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**COR AMND/RESTATE/CORRECT OR O/D RESIGN
LITMAN RANCH RESCUE AND SANCTUARY, INC.**

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October 17, 2018

FLORIDA DEPARTMENT OF STATE

Division of Corporations

LITMAN RANCH RESCUE AND SANCTUARY, INC
9355 113TH ST #8742
SEMINOLE, FL 33708

SUBJECT: LITMAN RANCH RESCUE AND SANCTUARY, INC
REF: N18000002231

*name matches
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Amendments for nonprofit corporations are filed in compliance with section 617.1006, Florida Statutes.

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Claretha Golden
Regulatory Specialist II

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TALLAHASSEE, FL

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF**

LITMAN RANCH RESCUE AND SANCTUARY, INC.

Pursuant to the provisions of Florida Statutes Sections 617.1006 and 617.1007 of the Florida Not for Profit Corporation Act, the undersigned adopts the following Amended and Restated Articles of Incorporation (the "**Amended and Restated Articles of Incorporation**") of Litman Ranch Rescue and Sanctuary, Inc., a not for profit corporation duly organized and existing under the laws of the State of Florida as filed on February 28, 2018 and assigned document number N18000002231 (the "**Corporation**"), and confirms that such Amended and Restated Articles of Incorporation was duly adopted by unanimous written consent of the board of directors on the 10th day of October, 2018 and there are no members entitled to vote on the amendment. These Amended and Restated Articles of Incorporation hereby amend and restate the provisions of the Corporation's original Articles of Incorporation in their entirety:

ARTICLE I – NAME

The name of the corporation shall be the Litman Ranch Rescue and Sanctuary, Inc.

ARTICLE II – PURPOSE

2.01 Purpose. The Corporation is organized and shall be operated for the prevention of cruelty to animals within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or under any corresponding section of any future federal tax code (the "**Code**") and related purposes. Within the scope of the foregoing, the Corporation is specifically organized to rescue animals from situations that are abusive, endangering or neglectful, rescue animals in danger of being euthanized at area shelters and provide homes for animals.

2.02 Not For Profit Corporation. The Corporation is designated as a not for profit corporation.

ARTICLE III – MEMBERSHIP

The Corporation shall have no members. The board of directors shall have sole voting power.

ARTICLE IV – REGISTERED OFFICE AND AGENT

The name of the registered agent of the Corporation is Marcy J. Litman, and the street address of the registered office of the Corporation is 9355 113th St #8742, Seminole, FL 33708.

ARTICLE V – MAILING ADDRESS

The principal place of business and mailing address of the Corporation is 9355 113th St #8742, Seminole, FL 33708.

ARTICLE VI – DURATION

The Corporation shall have perpetual existence.

ARTICLE VII – BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by the board of directors. The Corporation shall initially have three directors, and thereafter, the number of directors of the Corporation may be changed in accordance with the bylaws of the Corporation, provided that the number of directors will never be less than three. The qualifications to serve as a director, the terms for which the directors shall serve, the rights and powers of the directors, and the manner and selection of the directors shall be as specified in the bylaws of the Corporation.

ARTICLE VIII – INTERNAL AFFAIRS

Provisions for the regulation of the internal affairs of the Corporation shall be provided in the Bylaws. In addition, the following provisions shall apply:

(a) The Corporation is organized for the prevention of cruelty to animals. The Corporation is not organized and shall not be operated for the private gain of any person. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its directors, 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 described in Section 501(c)(3) of the Code. The Corporation shall not conduct a trade or business that is not substantially related to its exempt purpose. 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 or in opposition to any candidate for public office.

(b) Notwithstanding any other provisions 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 Code or the corresponding provision of any future federal tax code; or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code or the corresponding provision of any future federal tax code.

ARTICLE IX – DISSOLUTION

9.01 Dissolution. Upon the dissolution of the Corporation, the board of directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all the assets of the Corporation for one or more exempt purposes within the meaning of Section

501(c)(3) of the Code or the corresponding provision of any future federal tax code, or to the federal government, or to a state or local government, for a public purpose.

9.02 Distributions. No part of the net earnings, or properties of this Corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers 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 II(a).

ARTICLE X – BYLAWS

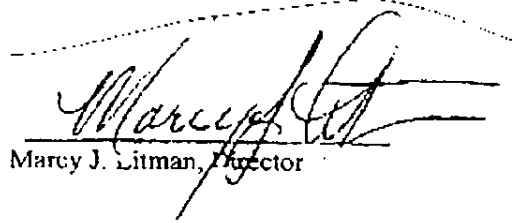
The board of directors shall have the exclusive power to adopt, amend and repeal the bylaws of the Corporation, as more fully provided in the bylaws.

ARTICLE XI – AMENDMENTS

The Corporation reserves the right to amend, alter, change or repeal any provision in these Articles of Incorporation in the manner prescribed by law.

[Signature Page Follows]

IN WITNESS WHEREOF, the undersigned directors have executed these Articles of Incorporation as of this 10th day of October, 2018.



Marcy J. Litman, Director

Patricia A. Condon, Director

Sherri Lynn Rayburn-Fields, Director

IN WITNESS WHEREOF, the undersigned directors have executed these Articles of Incorporation as of this 10th day of October, 2018.

Marcy J. Litman, Director

Patricia A. Condon
Patricia A. Condon, Director

Sherri Lynn Rayburn-Fields, Director

IN WITNESS WHEREOF, the undersigned directors have executed these Articles of Incorporation as of this 10th day of October, 2018.

Marcy J. Litman, Director

Patricia A. Condon, Director

Sherri Lynn Rayburn-Fields
Sherri Lynn Rayburn-Fields, Director