



State of Rhode Island and Providence Plantations  
Office of the Secretary of State

Fee: \$10.00

Division Of Business Services  
148 W. River Street  
Providence RI 02904-2615  
(401) 222-3040

Non-Profit Corporation  
Articles of Amendment

(Section 7-6-40 of the General Laws of Rhode Island, 1956, as amended)

ARTICLE I

The name of the corporation is Vintage Pet Rescue

If the entity's name is changing, state the new name: Vintage Pet Rescue

ARTICLE II

If the corporate duration is changing, so state:  Perpetual

If the corporate purpose is changing, so state:

TO PROVIDE A SAFE AND COMFORTABLE HOME FOR SENIOR DOGS AND CATS DURING THE LAST YEARS OR MONTHS OF THEIR LIVES. TO PROVIDE VETERINARY CARE TO THESE ANIMALS AND ENSURE THAT THEY ARE HEALTHY. IF APPROPRIATE, TO PLACE THESE ANIMALS INTO SUITABLE FOREVER HOMES OR FOSTER HOMES.

If there is a change in the number of directors, modify this section:

The number of directors constituting the Board of Directors of the Corporation is

and the names and addresses of the persons who are to serve as the directors are:

Title	Individual Name First, Middle, Last, Suffix	Address Address, City or Town, State, Zip Code, Country
INCORPORATOR	KRISTEN KAY PERALTA	384 S COUNTY TRAIL NORTH KINGSTOWN, RI 02852 USA
DIRECTOR	KRISTEN KAY PERALTA	384 S COUNTY TRAIL NORTH KINGSTOWN, RI 02852 USA
DIRECTOR	MARC ANDREW PERALTA	384 S COUNTY TRAIL NORTH KINGSTOWN, RI 02852 USA
DIRECTOR	JOANNE ELIZABETH MCMANUS	57 ROCKRIDGE RD LINCOLN, RI 02865 USA

If there are any other provisions to be amended, so state:

VINTAGE PET RESCUE IS A NON-PROFIT CORPORATION AND SHALL OPERATE EXCLUSIVELY FOR EDUCATIONAL AND CHARITABLE PURPOSES WITHIN THE MEANING OF SECTION

501

(C)(3) OF THE INTERNAL REVENUE CODE, OR THE CORRESPONDING SECTION OF ANY FUTURE FEDERAL TAX CODE.

VINTAGE PET RESCUE IS DESIGNATED AS A NON-PROFIT CORPORATION.

NON-PROFIT NATURE

VINTAGE PET RESCUE IS ORGANIZED EXCLUSIVELY FOR CHARITABLE AND EDUCATIONAL

PURPOSES 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 VINTAGE PET 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.

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.

VINTAGE PET RESCUE IS NOT ORGANIZED AND SHALL NOT BE OPERATED FOR THE PRIVATE GAIN OF ANY PERSON. THE PROPERTY OF THE CORPORATION IS IRREVOCABLY

DEDICATED TO ITS EDUCATIONAL AND CHARITABLE PURPOSES. NO PART OF THE ASSETS,

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 ARTICLES.

PERSONAL LIABILITY

NO OFFICER OR DIRECTOR OF THIS CORPORATION SHALL BE PERSONALLY LIABLE FOR THE DEBTS OR OBLIGATIONS OF VINTAGE PET RESCUE OF ANY NATURE WHATSOEVER, NOR SHALL ANY OF THE PROPERTY OR ASSETS OF THE OFFICERS OR DIRECTORS BE SUBJECT TO THE PAYMENT OF THE DEBTS OR OBLIGATIONS OF THIS CORPORATION.

#### DISSOLUTION

UPON TERMINATION OR DISSOLUTION OF VINTAGE PET RESCUE, ANY ASSETS LAWFULLY AVAILABLE FOR DISTRIBUTION SHALL BE DISTRIBUTED TO ONE (1) OR MORE QUALIFYING ORGANIZATIONS DESCRIBED IN SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE OF 1986 (OR DESCRIBED IN ANY CORRESPONDING PROVISION OF ANY SUCCESSOR STATUTE) WHICH ORGANIZATION OR ORGANIZATIONS HAVE A CHARITABLE PURPOSE WHICH, AT LEAST GENERALLY, INCLUDES A PURPOSE SIMILAR TO THE TERMINATING OR DISSOLVING CORPORATION.

THE ORGANIZATION TO RECEIVE THE ASSETS OF VINTAGE PET RESCUE HEREUNDER SHALL BE SELECTED BY THE DISCRETION OF A MAJORITY OF THE MANAGING BODY OF VINTAGE PET RESCUE AND IF ITS MEMBERS CANNOT SO AGREE, THEN THE RECIPIENT ORGANIZATION SHALL BE SELECTED PURSUANT TO A VERIFIED PETITION IN EQUITY FILED IN A COURT OF PROPER JURISDICTION AGAINST THE VINTAGE PET RESCUE BY ONE (1) OR MORE OF ITS MANAGING BODY WHICH VERIFIED PETITION SHALL CONTAIN SUCH STATEMENTS AS REASONABLY INDICATE THE APPLICABILITY OF THIS SECTION.

