Watson, Soileau, DeLeo & Burgett

A PROFESSIONAL ASSOCIATION 1970 MICHIGAN AVENUE, BUILDING C POST OFFICE BOX 1888 COCOA, FLORIDA 32923-1888

VICTOR M. WATSON 1 JOHN L. SOILEAU † JOSEPH E. DELEO STACY L. BURGETT TIMOTHY F. PICKLES TBOARD CERTIFIED IN REAL PROPERTY LAW

TELEPHONE (407) 631-1550

FACSIMILE (407) 631-1567

April 14, 1999

Florida Department of State Katherine Harris, Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Attention:

Karen Gibson

Corporate Specialist

Re:

Feathered Friends Adoption and Rescue, Inc

Document No.: N98000002474

Dear Ms. Gibson:

Attached please find Articles of Amendment for the above referenced corporation. of the corporation have signed the Articles.

Should you have any questions or concerns, you may reach me at any time at the numbers indicated on this letterhead. Thank you for your attention to this matter.

Sincerely,

Fimothy F. Pickles

TFP: tlc Attachment

****35.00

LAW OFFICES

WATSON, SOILEAU, DELEO & BURGETT

A PROFESSIONAL ASSOCIATION 1970 MICHIGAN AVENUE, BUILDING C POST OFFICE BOX 1888 COCOA, FLORIDA 32923-1888

VICTOR M. WATSON TO JOHN L. SOILEAU TO JOSEPH E. DELEO STACY L. BURGETT TIMOTHY F. PICKLES TO BOARD CERTIFIED IN REAL PROPERTY LAW

TELEPHONE (407) 631-1550

FACSIMILE (407) 831-1567

April 16, 1999

Florida Department of State Katherine Harris, Secretary of State Division of Corporations Post Office Box 6327 Tallahassee, Florida 32314

Attention:

Karen Gibson

Corporate Specialist

Re:

Feathered Friends Adoption and Rescue, Inc.

Document No.: N98000002474

Dear Ms. Gibson:

I recently sent to you Articles of Amendment for the above referenced corporation to be filed. However, I inadvertently sent to you a <u>copy</u> of the Articles. Attached please find the original Articles to be filed.

I apologize for any inconvenience this may have caused. Should you have any questions or concerns, you may reach me at any time at the numbers indicated on this letterhead. Thank you for your attention to this matter.

Sincerely,

Theresa L. Caruso

Secretary to Timothy F. Pickles

Attachment

53 VEK 19 W. 3: 25

ARTICLES OF AMENDMENT to ARTICLES OF INCORPORATION of FEATHERED FRIENDS ADOPTION AND RESCUE, INC.

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 DELE

Article III of the Articles of Incorporation of Feathered Friends Adoption and Rescue. Inc. is hereby

- a. The organization is organized exclusively for charitable, religious, educational, and/or scientific purposes under section 501 (c) (3) of the Internal Revenue Code.
- b. No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private person, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- c. Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or 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.

Article VI of the Articles of Incorporation of Feathered Friends is hereby amended to read:

This corporation shall have four (4) directors.

The number of directors may be either increased or diminished from time to time pursuant to the bylaws but shall never be less than three (3) and not more than seven (7). The names of the directors of this corporation are:

Audree Horton
Grace Allen

Jason Bennett
Brenda Stacy

Director

Director

Director

Director

SECOND: The date of adoption of the amendment(s) was: January 30, 1999.

THIRD: Adoption of Amendment (CHECK ONE)

- The amendments were adopted by the members and the number of votes east for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendments were adopted by the board of directors.

IN WITNESS WHEREOF, the undersigned, as the President, Secretary, Treasurer, and Director of this Corporation have executed these Articles of Amendment.

Auchae All, 12 President

∖\$ecretary

Treasurer

Director

STATE OF FLORIDA County of Brevard

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Before me, the undersigned authority, personally appeared Auches Alba-Horton and Secretary, Treasurer, and Director respectively of the above-mentioned corporation, who executed the foregoing Articles of Amendment and they acknowledged before me, according to the laws of the State of Florida, that they made and subscribed the same for the purposes therein mentioned and set forth.

Monday Public

My commission expires:

DONNA S. HAMILTON
MY COMMISSION & CC 493763
EXPIRES: September 6, 1999
Bonded Thru Notary Public Underwriters