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ID Number: 140414



STATE OF RHODE ISLAND AND PROVIDENCE PLANTATIONS

Office of the Secretary of State
Corporations Division
100 North Main Street
Providence, Rhode Island 02903-1335

NON-PROFIT CORPORATION

**ARTICLES OF AMENDMENT TO
ARTICLES OF INCORPORATION**

RECEIVED
SECRETARY OF STATE
CORPORATIONS DIV
05 OCT 18 AM 8:32

Pursuant to the provisions of Section 7-6-40 of the General Laws of Rhode Island, 1956, as amended, the undersigned corporation adopts the following Articles of Amendment to its Articles of Incorporation:

1. The name of the corporation is LINCOLN FRIENDS OF ANIMALS, INC.

2. The following amendment to the Articles of Incorporation was adopted by the corporation:

[Insert Amendment]

SEE ATTACHED ADDENDUM

FILED

OCT 18 2005

By KML
CN4436

3. The amendment was adopted in the following manner:

(check one box only)

- ☒ The amendment was adopted at a meeting of the members held on OCTOBER 14, 2005, 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 _____ and received the vote of a majority of the directors in office, there being no members entitled to vote with respect thereto.

4. Date when amendment is to become effective UPON FILING
(not prior to, nor more than 30 days after, the filing of these Articles of Amendment)

Under penalty of perjury, we declare and affirm that we have examined these Articles of Amendment to the Articles of Incorporation, including any accompanying attachments, and that all statements contained herein are true and correct.

Date: OCTOBER 14, 2005

LINCOLN FRIENDS OF ANIMALS, INC.

Print Corporate Name

By Marie T. Gorman
MARIE T. GORMAN

☒ President or ☐ Vice President (check one)

AND

By Jane Grant
JANE GRANT

☒ Secretary or ☐ Assistant Secretary (check one)

LINCOLN FRIENDS OF ANIMALS, INC.
ADDENDUM TO ARTICLES OF AMENDMENT OF
ARTICLES OF INCORPORATION

1. The specific purpose or purposes for which the Corporation is organized are as follows:
 - a) The corporation is established exclusively for one or more of the purposes as specified in Section 501 (c)(3) or corresponding provisions of any subsequent Federal tax laws.
 - b) To promote charitable activities and fundraising to provide for an animal shelter program and physical plant for the care of animals of all kinds and description, educational programs and to conduct fund drives for the establishment of such programs and facilities.
 - c) To participate in fundraising activities and receive grants, donations and other contributions from any source, public or private.
 - d) To participate in and promote, either alone or in conjunction with any public or private corporation or organization or any charitable or nonprofit corporation or organization, or any governmental agency, to promote charitable activities and fundraising to provide for an animal shelter program and physical plant for the care of animals of all kinds and description, educational programs and to conduct fund drives for the establishment of such programs and facilities.
 - e) To advise, consult, coordinate and perform whatever work necessary with public or private corporation or organization, any charitable or nonprofit corporation or organization, or any governmental agency, for the purpose of promoting charitable activities and fundraising to provide for an animal shelter program and physical plant for the care of animals of all kinds and description, educational programs and to conduct fund drives for the establishment of such programs and facilities.
 - f) To do any and all lawful things reasonable necessary or convenient to accomplish the purposes aforesaid in accordance with State Law.
2. The internal affairs of the corporation shall be governed in accordance to state law as follows:
 - a) Business of the Corporation shall be conducted only in duly constituted meetings of the Board of Directors of the Corporation.
 - b) No part of the net earnings of the organization shall inure to the benefit of any member, trustee, director, officer of the organization, or any private individual

(except that reasonable compensation may be paid for services rendered to or for the organization), and no member, trustee, officer of the organization or any private individual shall be entitled to share in the distribution of any of the organization's assets on dissolution of the organization.

- c) No person may serve as a Director of the Corporation except during the person's actual term of service as a duly appointed Director pursuant to R.I.G.L. §7-6-1 et seq. and any amendments thereto. Any vacancy in the office of director of the Corporation shall be filled from among the remaining members.
- d) No substantial part of the activities of the organization shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by IRC 501 (h) and shall not participate in, or intervene in (including the publication or distribution of statements), any political campaign on behalf of any candidates for public office.
- e) 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. Any such assets not disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.
- f) Notwithstanding any other provisions herein, the organization shall not carry on any other activities not permitted to be carried on by (i) 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 (ii) by an organization, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or corresponding section of future tax code.