

N21000013628

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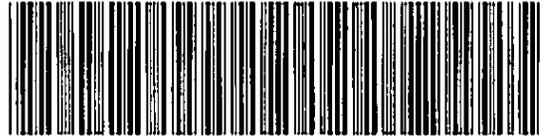
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Amend

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A. RAMSEY

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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: AGRICOLA WILDLIFE RESEARCH FOUNDATION, INC.

DOCUMENT NUMBER: N21000013628

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

Please return all correspondence concerning this matter to the following:

MICHAEL GOLD
(Name of Contact Person)

GOLD LAW PARTNERS, LLP
(Firm/ Company)

4145 LITTLE FALLS DRIVE
(Address)

CUMMING, GA 30041
(City/ State and Zip Code)

MGOLD@GOLDLAWPARTNERS.COM
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

MICHAEL GOLD at 770 316-3540
(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

FILED

Articles of Amendment
to 2022 DEC -2 PM 12 53
Articles of Incorporation
of
AGRICOLA WILDLIFE RESEARCH FOUNDATION, INC.
(Document Number N21000013628)

Pursuant to the provisions of Section 617.1006, Florida Statutes, the Directors of **AGRICOLA WILDLIFE RESEARCH FOUNDATION, INC.**, a Florida not-for-profit corporation (the "*Corporation*"), have adopted unanimously these Articles of Amendment (this "*Amendment*") to the Corporation's Articles of Incorporation, filed on November 30, 2021 (the "*Articles*"). This Amendment hereby amends the Articles by deleting all language originally constituting Article III in its entirety and replacing such with the following new language intended to represent Article III to the Articles:

Article III

The Corporation has no members or shareholders. The Corporation is organized exclusively for charitable, religious, educational, and scientific purposes (together, collectively, the "Exempt Purpose") under section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"), or corresponding section of any future federal tax code.

This Amendment hereby amends the Articles further by inserting the following additional language which shall represent a new Article VIII to the Articles:

Article VIII

The Directors of the Corporation are authorized and empowered to exercise all corporate powers permitted under the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, to accomplish the Exempt Purposes identified in Article III. Notwithstanding, under all circumstances, the Corporation, its Directors and Officers are subject to all the following limitations and restrictions:

1. No part of the net earnings of the Corporation 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 described in section 501(c)(3) of the Code.
2. 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.
3. The Corporation shall not carry on any other activities not permitted to be carried on by a corporation which is exempt from federal income tax under section 501(c)(3) of the Code.
4. The Corporation shall not carry on any other activities not permitted to be carried on by a corporation to which contributions are deductible under section 170(c)(2) of the Code.

5. In the event that the Corporation is characterized as a "private foundation" within the meaning of section 509 of the Code, then, during such period, the Corporation shall be subject to all the following limitations and restrictions:
- (a) It shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by section 4942 of the Code,
 - (b) It shall not engage in any act of "self-dealing" as defined in section 4941(d) of the Code,
 - (c) It shall not retain any "excess business holdings" as defined in section 4943(c) of the Code,
 - (d) It shall not make any investments in such manner as to subject it to tax under section 4944 of the Code,
 - (e) It shall not make any "taxable expenditures" as defined in section 4945(d) of the Code, and
 - (f) It shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under section 501(c)(3) of the Code or by any other organization to which contributions are deductible under section 170(c)(2) of the Code.

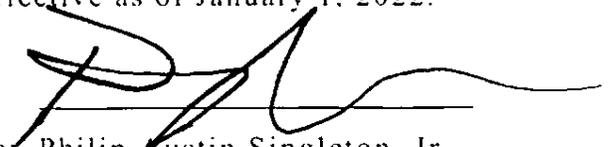
This Amendment hereby amends the Articles further by inserting the following additional language which shall represent a new Article IX to the Articles:

Article IX

The existence of the Corporation shall begin upon the filing of its Articles of Incorporation, and thereafter the existence of the Corporation shall be perpetual. Nevertheless, upon any dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Code or corresponding section of any future federal tax code. The Board of Directors may identify, in its adopted written plan of distribution of assets, one or more specific qualifying tax-exempt organizations to which the net remaining assets of the Corporation upon dissolution may be distributed. A tax-exempt organization may only qualify to receive any part or portion of the distributed assets if it is exempt under section 501(c)(3) of the Code at the time the Corporation's dissolution takes place and it is operated to advance or promote that same Exempt Purpose of the Corporation.

Whereas the Corporation has no members, this Amendment has been adopted by its Directors, sufficient for approval, to be effective as of January 1, 2022.

Date: 1/1/2022

By: 
Name: Philip Austin Singleton, Jr.
Title: Director and President