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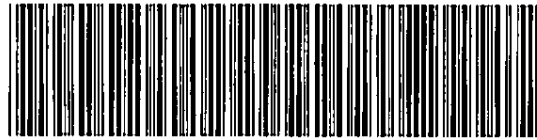
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DEPARTMENT OF
BUSINESS REGISTRATION
CALIFORNIA SECRET OF STATE

NOV 04 2020

S. YOUNG

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: NHS Second Chance Inc.

DOCUMENT NUMBER: N15000008699

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

Please return all correspondence concerning this matter to the following:

Elizabeth Hughes

(Name of Contact Person)

NHS Second Chance Inc.

(Firm/ Company)

639 Airport Road

(Address)

Fernandina Beach, FL

(City/ State and Zip Code)

~~Ben Hughes~~ erh1356@icloud.com

erh1356@me.com

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

For further information concerning this matter, please call:

Elizabeth Hughes

(703)

283-0016

at

(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:

~~\$~~ \$35 Filing Fee

☐ \$43.75 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

Street Address

Amendment Section
Division of Corporations
The Centre of Tallahassee
2415 N. Monroe Street, Suite 810
Tallahassee, FL 32303

**ARTICLES OF AMENDMENT
TO ARTICLES OF INCORPORATION
OF
NHS SECOND CHANCE INC.**

FILED
2020 SEP 28 PM 6:56
CLERK OF CIRCUIT COURT
IN AND FOR THE COUNTY OF
DADE, FLORIDA

Pursuant to the provisions of Section 617.1002, Florida Statutes, NHS SECOND CHANCE INC., a Florida not for profit corporation (the "Corporation") adopts the following articles of amendment to its articles of incorporation:

1. Article VI of the Articles of Incorporation of the Corporation is hereby replaced in its entirety to read as follows:

**"ARTICLE VI
Membership and Directors**

- (a) The sole member of the Corporation shall be Nassau Humane Society, Inc., a Florida not for profit corporation and an organization recognized as exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Member"). The Member shall have all of the rights and privileges of the member as set forth in the Bylaws of the Corporation.
 - (b) The Corporation shall at all times have at least three (3) members of the Board of Directors. The members of the Board of Directors shall be elected by the Member as provided in the Bylaws of the Corporation. The management and affairs of the Corporation shall at all times be under the direction of the Board of Directors, whose operations in governing the Corporation shall be defined by statute and by the Bylaws of the Corporation. No Director shall have any right, title, or interest in or to any property of the Corporation."
2. Article IX of the Articles of Incorporation of the Corporation is hereby replaced in its entirety to read as follows:

**"ARTICLE IX
Bylaws**

The Board of Directors of the Corporation shall adopt such Bylaws for the conduct of the business of the Corporation in carrying out its purpose as the Board of Directors may deem necessary from time to time; provided, however, such Bylaws shall not be inconsistent with the provisions of these Articles of Incorporation and must be authorized by the written consent of the Member. The Board of Directors shall have the power to amend, alter, or rescind the Bylaws or adopt new Bylaws with the duly authorized written consent of the Member."

3. Article X of the Articles of Incorporation of the Corporation is hereby replaced in its entirety to read as follows:

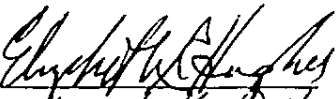
“ARTICLE X
Amendment

From time to time, and in furtherance of the exempt purposes for which the Corporation is organized, any of the provisions of these Articles of Incorporation may be amended, altered, or repealed, and any other provisions authorized by the laws of the State of Florida at the time in force may be added or inserted, in the manner and at the time prescribed by those laws. Such amendments, alterations, or repeals shall be authorized from time to time by the Board of Directors with the duly authorized written consent of the Member. The Articles of Amendment of the Articles of Incorporation may be signed by an officer of the Corporation.”

4. The date of the adoption of the amendment was September 25, 2020.
5. The Board of Directors of the Corporation, by unanimous written consent, adopted and approved the foregoing amendments on September 25, 2020, there being no members to vote thereon.

IN WITNESS WHEREOF, the undersigned officer of NHS Second Chance Inc. hereby certifies that these Articles of Amendment were adopted by the Corporation effective as of October 1, 2020.

NHS SECOND CHANCE INC.

By: 
Name: Elizabeth R. Hughes
Title: Treasurer