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SECRETARY OF STATE
STATE OF IDAHO

AMENDED AND RESTATED ARTICLES OF
INCORPORATION OF
BOISE BULLY BREED RESCUE, INC.

The undersigned, acting as the incorporator of a nonprofit corporation organized under and pursuant to the Idaho Nonprofit Corporation Act, Chapter 3, Title 30, Idaho Code ("Act"), adopt the following Amended and Restated Articles of Incorporation, by unanimous vote.

ARTICLE I. NAME

The name of the corporation is **BOISE BULLY BREED RESCUE, INC.**

ARTICLE II. NONPROFIT STATUS

Boise Bully Breed Rescue, Inc. is a nonprofit corporation.

ARTICLE III. PERIOD OF DURATION

The period of duration of Boise Bully Breed Rescue, Inc. is perpetual.

ARTICLE IV. REGISTERED OFFICE AND AGENT

The location of Boise Bully Breed, Inc. is in the City of Boise, County of Ada, State of Idaho. The new registered agent is Cathleen Catti at 11551 W. Puritan Drive, Boise, Idaho 83709.

ARTICLE V. PURPOSES

The purposes for which Boise Bully Breed Rescue, Inc. is organized and will be operated are as follows:

A. Charitable and educational purposes, and prevention of cruelty to animals and/or scientific endeavors. Boise Bully Breed Rescue, Inc. is dedicated to rescuing homeless and abandoned pets, fostering and adopting pets to loving homes and offering low cost spaying and neutering. Boise Bully Breed Rescue, Inc. will also work towards public education of the need for spaying and neutering and education regarding the pit bull breed.

B. To exercise all powers granted by law necessary and proper to carry out the above-stated purposes, including, but not limited to, the power to accept donations of money, property, whether real or personal, or any other thing of value.

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ARTICLE VI. LIMITATIONS

No part of the net earnings or the assets of Boise Bully Breed Rescue, Inc. shall inure to the benefit of, or be distributable to, its directors, officers, or other private persons, except that Boise Bully Breed Rescue, Inc. 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 Article V hereof. No substantial part of the activities of Boise Bully Breed Rescue, Inc. shall be the carrying on of propaganda or otherwise attempting to influence legislation, and Boise Bully Breed Rescue, Inc. shall not participate in, nor intervene in (including the publishing or distribution of statements) any political campaign on behalf of (or in opposition to) any candidate for public office. Notwithstanding any other provision of these articles, Boise Bully Breed Rescue, Inc. shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501 (c)(3) of the Internal Revenue Code of 1986, as amended from time to time. At no time shall Boise Bully Breed Rescue, Inc. be controlled directly or indirectly by one or more disqualified persons (as defined in section 4946 of the Internal Revenue Code of 1986), other than Boise Bully Breed Rescue, Inc.'s managers (as defined in section 4946(b) of the Internal Revenue Code of 1986) and other than one or more publicly supported organizations. Boise Bully Breed Rescue, Inc. must act, or is prohibited from acting, as the case may be, so that Boise Bully Breed Rescue, Inc. and any Boise Bully Breed Rescue, Inc.'s managers or other disqualified persons with respect thereto, shall not be liable for any of the taxes imposed by sections 4941, 4942, 4943, 4944, and 4945 of the Internal Revenue Code of 1986. Boise Bully Breed Rescue, Inc. must distribute its income for each taxable year at such time and in such manner as not to subject Boise Bully Breed Rescue, Inc. to tax under section 4942. Boise Bully Breed Rescue, Inc. is prohibited from engaging in any act of self-dealing as defined in section 4941 (d) of the Internal Revenue Code of 1986. Boise Bully Breed Rescue, Inc. is prohibited from retaining any excess business holdings as defined in section 4943(c) of the Internal Revenue Code. Boise Bully Breed Rescue, Inc. is prohibited from making any investments in such a manner as to subject Boise Bully Breed Rescue, Inc. to tax under section 4944 of the Internal Revenue Code of 1986. Boise Bully Breed Rescue, Inc. is prohibited from making any taxable expenditures as defined in section 4945(d) of the Internal Revenue Code of 1986.

ARTICLE VII. NO MEMBERS

Boise Bully Breed Rescue, Inc. shall have no members.

ARTICLE VIII. BOARD OF DIRECTORS

The affairs of Boise Bully Breed Rescue, Inc. shall be managed by its Board of Directors. The Board of Directors shall consist of not less than two (2) nor more than four (4) individuals. The actual number of Directors shall be fixed by the Bylaws of Boise Bully Breed Rescue, Inc. The current Board of Directors is set forth below. Each Director shall serve for a term of four (4) years. Before or after the expiration of a Director's term, or in the event of the death, incapacity, resignation, or refusal to serve of any Director, the remaining Directors shall appoint, by majority vote, a successor Director. A Director may succeed himself if appointed by the remaining Directors.

If there are no Directors due to the expiration of terms, death, incapacity, refusal to serve, or resignation of the Directors, or for any other reason, then any person may petition any Judge of any District Court of the State of Idaho for appointment of a Board of Directors, and the Judge so petitioned shall appoint a Board of Directors. The decision of the Judge shall be binding upon all parties and shall not be subject to review or appeal.

The names and addresses of the persons constituting the current Board of Directors are:

<u>NAME</u>	<u>ADDRESS</u>
Cathleen Catti	11551 W Puritan Drive, Boise, Idaho 83616
Cheryl Feucht	RR 1 P.O. Box 1125 Fairfield, Idaho 83327

ARTICLE IX. DISTRIBUTION ON DISSOLUTION

Upon dissolution of Boise Bully Breed Rescue, Inc. the Board of Directors shall, after paying or making provision for the payment of all liabilities of Boise Bully Breed Rescue, Inc. distribute all the assets of Boise Bully Breed Rescue, Inc. consistent with the purposes of Boise Bully Breed Rescue, Inc. to such organization or organizations as shall at the time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended from time to time, in such manner as the Board of Directors shall determine. Any such assets not so distributed shall be distributed by the district court of the county in which the principal office of Boise Bully Breed Rescue, Inc. is then located, exclusively for such purposes or to such organizations as such court shall determine to be consistent with the purposes of Boise Bully Breed Rescue, Inc.

ARTICLE X. INCORPORATOR

The name and street address of the original incorporator is Jenn Graham, however, she has left the organization. The current incorporator for the Amended Articles is Cathleen Catti, 11551 W. Puritan Drive, Boise, Idaho 83709.

ARTICLE XI. BYLAWS

Provisions for the regulation of the internal affairs of Boise Bully Breed Rescue, Inc. shall be set forth in the Bylaws.

