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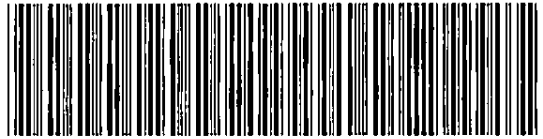
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741823

COPILEVITZ, LAM & RANEY

310 West 20th Street, Suite 300
Kansas City, MO 64108
816 472 9000
clrkcc.com

May 6, 2025

Amendment Section
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

Re: PGA Foundation, Inc.

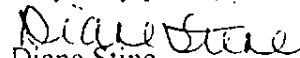
Dear Sir or Madam:

Enclosed please find the Amended and Restated Articles of Incorporation of PGA Foundation, Inc. I have enclosed this firm's check in the amount of \$43.75 (\$35.00 filing fee and \$8.75 for a returned certified copy). Please return the certified document to the following at your earliest convenience:

Diane Stine/Paralegal
Copilevitz, Lam & Raney, PC
310 W. 20th Street, Suite 300
Kansas City, MO 64108

Thank you for your assistance regarding the enclosed filing.

Very truly yours,



Diane Stine
Paralegal
For the Firm

Enclosures

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
PGA FOUNDATION, INC.**

2025 MAY 13 AM 9:46

1. Pursuant to the provisions of Section 617.01201 of the Florida Not-For-Profit Corporation Act, the undersigned hereby submits these Amended and Restated Articles of Incorporation of PGA Foundation, Inc. (the "Corporation").

2. The present name of the Corporation is PGA Foundation, Inc.

3. The name of the Corporation as set forth in the original Articles of Incorporation dated January 18, 1978, and filed February 24, 1978, was The Professional Golfers' Association of America Junior Golf FOUNDATION, INC. Such original Articles of Incorporation were amended and restated through the filing of Amended and Restated Articles of Incorporation with the Department of State of the State of Florida on June 18, 1990, including for purposes of changing the Corporation's name from "The Professional Golfers' Association of America Junior Golf FOUNDATION, INC." to "PGA Foundation, Inc."

4. The amendments to the most recent Amended and Restated Articles of Incorporation of the Corporation included herein have been duly adopted pursuant to Section 617.1007 of the Florida Not-For-Profit Corporation Act and there is no discrepancy between the Corporation's most recent Articles of Incorporation as theretofore amended and the provisions of this Amended and Restated Articles of Incorporation other than the inclusion of amendments adopted pursuant to Section 617.1007.

5. These Amended and Restated Articles of Incorporation shall supersede all prior Articles of Incorporation and all amendments thereto.

6. The Amended and Restated Articles of Incorporation are as follows:

ARTICLE I

Name

The name of the corporation shall be PGA Foundation, Inc. (hereinafter referred to as the "Corporation"). Its principal office shall be at 1916 PGA Parkway, Frisco, Texas 75033.

ARTICLE II

Duration

The Corporation shall have perpetual existence.

ARTICLE III

Purpose Clause

The purposes for which the Corporation is organized are:

A. Exclusively religious, charitable, scientific, literary, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States internal revenue law;

B. Notwithstanding any other provision of these Articles, this Corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States internal revenue law;

C. To promote interest, participation and enjoyment in the game of golf for everyone everywhere through golf instruction programs, community golf programs and research and education;

D. To positively impact the lives of youth and college students by providing them the opportunity to learn and enjoy the game of golf, including through skilled instruction and championship tournaments;

E. To enhance the physical, mental, social and emotional well-being of veterans and active duty military members by providing free golf programming by professionals trained in adaptive golf and military cultural competency;

F. To provide educational opportunities to individuals from diverse and underserved backgrounds by enabling access to opportunities in the golf industry through fellowships and scholarships; and

G. To transact any and all lawful business which corporations not for profit are permitted to transact under the laws of the State of Florida.

ARTICLE IV

Restrictions

A. This Corporation is a non-profit corporation organized pursuant to the Florida Not-For-Profit Corporation Act, and is created, organized, and shall be operated exclusively for educational, charitable, scientific and literary purposes.

B. This Corporation does not contemplate pecuniary gain or profit to directors or officers thereof and no part of any net earnings of the corporation shall inure to the benefit of any director, officer or other individual; however, nothing herein shall prohibit the Corporation from reimbursing its directors and officers for all expenses reasonably incurred in performing services rendered to the Corporation.

C. The Board of Directors shall at all times endeavor to operate and conduct the affairs of the Corporation so that each contribution to it shall qualify and be allowable to the donor thereof as a charitable deduction for federal and state income, gift and estate tax purposes under applicable law.

D. No substantial part of the activities of the Corporation shall include or consist of the carrying on of propaganda, or of otherwise attempting to influence legislation. This

Corporation shall not participate in or intervene in or do any act in connection with any political campaign on behalf of any candidate for public office.

E. All of the property of this Corporation is and shall be irrevocably dedicated to charitable, scientific, literary or educational purposes, and in the event of a dissolution of this Corporation, the assets shall be distributed to one or more organizations which are organized and exist exclusively for educational, scientific, charitable or literary purposes and that qualify for exemption from federal income tax under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986, or to the United States of America, the State of Florida, the County of Palm Beach or other local government. In no event shall the assets or the property of the corporation, or the proceeds of any of such assets or property, upon dissolution, go or be distributed to members, either for reimbursement of any sums subscribed, donated or contributed by such members, or for any other purpose.

ARTICLE V

Capital Stock

The Corporation shall have no capital stock.

ARTICLE VI

Members

The Corporation shall have one or more members. The rights and conditions of membership shall be stated in the Bylaws of the Corporation.

ARTICLE VII

Liability

None of the directors or officers of this Corporation shall be personally liable for its debts, liabilities or obligations.

ARTICLE VIII

Directors

The number of persons constituting the Board of Directors of the Corporation shall equal such number as may be established in the Bylaws.

ARTICLE IX

Officers

The officers of the Corporation shall occupy those positions designated in the Bylaws, and they shall be elected and shall govern in accordance with the provisions of said Bylaws.

ARTICLE X

Indemnification

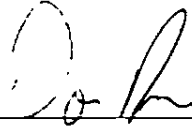
This Corporation shall indemnify its directors and officers, and may indemnify its employees and agents, to the fullest extent permitted by the provisions of the Florida Not-for-Profit Corporation Act and the Florida Business Corporation Act, as the same may be amended and supplemented, from and against any and all of the expenses or liabilities incurred in defending a civil or criminal proceeding, or other matters referred to in or covered by said provisions, including advancement of expenses prior to the final disposition of such proceedings and amounts paid in settlement of such proceedings, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any bylaw, agreement, or otherwise, both as to action in his or her official capacity and as to action in another capacity while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee or agent, and shall inure to the benefit of the heirs, executors and administrators of such a person, and an adjudication of liability shall not affect the right to indemnification for those indemnified.

ARTICLE XI

Amendments

These Articles of Incorporation may be amended in accordance with the provisions of the Bylaws.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated
Articles of Incorporation this 27th day of March, 2025.

A handwritten signature in black ink, appearing to read 'Don Rea', is written over a horizontal line.

Don Rea, President

2025 MAY 13 AM 9:46