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**ARTICLES OF AMENDMENT**

**TO THE ARTICLES OF INCORPORATION**

**of a**

**NONPROFIT CORPORATION**

**NEUSE RIVER GOLDEN RETRIEVER RESCUE, INC.**

0-0426269

FILED

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MAR 20 1998

EFFECTIVE  
ELAINE F MARSHALL  
SECRETARY OF STATE  
NORTH CAROLINA

The undersigned Corporation, for the purpose of amending its Articles of Incorporation and pursuant to the provisions of N.C.G.S. Section 55A-10-01, *et seq.*, hereby executes the following Articles of Amendment.

1. The name of the Corporation is:

**NEUSE RIVER GOLDEN RETRIEVER RESCUE, INC.**

2. At a regularly convened meeting of the Board of Directors of the Corporation held on the 26th day of February, 1998, the following amendment to the Articles of Incorporation of the Corporation was adopted by unanimous vote of all of the directors in office:

Paragraph 10 of the Articles of Incorporation filed May 5, 1997, is deleted in its entirety and the following paragraph is inserted in its place:

10. *Dissolution*: If this corporation should be dissolved at any time, upon the termination, dissolution or winding up of the corporation in any manner and for any reason, voluntary or involuntary, its assets, if any, remaining after the payment or provision for payment of all liabilities of the corporation, will be distributed to one or more 501(c)(3) organizations exempt from tax under Section 501(a) of the Code. The private property of the directors, officers, and members of the corporation will not be subject to payment of corporate debts to any extent whatsoever.

3. Member approval was not required because there are no members of the corporation.

4. The amendment was approved at a duly noticed meeting of the Board of Directors of the Corporation by a unanimous vote of all of the directors in office at the time the amendment was adopted.

5. This amendment shall be effective upon filing.

IN TESTIMONY WHEREOF, these Articles of Amendment are signed this the 5<sup>th</sup> day of March, 1998.

NEUSE RIVER GOLDEN RETRIEVER RESCUE, INC.

BY: Laura Silvernail  
Laura Silvernail, President

ATTEST

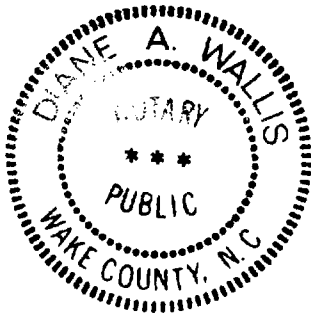
Nicole M. Shelley  
Nicole Shelley, Secretary

[CORPORATE SEAL]

STATE OF NORTH CAROLINA  
COUNTY OF WAKE

This 5<sup>th</sup> day of March, 1998, personally came before me, Diane A. Wallis Notary Public for said County and State, Nicole M. Shelley who, being by me duly sworn, says that she is Secretary of NEUSE RIVER GOLDEN RETRIEVER RESCUE, INC., a Corporation, and that the seal affixed to the foregoing instrument in writing is the corporate seal of said Corporation, and that said writing was signed and sealed by Laura Silvernail, as President on behalf of said Corporation by its authority duly given; and the said Nicole M. Shelley acknowledged the said writing to be the act and deed of said Corporation.

Witness my hand and official seal, this the 5<sup>th</sup> of March, 1998.



Diane A. Wallis  
Notary Public  
My Commission Expires: 10-13-2000