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November 5, 1999

Florida Department of State Amendment Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Articles of Amendment to Articles of Incorporation of Animal Rescue Fund, Inc.

Please find a copy of the Articles of Amendment to the Articles of Incorporation. If you should have any questions, please feel free to call me at 407-297-7078. I appreciate your expedition of this Amendment. Upon acceptance, I will forward a copy to the Internal Revenue Service.

Thank you in advance,

Leigh Porter, President Animal Rescue Fund, Inc.

I have enclosed a check for \$35 filing fee \$8.75 certified copy

sent to Leigh Torter 665 Rosemere Cercle Orlando, FL 32835

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

of



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.)

please see attached paperwork

| SECOND: The date of adoption of the amendment(s) was: NOVCM bev 5, 1990 |
|--|
| 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. |
| Animal Rescue Fund, Inc |
| Signature of Chairman, Vice Chairman, President or other officer |
| Leigh Porter |
| Typed or printed name |
| President + Chairman 11/5/99 |
| Title Date |

November 5, 1999

Florida Department of State Amendment Section Division of Corporations P.O. Box 6327 Tallahassee, FL 32314

Articles of Amendment to Articles of Incorporation of Animal Rescue Fund, Inc.

ARTICLE VII Said Corporation/Organization is organized exclusively for charitable, educational, religious or scientific purposes, within the meaning of section 501 (c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

ARTICLE VIII No part of the net earnings of the corporation/organization shall inure to the benefit of, or be distributable to its members, trustees, directors, officers or other private pensions, except that the corporation/organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of Section 501 (c)(3) purposes. No substantial part of the activities of the corporation/organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation/organization 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.

Not withstanding any other provision of these articles, the corporation/organization shall not carry on any other activities not permitted to be carried on (a) by a corporation/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 a corporation/organization, contributions to which are deductible under Section 170 (c)(3) of the Internal Revenue Code (or corresponding section of any future federal tax code.)

ARTICLE IX Upon dissolution of this corporation/organization assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code, I.e. charitable, educational, religious or scientific, 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.