

NO7000002373

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

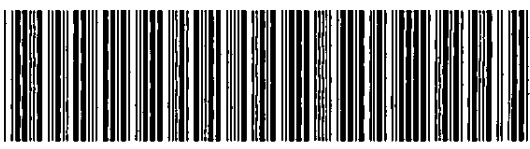
(Business Entity Name)

(Document Number) ✓

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



200135322372

09/05/08--01039--003 \*\*52.50

*Amend*

FILED  
08 SEP - 5 PM 12: 59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Roberts SEP 10 2008

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** MIRACLE LEAGUE OF THE EMERALD COAST, INC.

**DOCUMENT NUMBER:** N07000002373

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

Please return all correspondence concerning this matter to the following:

JOHN N. PAPPANASTOS, ESQ.

(Name of Contact Person)

THE PAPPANASTOS LAW FIRM

(Firm/ Company)

128 TWILIGHT BAY DRIVE

(Address)

PANAMA CITY BEACH, FL 32407

(City/ State and Zip Code)

For further information concerning this matter, please call:

JOHN N. PAPPANASTOS, ESQ

(Name of Contact Person)

at ( 850 ) 233.1024

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$35 Filing Fee     \$43.75 Filing Fee & Certificate of Status     \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)     \$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

FILED  
08 SEP -5 PM 12: 59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Articles of Amendment  
to  
Articles of Incorporation  
of

**MIRACLE LEAGUE OF THE EMERALD COAST, INC.**

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

**N07000002373**

(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)**

**SEE EXHIBIT "A" ANNEXED HERETO AND MADE A PART HEREOF.**

The date of adoption of the amendment(s) was: 5/12/2008

Effective date if applicable: \_\_\_\_\_  
(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 Jeannie Quave  
(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.)

Jeannie Quave  
(Typed or printed name of person signing)

President  
(Title of person signing)

**FILING FEE: \$35**

**ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF  
MIRACLE LEAGUE OF THE EMERALD COAST, INC**

Under the provisions of F.S. 617.1006, this corporation adopts the following articles of amendment to its articles of incorporation:

**FIRST:** Amendment adopted:

“Article II of the Articles of Incorporation is hereby amended to read as follows:

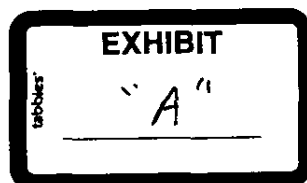
The principal place of business address of the corporation is:

10010 Hutchison Boulevard  
Panama City Beach, Florida 32407

The mailing address of the corporation is:

10010 Hutchison Boulevard  
Panama City Beach, Florida 32407”

The date of the amendment's adoption: MAY 12, 2008.



**SECOND:** Amendment adopted:

“Article III of the Articles of Incorporation is hereby amended to read as follows:

### Article III

#### Charitable Purposes

The purposes for which the Corporation is formed, and the business and objects to be carried on and promoted by it, are as follows:

(a) Exclusive Purpose. This Corporation is organized exclusively for charitable, health and/or educational purposes, including, for such purposes, the making of distributions to organizations which qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States internal revenue law.

(b) Net Earnings. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, directors, officers, or private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services actually rendered and to make payments and distributions in furtherance of its exempt purposes. No substantial part of the activities of the Corporation shall consist of the carrying on of propaganda, 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, the Corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from Federal income taxation under Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States internal revenue law, or (2) by a Corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States internal revenue law.

(c) Dissolution. Upon dissolution of the Corporation, all of the remaining assets of the Corporation shall be distributed only to one or more organizations created and operated for one or more exempt purposes within the meaning of Article II(a) hereof, other than for religious purposes all of the foregoing within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future United States internal revenue law, or shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation 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.”

The date of the amendment's adoption: MAY 12, 2008.

**THIRD:** Amendment adopted:

“Article IV of the Articles of Incorporation is amended to read as follows:

The manner in which successor directors are elected or appointed is by vote of the initial Board of Directors at the first annual Board meeting and thereafter by their successor directors as provided by the Bylaws of the corporation. The Board of Directors shall be self perpetuating and any vacancies shall be filled by appointment approved by a majority of the remaining directors at the time of any vacancy.”

The date of the amendment's adoption: MAY 12, 2008.

**FOURTH:** Amendment adopted:

“A new Article IX is adopted to read as follows:

The corporation shall have no members.”

The date of the amendment' adoption : MAY 12, 2008

The amendments were adopted by the board of directors ~~without shareholder action and shareholder action was not required.~~

Signed on May 12, 2008.

CERTIFIED BY:

Erica Spivey  
ERICA SPIVEY, SECRETARY