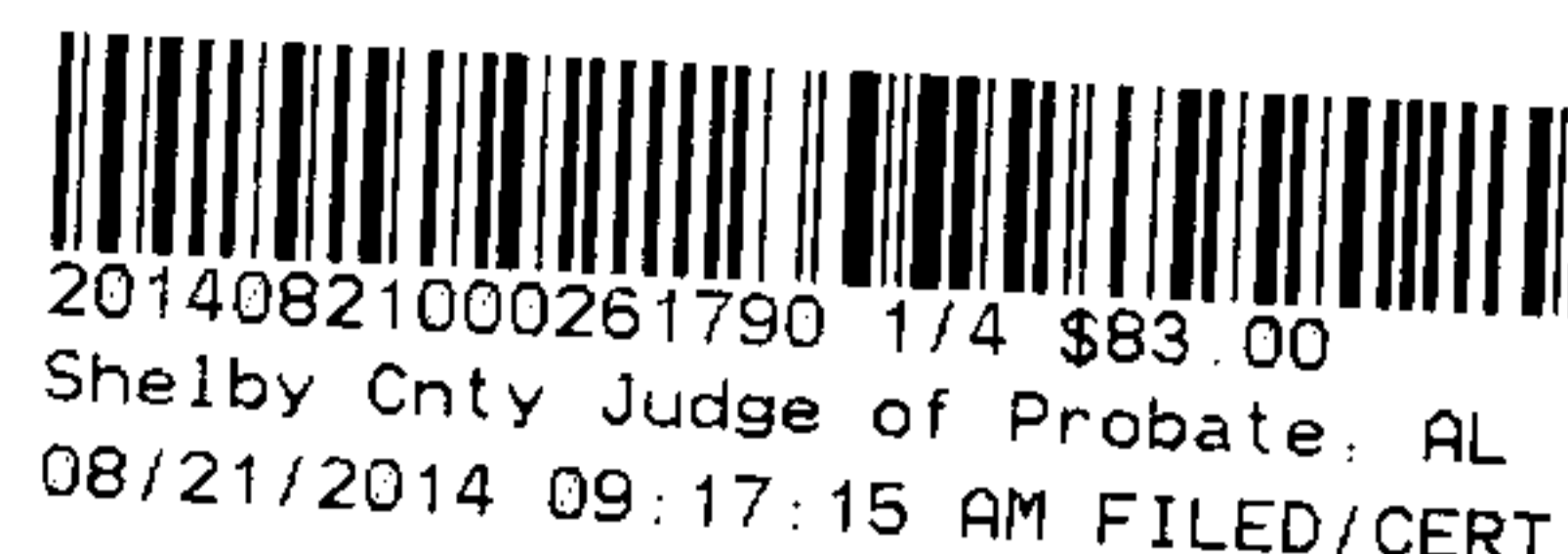


STATE OF ALABAMA

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.

(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:

Purrfect Love Cat Rescue

2. The date the Certificate of Formation was filed in the county: 07 / 24 / 2013 (format MM/DD/YYYY)

3. Alabama Entity ID Number (Format: 000-000): 285 - 642 **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)

Francesca Hitchcock
2743 Aspen Lake Road
Helena, AL 35022

DOMESTIC NONPROFIT CORPORATION AMENDMENT

4. The county in which the Certificate of Formation was filed: Shelby
5. The titles, dates, and places of filing of any previous Amendments: _____

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 08 / 20 / 2014 (format MM/DD/YYYY):

See Attached

☐ 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.

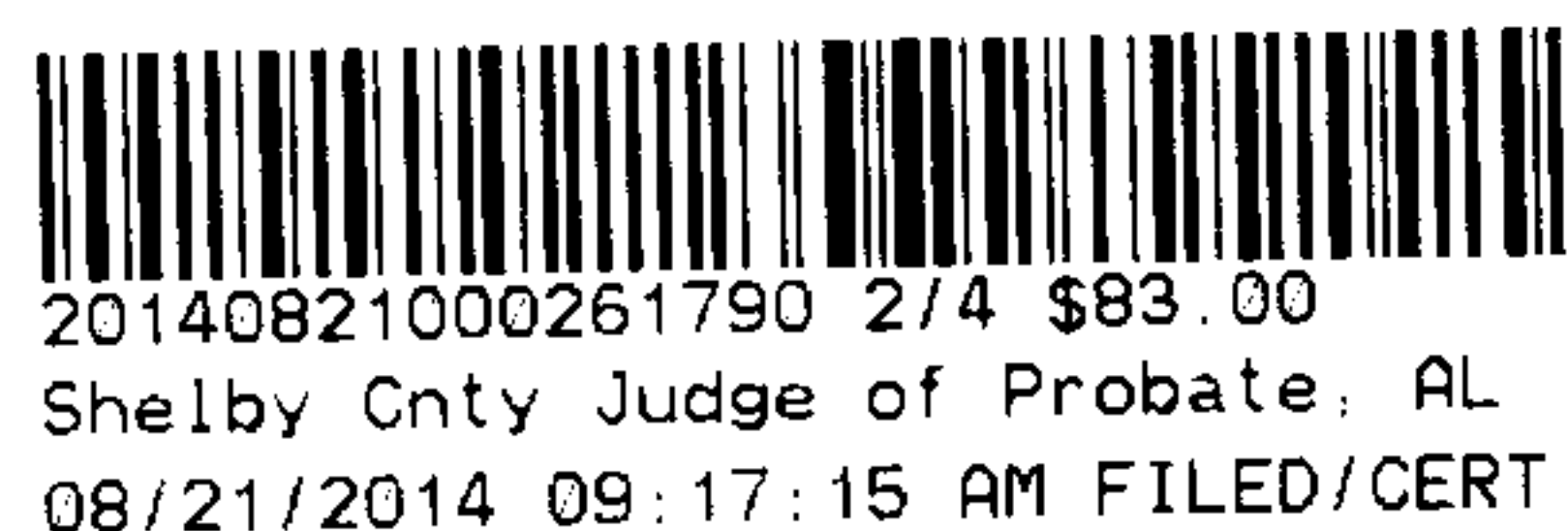
Item 8, 9, or 10 MUST be checked.

