


STATE OF ALABAMA

**DOMESTIC NONPROFIT CORPORATION
AMENDMENT TO FORMATION/ARTICLES**

PURPOSE: In order to amend a Nonprofit Corporation's Certificate of Formation/Articles of Incorporation under Section 10A-3-4.02 and 10A-1-3.13 of the Code of Alabama 1975 this Amendment and the appropriate filing fees must be filed with the Office of the Judge of Probate in the county where the corporation was initially formed/incorporated.

INSTRUCTIONS: Mail one (1) signed original and two (2) copies of this completed form and the appropriate filing fees to the Office of the Judge of Probate in the county where the corporation's Certificate of Formation was recorded. Contact the Judge of Probate's Office to determine the county filing fees. Make a separate check or money order payable to the **Secretary of State for the state filing fee of \$50.00 for standard processing or \$150.00 if expedited processing within 3 business days of receipt by the Office of the Secretary of State is requested (10A-1-4.31)** and the Judge of Probate's Office will transmit the fee along with a certified copy of the Amendment to the Office of the Secretary of State within 10 days after the filing is recorded. Once the Secretary of State's Office has indexed the filing, the information will appear at www.sos.alabama.gov under the Government Records tab and the Business Entity Records link – you may search by entity name or number. You may pay the Secretary of State fees by credit card if the county you are filing in will accept that method of payment (see attached). Your Amendment will not be indexed if the credit card does not authorize and will be removed from the index if the check is dishonored.


20120914000349060 1/7 \$81.00
Shelby Cnty Judge of Probate, AL
09/14/2012 09:33:46 AM FILED/CERT

(For County Probate Office Use Only)

This form must be typed or laser printed.

1. The name of the corporation from the Certificate of Formation/Articles of Incorporation:

Paws for Cause Society, Inc.

2. The date the Certificate of Formation was filed in the county: 04 / 09 / 2009 (format MM/DD/YYYY)

3. Alabama Entity ID Number (Format: 000-000): 569 - 565 **INSTRUCTION TO OBTAIN ID NUMBER TO COMPLETE FORM:** If you do not have this number immediately available, you may obtain it on our website at www.sos.alabama.gov under the Government Records tab. Click on Business Entity Records, click on Entity Name, enter the registered name of the entity in the appropriate box, and enter. The six (6) digit number containing a dash to the left of the name is the entity ID number. If you click on that number, you can check the details page to make certain that you have the correct entity – this verification step is strongly recommended.

(For SOS Use Only)

This form was prepared by: (type name and full address)

Jennifer M. Wilson
J. Rick Wallis Law
2107 Fifth Avenue North, Suite 401-G
Birmingham, AL 35203

DOMESTIC NONPROFIT CORPORATION AMENDMENT

4. The county in which the Certificate of Formation was filed: Shelby County, Alabama

5. The titles, dates, and places of filing of any previous Amendments: N/A

Attach a listing if necessary.

[Instruction on Amendment completion: Be very specific about what must be changed if you are amending existing information. If the amendment includes a name change, a copy of the Name Reservation form issued by the Office of Secretary of State must be attached.

Registered agents and registered agent addresses are changed by filing a Change Of Registered Agent Or Registered Office By Entity form directly with the Office of the Secretary of State (the new agent's signature is required agreeing to accept responsibility). You may file the information as an Amendment also, but the change form must be on file with the Secretary of State per 10A-1-3.12(a) (2) to effect the change in the public records database.]

6. The following amendment was adopted on 09 / 11 / 2012 (format MM/DD/YYYY):

Name change to The Animal League of Birmingham, Inc.

Adopted new registered agent and registered address

Adopted Amended and Restated Articles of Incorporation

☒ Additional Amendments and the dates on which they were adopted are attached.

7. The Amendment or Amendments have been approved in the manner required by Title 10A of the Code of Alabama 1975 and the governing documents of the entity.

