

N94UW05254

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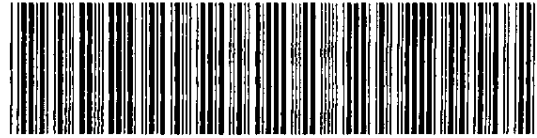
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Amended &  
Restated  
Articles

SL

3-11-11

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Save Our Strays Inc

**DOCUMENT NUMBER:** N94 000 00 5254

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

Please return all correspondence concerning this matter to the following:

Robin Bass

(Name of Contact Person)

Save Our Strays Inc

(Firm/ Company)

P.O. Box 373

(Address)

Indian Rocks Beach FL 33785

(City/ State and Zip Code)

saveourstrays03@yahoo.com

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

For further information concerning this matter, please call:

Robin Bass

(Name of Contact Person)

at ( 727 ) 481-5262

(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  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF  
SAVE OUR STRAYS, INC.**

**A Florida Not For Profit Corporation**

FILED  
2011 MAR 10 AM 9:41  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

THE UNDERSIGNED, being authorized to execute and file these Amended and Restated Articles of Incorporation, hereby certifies that:

FIRST: These Amended and Restated Articles of Incorporation amend and restate the Articles of Incorporation of SAVE OUR STRAYS, INC., a Florida not for profit corporation (the or this "Corporation"), as heretofore amended.

SECOND: The Articles of Incorporation of this Corporation were filed with the Florida Department of State on October 24, 1994, and this Corporation's State of Florida Document Number is N94000005254.

THIRD: The Articles of Incorporation of this Corporation, as hereby amended and restated, shall hereafter provide as follows:

ARTICLE I - NAME

The name of this corporation, hereinafter referred to as, this "Corporation" is:

SAVE OUR STRAYS, INC.

ARTICLE II - PRINCIPAL OFFICE

The street and mailing address of the principal office of the Corporation is:

14530 Oliver Street  
Largo, Florida 33774

### ARTICLE III - PURPOSES

This Corporation shall be a not-for-profit corporation, organized exclusively for the purpose of charitable and educational purposes and shall involve the sheltering and finding of homes for abandoned or homeless cats and kittens in Pinellas County, Florida.

### ARTICLE IV - BOARD OF DIRECTORS

The management of the affairs of the Corporation shall be vested in a Board of Directors, as defined by the bylaws of this Corporation and except as otherwise required by law, directors of this Corporation shall be elected or appointed in the manner provided in the bylaws of this Corporation.

### ARTICLE V – REGISTERED AGENT

The name and address in the State of Florida of this Corporation's registered agent is:

Robin Bass  
14530 Oliver Street  
Largo, Florida 33774

### ARTICLE VI – LIMITATION ON ACTIVITIES

Notwithstanding any other provision of these Amended and Restated Articles of Incorporation, this Corporation shall not carry on any activities not permitted to be carried on by: (i) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (ii) a corporation, contributions to which are deductible under Section 170(c)(2) of IRC. Further, this Corporation shall not be empowered to carry on or engage in, and is hereby expressly prohibited from carrying on or engaging in, (other than as an insubstantial part) any activities that are not in furtherance of or are broader than the charitable exempt purposes of IRC Section 501(c)(3).

No substantial part of the activities of this Corporation shall consist of carrying on of propaganda or otherwise attempting to influence legislation, and this Corporation shall not directly or indirectly, participate or intervene in (including the publishing or distributing of statements) any political campaign

on behalf of, or in opposition to, any candidate for public office, or engage in activities which characterize this Corporation as an "action" organization as defined IRC Regulation 1.501(c)(3)-1(b)(3)."

ARTICLE VII - NO PECUNIARY PROFITS

No part of the net earnings of this Corporation shall inure to the benefit of or be distributable to its directors, officers, trustees, members, or other private persons, except that this Corporation shall be authorized and empowered to: (i) pay reasonable compensation for services rendered, and (ii) make payments and distributions in furtherance of the purposes set forth in Article III of these Articles of Incorporation.

ARTICLE VIII - DEDICATION OF ASSETS

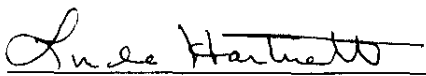
This Corporation's property is hereby irrevocably dedicated to one or more exempt charitable purposes within the meaning of Section 501(c)(3) of the IRC, and accordingly, no part of the net income or assets of this Corporation shall ever inure to the benefit of any director, officer, member, or other private person, and upon the dissolution or winding up of this Corporation, its assets remaining after payment of, or the provision of payment of, all debts and liabilities of this Corporation, shall be distributed: (i) for one or more exempt charitable purposes within the meaning of Section 501(c)(3) of the IRC, and/or (ii) to the federal government, or to a state or local government, for a public purpose as the Board of Directors shall determine. Further, in the event the assets of this Corporation should be distributed upon its dissolution by a court of competent jurisdiction, then such assets shall be distributed by said court to another organization that is exempt under IRC Section 501(c)(3), and solely for use in a manner as in the judgment of said court will best accomplish the charitable exempt purposes for which this Corporation was organized and for which this Corporation's assets are hereby dedicated.

These Amended and Restated Articles of Incorporation were approved by the unanimous written consent of Board of Directors of the Corporation on March 6, 2011, and are being submitted to the Florida Department of State for filing, in accordance with Chapter 617, Sections 1001, 1002, 1006 and 1007 of the Florida Not for Profit Corporation Act. There are no members or members entitled to vote on the amendment.

*[Signature Page Follows.]*

IN WITNESS WHEREOF, these Amended and Restated Articles of Incorporation have been duly executed and are being submitted to the Florida Department of State for filing, in accordance with Chapter 617 of the Florida Statutes, on this 6<sup>th</sup> day of MARCH, 2011.

SAVE OUR STRAYS, INC.

By:   
Linda Hartnett, Its President

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#### ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

THE UNDERSIGNED, having been named as registered agent to accept service of process for SAVE OUR STRAYS, INC., a Florida not-for-profit corporation, at the place designated in its Amended and Restated Articles of Incorporation attached hereto, hereby certifies that I (i) accept such appointment as registered agent for service, (ii) agree to act in this capacity, and (iii) have hereunto subscribed my name this 6<sup>th</sup> day of MARCH, 2011.

  
Robin Bass, As Registered Agent