8. ☐ The members met on _____ / _____ / _____ (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 08 / 20 / 2014 (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.

08 / 20 / 2014
Date (MM/DD/YYYY)

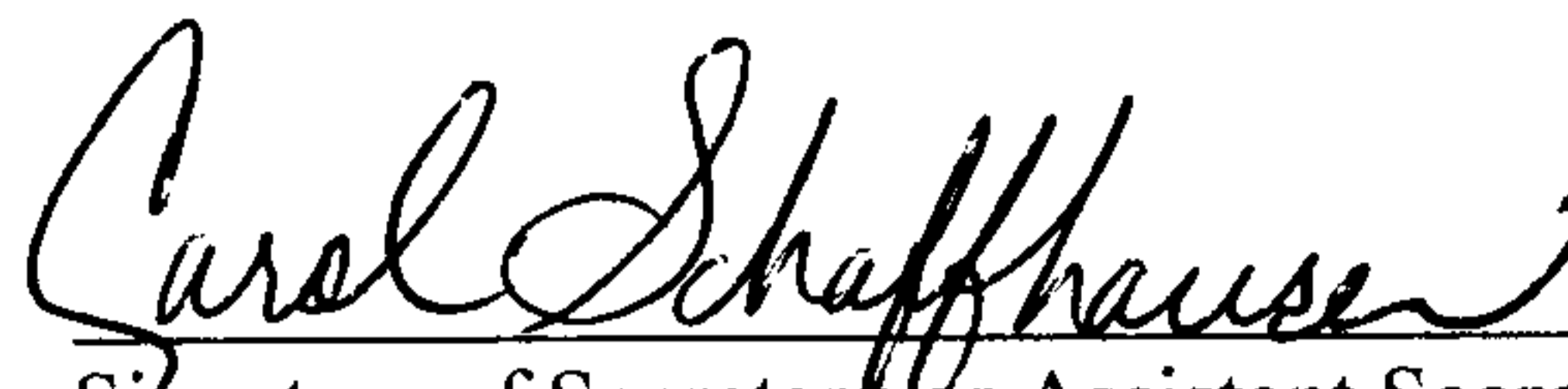
Margaret L. Somers Ashley
Signature of President or Vice President required by 10A-3-4.02

Margaret L. Somers Ashley President
Typed Name and Title of Above Signature



DOMESTIC NONPROFIT CORPORATION AMENDMENT

08/ 20/ 2014
Date (MM/DD/YYYY)

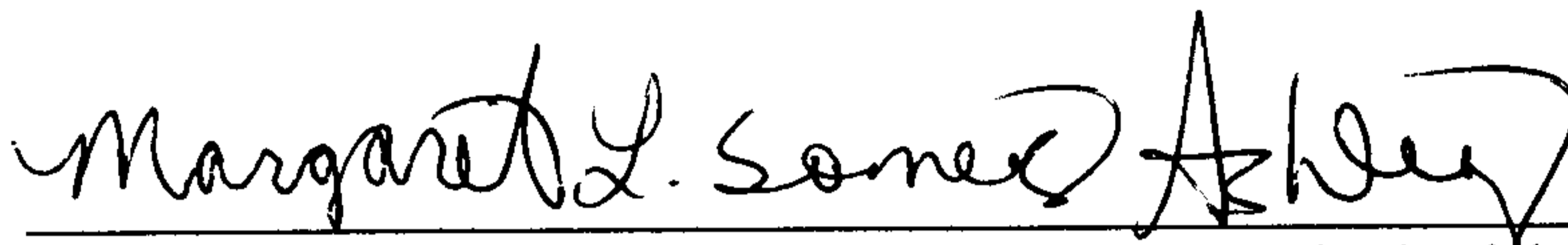


Signature of Secretary or Assistant Secretary required by 10A-3-4.02

Carol Schaffhausen Secretary

Typed Name and Title of Above Signature

08/ 20/ 2014
Date (MM/DD/YYYY)



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

Margaret L. Somers Ashley President

Typed Name and Title of Above Signature

ARTICLES OF AMENDMENT
TO THE BYLAWS OF
PURRFECT LOVE CAT RESCUE

First: The title Article I: Name, and Purpose, will be amended to read: Article I: Name, Purpose, and Nature of Non-profit

Second: The following amendment, as written, will replace the first sentence of Article I Section 2

Section 2: Purpose

Purrfect Love Cat Rescue is organized exclusively for prevention of cruelty to animals purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. Purrfect Love Cat Rescue's purpose is to provide effective means for the prevention of cruelty to cats.

Third: The following amendment will be added, as written, after Section 2 in Article I:

Section 3: Nature of the Non-profit

Purrfect Love Cat Rescue is organized exclusively for prevention of cruelty to animals purposes within the meaning of section 501(c)(3) of the Internal Revenue Code including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. No part of the net earnings of Purrfect Love Cat Rescue 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 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 any candidate for public office.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, 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.

Purrfect Love Cat Rescue is not organized and shall not be operated for the private gain of any person. The assets of the corporation are irrevocably dedicated to its prevention of cruelty to animals' purposes within section 501(3)(c) of the Internal Revenue Code. No part of the receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Bylaws.