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CORPORATION N	AME(S) & DOCUMENT NUMBER(S), (if known):
2(Corpor	ation Name) (Document #)
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Profit	Amendment SPA OF (Division SPA OF SPA
NonProfit	Resignation of R.A., Officer/ Director
Limited Liability	Change of Registered Agent
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Annual Report	Update (O U
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ARTICLES OF AMENDMENT SOLUTION TO ARTICLES OF INCORPORATION

of

	Tallahassee	Collie	Rescue	, Inc.
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Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST:

Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

(See attached)

SECOND:		The date of adoption of the amendment(s) was: $1/4/98$
THIRD:		Adoption of Amendment (CHECK ONE)
		The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
		There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.
	T	allahassee Collie Rescue, Inc.
		AND A WELLO
		Gretchen H. Waldo Typed or printed name
<u> </u>		Executive Director 1/8/98

ARTICLES OF INCORPORATION

The undersigned incorporator, being a citizen of the United States of America, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation shall be: Tallahassee Collie Rescue, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be: 7431 Skipper Lane, Tallahassee, Florida, 32311.

ARTICLE III PURPOSE

The corporation is organized exclusively for the purpose of the prevention of cruelty to animals, including, for such a purpose, the making of distributions to organization that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future tax code.

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are elected or appointed is stated in the corporation's by-laws.

ARTICLE V INITIAL DIRECTORS

The following persons will serve as the initial directors of the corporation:

Gretchen H. Waldo 7431 Skipper Lane Donald B. Waldo 7431 Skipper Lane Mary Stuart Hartmann 2965 Shamrock North, #C-10 Tallahassee, FL 32308

7431 Skipper Lane Tallahassee, FL 32311

Tallahassee, FL 32311

ARTICLE VI LIMITATIONS

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 set forth in Article III hereof.

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.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by

- (1) 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
- (2) a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code or the corresponding section of any future federal tax code.

ARTICLE VII DISTRIBUTION OF ASSETS AT DISSOLUTION

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

<u>ARTICLE VIII</u>	INITAL REGISTERED AGENT AND STREET ADDRESS
The name and street add	ress of the initial registered agent is:
Gretchen H. Waldo	
7431 Skipper Lane	
Tallahassee, Florida 323:	i1
ARTICLE IX	INCORPORATOR
The name and address of	f the Incorporator to these Articles of Incorporation is:
Gretchen H. Waldo	•
7431 Skipper Lane	
Tallahassee, Florida 323:	11
ARTICLE X	EFFECTIVE DATE OF INCORPORATION
The effective date of inco	orporation for Tallahassee Collie Rescue, Inc., shall be January 1, 1998.
The undersigned incorpor	rator has executed these Articles of Incorporation this day of
	. 19
Signature of Incorporator	•
	Gretchen H. Waldo