

N000000012367

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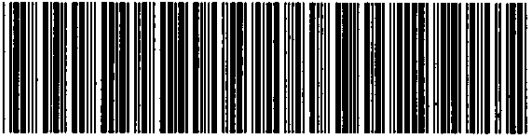
(Business Entity Name)

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FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
2007 JUL 5 PM 12: 24

CS - 7/10/07
Amend

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Cougar Running Club, Inc.

DOCUMENT NUMBER: N06000012367

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Daniel J. Benavides

(Name of Contact Person)

Cougar Running Club, Inc.

(Firm/ Company)

10005 SW 102 Avenue Road

(Address)

Miami, FL 33176

(City/ State and Zip Code)

For further information concerning this matter, please call:

Daniel J. Benavides

(Name of Contact Person)

at (305) 987-2017

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- | | | | |
|--|--|--|--|
| <input type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input checked="" type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is enclosed) |
|--|--|--|--|

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**Articles of Amendment
to
Articles of Incorporation
of**

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

2007 JUL -5 PM 12: 24

Cougar Running Club, Inc.

(Name of corporation as currently filed with the Florida Dept. of State)

N06000012367

(Document number of corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may not be used in the name of a not for profit corporation)

AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: **(BE SPECIFIC)**

Article III Purpose

Said organization is organized exclusively for charitable, religious, educational, and scientific 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.

(Attach additional pages if necessary)
(continued)

AMENDED ARTICLES OF INCORPORATION
In Compliance with Chapter 617, F.S., (Not For Profit)

ARTICLE I Name

The name of the corporation shall be:
Cougar Running Club, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
10005 S.W. 102 Avenue Road
Miami, FL 33176

ARTICLE III PURPOSE

Said organization is organized exclusively for charitable, religious, educational, and scientific 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.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:
Election shall be by annual vote of the General Members of the Corporation during the calendar month of December or January each year after the conclusion of the Miami Killian Senior High School Varsity Cross Country season and prior to the start of the Miami Killian Senior High School Varsity Track and Field season. The Officers of This Corporation shall be elected by a majority of votes by the General Members present at the *first organizational meeting*. The Officers of this Corporation may be increased or diminished but shall never be less than three (3) at any given time. The elected Officers of This Corporation shall serve as the Board of Directors.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

President:
Daniel J. Benavides
10005 S.W. 102 Avenue Road
Miami, FL 33176

Vice President:
Sheila Dixon
14030 Monroe Street
Miami, FL 33176

Secretary:
Eve Monges
10911 S.W. 71 Street
Miami, FL 33173

ARTICLE VI GENERAL MEMBERS

General Members of this Corporation shall be composed of all parents and/or legal guardians of each student registered to attend Miami Killian Senior High School, who are also members of the Varsity Track and Field and/or Varsity Cross Country teams and other community members interested in supporting the named teams of Miami Killian Senior High School.

ARTICLE VII RESTRICTIONS

No part of the net earnings of the corporation 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 Article Third hereof. No substantial part of the activities of the corporation shall be the carrying on of propoganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or 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, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VIII DISTRIBUTION OF ASSETS UPON DISSOLUTION

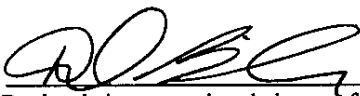
Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be distributed to administration of Miami Killian Senior High School, for a public purpose of the school specifically for the benefit of the students currently registered in Miami Killian Senior High School. Any such assets not disposed of, shall be disposed of by a Court of having jurisdiction in the county of Miami-Dade, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

The date of adoption of the amendment(s) was: June 25, 2007

Effective date if applicable: June 25, 2007
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signature 
(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Daniel J. Benavides
(Typed or printed name of person signing)

President
(Title of person signing)

FILING FEE: \$35