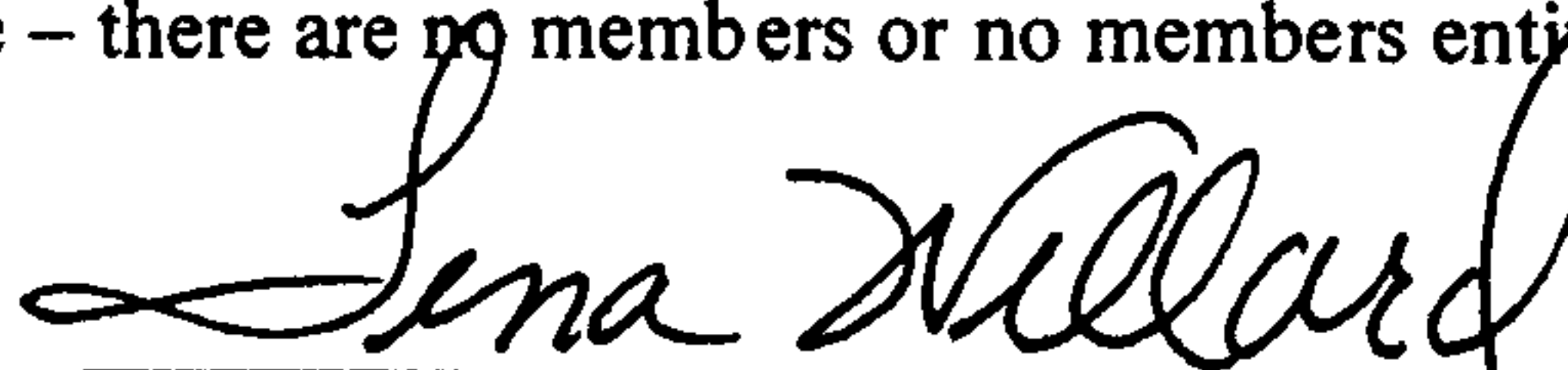
Item 8, 9, or 10 MUST be checked.

8. ☒ The members met on 09 / 11 / 2012 (MM/DD/YYYY) and adopted the Amendment by at least two-thirds of the votes entitled to be cast by members present or represented by proxy – a quorum was present.

9. ☐ The Amendment was adopted by a consent in writing signed by all members entitled to vote.

10. ☐ The board of directors met on / / (MM/DD/YYYY) and adopted the Amendment by majority vote of the directors in office – there are no members or no members entitled to vote.

09 / 11 / 2012
Date (MM/DD/YYYY)



Signature of President or Vice President required by 10A-3-4.02

Tina Willard, President

Typed Name and Title of Above Signature



DOMESTIC NONPROFIT CORPORATION AMENDMENT

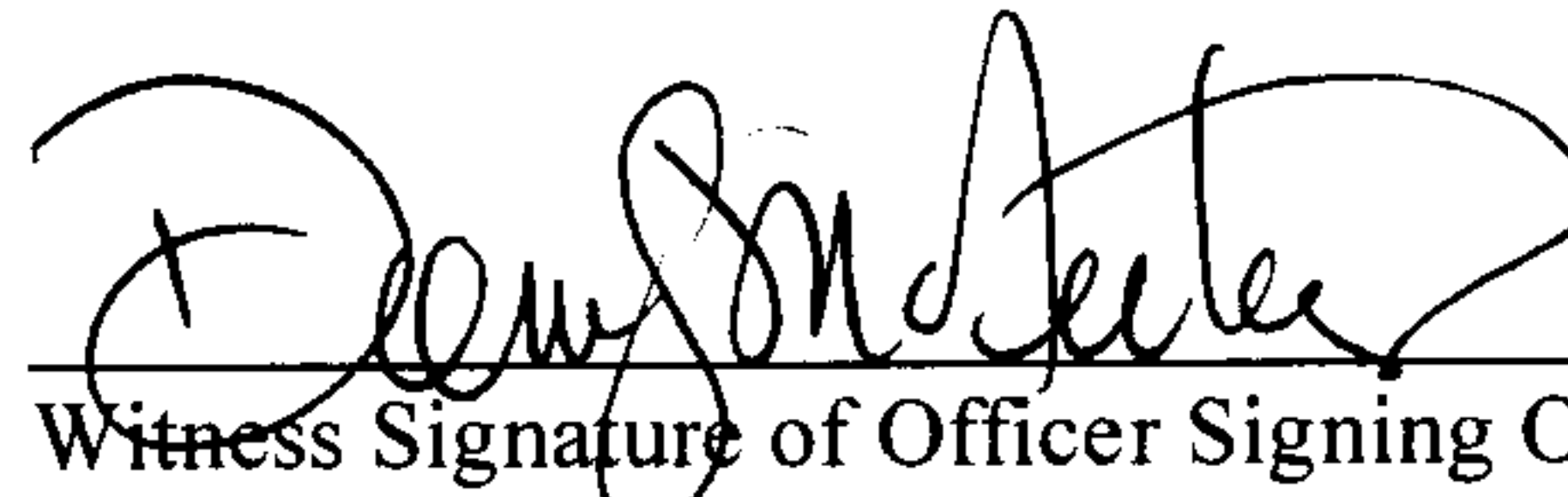
09/ 11/ 2012
Date (MM/DD/YYYY)



