000000721

Maureen C. Chiofalo Attorney at Law 1750 17th Street, Unit I Sarasota, Florida 34234 (941) 366-1746

April 1, 1998

Department of State Division of Corporations Amendment Section P.O. Box 6327 Tallahassee, Florida 32314 800002478728---04/03/98--01105--003 *****35.00 *****35.00

Articles of Incorporation Articles of Amendment to the Const of the BRADEN RIVER SOCCER CLUB, INC.

a non-profit corporation

Dear Sir/Madam:

atticles of ration Enclosed please find for filing the original and one copy of the Articles of Amendment to the Constitution of the above-referenced organization. Also enclosed is the organization's check in the amount of \$35.00, representing the filing fee.

Please file the enclosed Articles of Amendment and return the filed copy to the undersigned in the enclosed self-addressed stamped envelope.

Thank you for your assistance in this regard. If there are any questions in this matter, please feel free to contact me.

Sincerely,

Maureen C. Chiofalo

Attorney at Law

Enclosures

Maureen Chiofelo gave authorization to Correct title & Document. 4/7

ARTICLES OF AMENDMENT

to

98 APR -3 PM 12: 21
SECRETARY OF STATE
TALLAHASSEE FLORIS

ARTICLES OF INCORPORATION

of

BRADEN RIVER SOCCER CLUB, INC.

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its

FIRST: Amendments adopted:

Article III is amended and the text shall be as follows: Amended portion is underlined.

III. PURPOSE

The BRSC 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 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Article XIII is amended and the text shall be as follows: Amended portion is underlined.

VIII. AMENDMENTS

Amendments to the Constitution, By-Laws, Rules and Regulations of the BRSC will be made at the Annual General Meeting of the membership, unless otherwise specified in the By-Laws of this Organization. An amendment shall be deemed adopted by an affirmative vote of two-thirds of the voting membership in attendance as defined in the By-Laws. Proposals to amend the Constitution, By-Laws, and Rules and Regulations shall be submitted to the board forty-five (45) days in advance of the Annual General Meeting. When the President, and/or Executive Committee determines that an emergency situation exists, the President may entertain motions to amend the Constitution, By-Laws, or Rules and Regulations of the Organization. After ten (10) calendar days, these motions may be voted upon by the BRSC Board.

Article XII is added and the text shall be as follows:

XII. PROHIBITED ACTS

No part of the net earnings of the BRSC shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause. No substantial part of the activities of the organization shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code or corresponding section of any future federal tax code.

ARTICLE XIII is added and the text shall be as follows:

XIII. DISSOLUTION

Upon dissolution of the BRSC, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or 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 disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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.

SECOND: The date of adoption of the amendments was March 31, 1998.

THIRD: Adoption of Amendment: (Check one)

 \Box The amendment was adopted by the members and the number if votes cast for the amendment was sufficient for approval.

There are no members entitled to vote on the amendments. The amendments were adopted by the board of directors.

Braden River Soccer Club, Inc.

Douglas Clark, President

March 31, 1998