and Officers

The officers and directors shall not be individually liable for the corporation's debts or other liabilities, and the private property of such individuals shall be exempt from any corporate debts or liabilities. The power of indemnification under the laws of Florida shall not be denied or limited by the bylaws.

This amendment was adopted by the board of directors.

Signed on November 25th, 2014.

By: Howard Phipps
Howard Phipps, President

*There are NO Members
entitled to Vote ,*

There are no members
entitled to vote.

STATE OF FLORIDA)

COUNTY OF MANATEE)

This instrument was acknowledged before me on this 25th day of November, 2014, by Howard Phipps.

Kathleen Herbach
Notary Public



KATHLEEN J. HERBACH
MY COMMISSION # EE 033486
EXPIRES: December 2, 2014
Bonded Thru Budget Notary Services