THE COURT UPON A FINDING THAT THIS SECTION IS APPLICABLE SHALL SELECT THE QUALIFYING ORGANIZATION OR ORGANIZATIONS TO RECEIVE THE ASSETS TO BE DISTRIBUTED, GIVING PREFERENCE IF PRACTICABLE TO ORGANIZATIONS LOCATED WITHIN THE STATE OF RHODE ISLAND.

IN THE EVENT THAT THE COURT SHALL FIND THAT THIS SECTION IS APPLICABLE BUT THAT THERE IS NO QUALIFYING ORGANIZATION KNOWN TO IT WHICH HAS A CHARITABLE PURPOSE, WHICH, AT LEAST GENERALLY, INCLUDES A PURPOSE SIMILAR TO THIS CORPORATION, THEN THE COURT SHALL DIRECT THE DISTRIBUTION OF ITS ASSETS LAWFULLY AVAILABLE FOR DISTRIBUTION TO THE TREASURER OF THE STATE OF RHODE ISLAND TO BE ADDED TO THE GENERAL FUND.

#### PROHIBITED DISTRIBUTIONS

NO PART OF THE NET EARNINGS OR PROPERTIES OF THIS CORPORATION, ON DISSOLUTION OR OTHERWISE, SHALL INURE TO THE BENEFIT OF, OR BE DISTRIBUTABLE TO, ITS MEMBERS, DIRECTORS, OFFICERS OR OTHER PRIVATE PERSON OR

INDIVIDUAL,  
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.

RESTRICTED ACTIVITIES

NO SUBSTANTIAL PART OF THE CORPORATION'S ACTIVITIES SHALL BE THE  
CARRYING ON  
OF PROPAGANDA, OR OTHERWISE ATTEMPTING TO INFLUENCE LEGISLATION, AND  
THE  
CORPORATION SHALL NOT PARTICIPATE IN, OR INTERVENE (INCLUDING THE  
PUBLISHING  
OR DISTRIBUTION OF STATEMENTS) IN ANY POLITICAL CAMPAIGN ON BEHALF OF  
OR IN  
OPPOSITION TO ANY CANDIDATE FOR PUBLIC OFFICE.

PROHIBITED ACTIVITIES

NOTWITHSTANDING ANY OTHER PROVISION OF THESE ARTICLES, THE  
CORPORATION SHALL  
NOT CARRY ON ANY ACTIVITIES NOT PERMITTED TO BE CARRIED ON (I) BY A  
CORPORATION EXEMPT FROM FEDERAL INCOME TAX AS AN ORGANIZATION  
DESCRIBED BY  
SECTION 501(C)(3) OF THE INTERNAL REVENUE CODE, OR THE CORRESPONDING  
SECTION  
OF ANY FUTURE FEDERAL TAX CODE, OR (II) BY 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 III**

The Amendment was adopted in the following manner:

**(check one box only)**

The amendment was adopted at a meeting of members held on , at which meeting a quorum was present, and the amendment received at least a majority of the votes which members present or represented by proxy at such meeting were entitled to cast.

The amendment was adopted by a consent in writing on , signed by all members entitled to vote with respect thereto.

The amendment was adopted at a meeting of the Board of Directors held on 9/25/2017 , and received the vote of a majority of the directors in office, there being no members entitled to vote with respect thereto.

**ARTICLE IV**

Date when amendment is to become effective 9/28/2017  
(not prior to, nor more than 30 days after, the filing of these Articles of Amendment)

**Signed this 28 Day of September, 2017 at 2:08:55 PM.** *This electronic signature of the individual or individuals signing this instrument constitutes the affirmation or acknowledgement of the*

*signatory, under penalties of perjury, that this instrument is that individual's act and deed or the act and deed of the corporation, and that the facts stated herein are true, as of the date of the electronic filing, in compliance with R.I. Gen. Laws § 7-6.*

Vintage Pet Rescue  
Corporate Name

By KRISTEN PERALTA

President or  Vice President (check one)

**AND**

By JOANNE MCMANUS

Secretary or  Assistant Secretary (check one)

Form No. 201  
Revised 09/07

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State of Rhode Island and Providence Plantations  
**Department of State | Office of the Secretary of State**  
**Nellie M. Gorbea**, *Secretary of State*

I, NELLIE M. GORBEA, Secretary of State of the State of Rhode Island  
and Providence Plantations, hereby certify that this document, duly executed in  
accordance with the provisions of Title 7 of the General Laws of Rhode Island, as  
amended, has been filed in this office on this day:

September 28, 2017 02:05 PM

A handwritten signature in blue ink, appearing to read "Nellie M. Gorbea". The signature is fluid and cursive, written in a professional style.

Nellie M. Gorbea  
*Secretary of State*