Signature of Secretary or Assistant Secretary required by 10A-3-4.02

Sandra Varallo, Secretary
Typed Name and Title of Above Signature

09/ 11/ 2012
Date (MM/DD/YYYY)



Witness Signature of Officer Signing Original Formation/Articles
required by 10A-3-4.02

Donna McFeeters, Vice-President
Typed Name and Title of Above Signature

Beth Chapman
Secretary of State

P. O. Box 5616
Montgomery, AL 36103-5616

STATE OF ALABAMA

**I, Beth Chapman, Secretary of State of Alabama, having custody of the
Great and Principal Seal of said State, do hereby certify that**

pursuant to the provisions of Title 10A, Chapter 1, Article 5, *Code of Alabama*
1975, and upon an examination of the entity records on file in this office, the
following entity name is reserved as available:

The Animal League of Birmingham

This domestic nonprofit corporation is proposed to be formed in Alabama and is
for the exclusive use of Paws for the Cause, Inc., 313 Nottingham Drive, Calera,
AL 35040 for a period of one hundred twenty days beginning September 6, 2012
and expiring January 4, 2013.



610-632

**In Testimony Whereof, I have hereunto set my
hand and affixed the Great Seal of the State, at the
Capitol, in the city of Montgomery, on this day.**

September 6, 2012

Date

Beth Chapman

Beth Chapman

Secretary of State



20120914000349060 4/7 \$81.00
Shelby Cnty Judge of Probate, AL
09/14/2012 09:33:46 AM FILED/CERT

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

THE ANIMAL LEAGUE OF BIRMINGHAM, INC.

Pursuant to the provisions of the Alabama Nonprofit Corporation Act, the undersigned hereby sets forth and adopts the following Amended and Restated Articles of Incorporation of The Animal League of Birmingham, Inc. for the purpose of amending said Articles of Incorporation of Paws for Cause Society, Inc. recorded in the Office of the Judge of Probate in Shelby County, Alabama in Book 20090409000130840 on April 9, 2009. These Amended and Restated Articles of Incorporated were adopted by majority vote of the Members entitled to vote as required by said Articles of Incorporation on September 11, 2012. These Amended and Restated Articles of Incorporation correctly set forth the provisions of the Articles of Incorporation as are hereby amended and supersedes the original Articles of Incorporation and all amendments thereto.

Article I – Name

The name of the non-profit corporation shall be The Animal League of Birmingham, Inc. (hereinafter, the “Corporation”).

Article II – Duration

The period of duration of the Corporation shall be perpetual.

Article III – Purposes and Powers

- (1) The Corporation is organized exclusively for charitable purposes and to solicit, collect and/or raise funds for local humane societies and local animal rescue groups and all other activities that a corporation may conduct and support under Section 501(c)(3) of the Internal Revenue Code.
- (2) To do all things necessary, desirable, or expedient in the operation, management and conduct of the aforesaid business.
- (3) To transact all lawful business for which corporations may be incorporated under the Alabama Nonprofit Corporation Act which is not in conflict with paragraph (1) hereof.

