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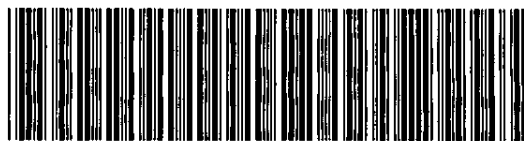
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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Somebody Inc.

DOCUMENT NUMBER: N14000003215

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

Please return all correspondence concerning this matter to the following:

Christine L. Allamanno, Esq.

(Name of Contact Person)

Family Estate and Small Business Planning Law, PA

(Firm/ Company)

111 2nd Ave NE Suite 900

(Address)

St Petersburg, FL 33701

(City/ State and Zip Code)

christine@estatefamilybiz.com

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

For further information concerning this matter, please call:

Christine L. Allamanno, Esq. at (727) 350-0372

(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:

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| <input 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 checked="" 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

AMENDED ARTICLES OF INCORPORATION
SOMEBODY INC.

FILED
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DIVISION OF CORPORATIONS

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ARTICLE I - NAME

1.01 Name

The name of this Corporation shall be Somebody Inc.

ARTICLE II - DURATION

N14000003215

2.01 Duration

The period of duration of the Corporation is perpetual.

ARTICLE III - PURPOSE

3.01 Purpose

Somebody Inc. is a non-profit corporation and shall operate exclusively for charitable and educational purposes within the meaning of Section 501(c) (3) of the Internal Revenue Code or the corresponding section of any future federal tax code. Somebody Inc's purpose is to rescue, foster, provide medical care; train; and adopt out abused, neglected, and abandoned dogs; and to raise awareness in the community about the plight of abused, neglected, and abandoned dogs. To maximize our impact and efforts, we may seek to collaborate with other non-profit organizations which fall under Section 501(c)(3) of the Internal Revenue Code and are operated exclusively for educational and charitable purposes. Per the discretion of the Board of Directors we may also provide internships and volunteer opportunities in order to have a greater impact in the community.

3.02 Public Benefit

Somebody, Inc. is designated as a public benefit corporation.

ARTICLE IV - NONPROFIT NATURE

4.01 Non Profit Nature

Somebody Inc., is organized exclusively for charitable and educational 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 corresponding section of any future federal tax code. No part of the net earnings of Somebody Inc., 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 the purpose clause hereof.

Notwithstanding any other provision of this document; the Corporation shall not carry on any other activities not permitted to be carried on (a) by any organization not exempt from tax under section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal 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.

Somebody Inc., is not organized and shall not be operated for the private gain of any person. The property of the Corporation is irrevocably dedicated to its educational and charitable purposes. No part of the assets, earnings, or net receipts of the Corporation shall inure to the benefit of, or be distributed to, any individual. The Corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

4.02 Personal Liability

No officer or director shall be personally liable for the debts or obligations of Somebody Inc., of any nature whatsoever, nor shall any of the property or assets of the Directors of the Corporation be subject to the payment of the debts or obligations of the Corporation.

4.03 Dissolution

Upon termination or dissolution of Somebody Inc., any assets lawfully available for distribution shall be distributed to one or more qualifying organizations described in 501(c)(3) of the Internal Revenue Code of 1986 (or described in any successor provision of any successor statute) which organization or organizations have a charitable purpose which, at least generally, includes a purpose similar to the terminating or dissolving Corporation.

The organization to receive the assets of Somebody Inc., hereunder, shall be selected by the discretion of a majority of the managing body of Somebody Inc., and if a majority of its members cannot so agree, then the recipient organization shall be selected pursuant to a petition in equity filed in a court of jurisdiction against Somebody Inc., by one or more of its managing body, which verified petition shall contain such statements as reasonably indicate the applicability of this section. The court upon finding that this section is applicable shall select the qualifying organization or organizations to receive the assets to be distributed, giving preference if practicable to organizations located within the State of Florida.

4.04 Prohibited Distributions

No part of the net earnings, or property of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its officers, directors, members (if applicable), or other private person or individual, 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, Section 3.01.

4.05 Restricted Activities

No substantial part of the Corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

4.06 Prohibited Activities

Notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on (1) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (2) by a

corporation, contributions which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE V – BOARD OF DIRECTORS

5.01 Governance

The Corporation shall be governed by its Board of Directors.

5.02 Initial Directors

The initial directors of the Corporation shall be:

TONJA ISAAC - 1111 59th Ave N St Petersburg, FL 33703

RICHARD DITULLIO -935 48th Ave N St Petersburg, FL 33703

ANTHONY J EVANS -4890 Coquina Key Dr SE St Petersburg FL 33705

ARTICLE VI – MEMBERSHIP

6.01 Membership

Somebody Inc. shall have no members. The management of the affairs of the Corporation shall be vested in a Board of Directors, as defined in the Corporation's bylaws.

ARTICLE VII – AMENDMENTS

7.01 Amendments

Any amendments to the Articles of Incorporation must be approved by at least 2/3 of the Board of Directors.

ARTICLE VIII – ADDRESSES

8.01 Corporate Address

The physical and mailing addresses of the Corporation shall be at: 1111 59th Ave. N. St. Petersburg, FL 33703

ARTICLE IX – APPOINTMENT OF REGISTERED AGENT

9.01 Registered Agent

The name and address of the registered agent shall be:

FAMILY ESTATE AND SMALL BUSINESS PLANNING LAW, PA

Christine L. Allamanno

111 2nd Ave NE Suite 900

St Petersburg, FL 33701

(727) 350-0372

christine@estatefamilybiz.com

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ARTICLE X – INCORPORATOR

10.01 Incorporator

The name and address of the incorporator is:

FAMILY ESTATE AND SMALL BUSINESS PLANNING LAW, PA

Christine L. Allamanno

111 2nd Ave NE Suite 900

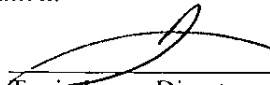
St Petersburg, FL 33701

(727) 350-0372

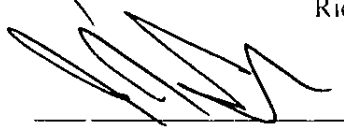
christine@estatefamilybiz.com

CERTIFICATE OF ADOPTION OF AMENDED ARTICLES OF INCORPORATION

We, the undersigned, do hereby certify that the above stated Amended Articles of Incorporation of Somebody, Inc., were approved by the Board of Directors as of September 1, 2014, and constitute a complete copy of the Articles of Incorporation of the Corporation.


Tonja Isaac, Director


Richard Ditellio, Director


Anthony J. Evans, Director

ACKNOWLEDGMENT OF REGISTERED AGENT

I consent to be the registered agent for the Corporation as appointed herein.


FAMILY ESTATE AND SMALL BUSINESS PLANNING LAW, PA
Christine L. Allamanno
111 2nd Ave NE Suite 900
St Petersburg, FL 33701
(727) 350-0372
christine@estatefamilybiz.com