Article IV – Membership

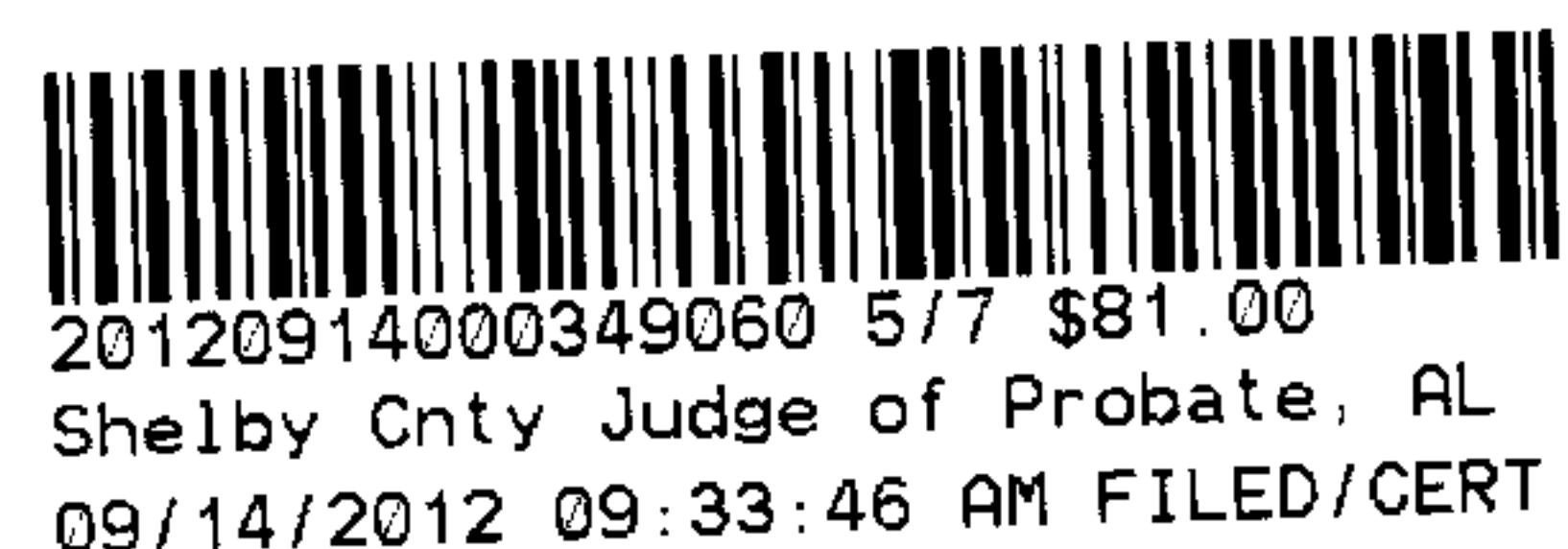
The Corporation shall have members, with rights and duties as conferred in the Corporation's Bylaws.

Article V – Incorporator

The name and address of the incorporator is as follows:

Name: Jennifer M. Wilson

Address: 2107 Fifth Avenue North, Suite 401-G, Birmingham, AL 35203



Article VI – Officers

The officers of the Corporation shall consist of President, Senior Vice-President, Vice-President, Secretary, Treasurer and Public Relations. Any two (2) or more offices may be held by the same person, except the offices of President and Secretary.

Each officer shall be elected or appointed at such time and in such manner and for such term and shall have the powers and duties as prescribed in the Bylaws.

Article VII – Directors

The members of the Corporation elect the directors by a majority vote. The number of directors shall be provided for in the Bylaws and may be changed from time to time. The directors who hereby adopt these Amended and Restated Articles of Incorporation herein are the following:

President:	Tina Willard
Vice-President:	Donna McFeeters
Treasurer:	Sandra Vallaro
Secretary:	Joan Stough

Article VIII – Registered Office and Agent

The registered office of the Corporation shall be 2040 Eagle Valley Drive, Birmingham, AL 35242. The registered agent of the Corporation should be Donna McFeeters.

Article IX – Indemnification

The Corporation does indemnify and incorporates any incorporators, agents, directors, officers, employees, volunteers and shareholders of the Corporation from any liability regarding the Corporation and the business of the Corporation, unless the person fraudulently and intentionally violated the law and/or maliciously conducted acts to damage and/or defraud the Corporation, or as otherwise provided under applicable state corporate statute.

The directors may authorize the purchase of directors' and officers' liability insurance providing coverage to the officers and directors of the Corporation at the expense of the Corporation.

Article X – Amendment

Amendments to the Articles of Incorporation shall be made by a majority vote of the board of directors.

Article XI – Bylaws

The Bylaws of the Corporation may be amended at any time in accordance with the provisions therein.

Article XII – Dissolution

The Corporation may be dissolved with the assent given in writing and signed by members entitled to cast two-thirds of the votes of the entire membership or as otherwise provided by law. Upon



20120914000349060 6/7 \$81.00
Shelby Cnty Judge of Probate, AL
09/14/2012 09:33:46 AM FILED/CERT

dissolution of the Corporation, the assets, both real and personal, shall be dedicated to the appropriate public agency to be devoted to purposes as nearly as practicable the same as those to which they were required to be devoted by the Corporation. In the event that such dedication is refused acceptance, such assets shall be granted, conveyed and assigned to any non-profit corporation, association, trust or other organization to be devoted to purposes and uses that would most nearly reflect the purposes and uses to which they were required to be devoted by the Corporation.

Article XIII – Other Provisions

No substantial part of the activities of the Corporation shall consist of carrying on 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.

No part of 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 the purpose clause thereof.

Notwithstanding any provision of these Articles, this Corporation shall not carry on any activities not permitted to be carried on (1) by corporation 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 (2) 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.

Article XIV – General

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in the manner now or hereafter provided by law, and all rights conferred upon officers, directors and members herein are granted subject to this reservation.

IN WITNESS THEREOF, the undersigned directors have hereunto subscribed their name of these Amended and Restated Articles of Incorporation on the 11th day of September, 2012.

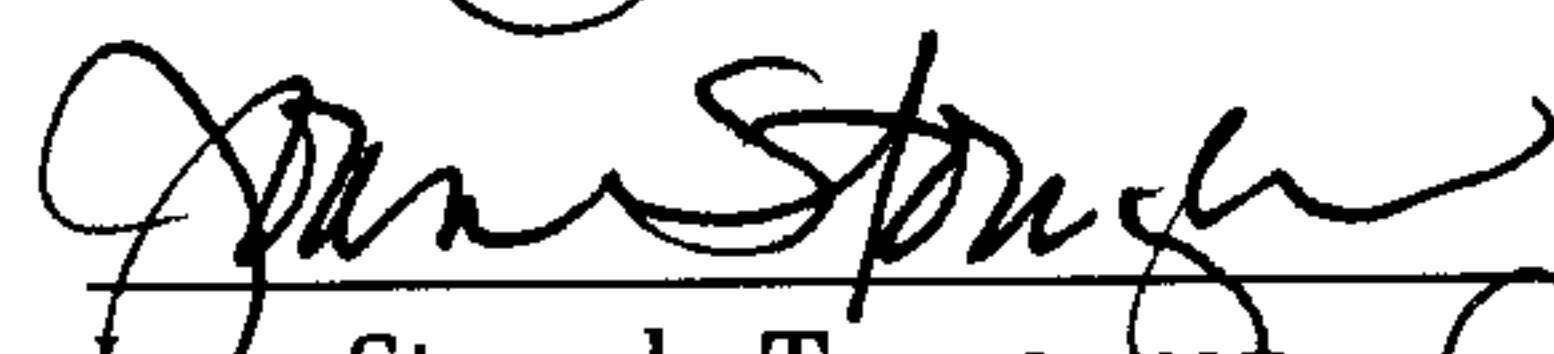
THE ANIMAL LEAGUE OF BIRMINGHAM, INC.



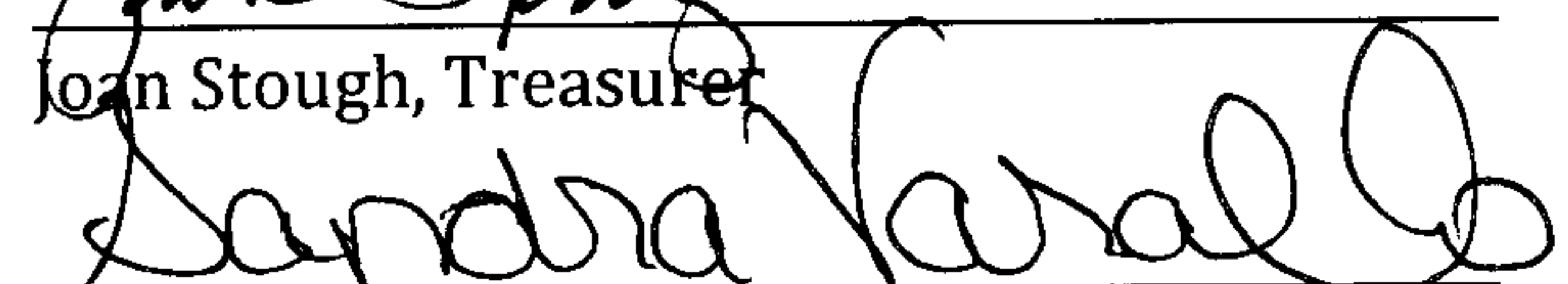
Tina Willard, President



Donna McFeeters, Vice-President



Joan Stough, Treasurer



Sandra Varallo, Secretary

