BRANDON SWIM TENNIS

Much More Than Our Name

SWIMMING:

Recreational and Competitive Home Of The Blue Wave Swim Team

9/22/97

GYMNASTICS:

Sanctioned Members of

USGF & AAU

Home Of The Suntwisters

Department of State

Amendment Section Division of Corporations

P.O. Box 6327

Tallahassee, Fl. 32314

To Whom It May Concern:

TENNIS:

TO lighted courts

Enclosed are amended Articles of Incorporation, along with the necessary fees. Please return to us one (1) certified copy.

DIVING:

Among Americas **Finest Facilities**

Home Of The

JetStream Dive Team

Should you have any questions regarding our request, please do not hesitate to

contact myself or my Office Manager, Sheri Doback at 813-689-0908.

Sincerely,

FITNESS:

Jogging Trails Workout/ Weight Room

Racquetball

Playground Nature Camp

BBO & Picnic

Areas

SPORTSCAMP

After-School and Summer

Serving Brandon area families since 1963

BRANDON SWIM & TENNIS CLUB

n Asserwell /8 Joseph R. Greenwell

President

JRG/s

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*****87.50 *****87.50

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

of

FILED 97 SEP 24 PM 3: 58 SECRETARY OF STATE TALLAHASSEE, FLORIDA

	Brandon Swimming and Tennis Club, Inc.
Pursuan corporat	t to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit ion adopts the following articles of amendment to its articles of incorporation.
FIRST:	Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)
	ADMITOT E. T
	ARTICLE I ARTICLE II
	ARTICLE III
	ARTICLE IV
	ARTICLE V
	ARTICLE VI ARTICLE VII
	ARTICLE VIII
	ARTICLE IX
	ARTICLE X
	ARTICLE XI
SECON THIRD:	
	was(were) adopted by the board of directors.
	Brandon Swimming and Tennis Club, Inc.
	Joseph Freewell Corporation Name
	Signature of Chairman, Vice Chairman, President or other officer
	Joseph R. Greenwell
	Typed or printed name
	President 9-/7-9)

Date

Title

AMENDED ARTICLES OF INCORPORATION OF BRANDON SWIMMING AND TENNIS CLUB, INC.

A Florida Non-Profit Corporation

THE UNDERSIGNED, as incorporators and on behalf of a corporation not for profit under the laws of the State of Florida, hereby adopt the following Articles of Incorporation.

ARTICLE I. NAME

The name of this corporation is BRANDON SWIMMING AND TENNIS CLUB, INC.

ARTICLE II. PURPOSE

This corporation is organized exclusively for charitable, religious, educational, scientific and fostering of national or international amateur sports competition purposes, including conducting national or international competition in sports or supporting and developing amateur athletes for such competitions, all within the meaning of and in accordance with Section 50l(c)(3) of the Internal Revenue Code, or corresponding sections of any future federal tax code.

ARTICLE III. MEMBERSHIP

The corporation shall have a membership distinct from the Board of Directors. Any person paying dues as provided for in the bylaws and agreeing to be bound by the articles of incorporation of this corporation, by its' bylaws and by such rules and regulations as the Directors may from time to time adopt, be eligible for membership in the corporation. The Directors' shall from time to time prescribe the form and manner in which application may be made for membership.

ARTICLE IV. REGISTERED AGENT

The name and address of the corporation's registered agent is as follows:

Joseph R. Greenwell 407 Beverly Blvd. Brandon, FL 33511

ARTICLE V. DIRECTORS

The initial Board of Directors of this corporation shall consist of eleven (11) persons, which may be increased, or decreased in accordance with the Bylaws of this corporation. The names and addresses of the present Directors are as follows:

Joe Greenwell 405 Beverly Blvd.

Brandon, Fl. 33511

Mary B. Sultenfuss 411 Rosier Rd.

Brandon, Fl. 33511

Shirley Greenwell 509 Seffner Valrico Rd.

Valrico, Fl. 33594

Katherine Pippin 2404 S. Lenna Ave.

Seffner, Fl. 33584

Sue Pollock 1807 Laurel Oak Dr.

Valrico, Fl. 33594

Bruce Ayers 6321 20th Ave. S.

Tampa, Fl. 33619

Margaret Priola 405 S. Oakwood Ave.

Brandon, Fl. 33511

Peter Banks 14320 Diplomat Dr.

Tampa, Fl. 33613

ARTICLE VI. INCORPORATORS

The name and address of the incorporator of this corporation is as follows

Joseph R. Greenwell 407 Beverly Blvd. Brandon, FL 33511

ARTICLE VII.

No part of the net earnings of the corporation shall inure to the benefit of, or be distribution 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 II hereof. No substantial part of the activities of the corporation shall be 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 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 (a)by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax note, or (b)by a corporation, contributions to which are deductible under Section 170(e)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE VIII.

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 corresponding section of and 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 disposed of by the Court of Common Pleas 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.

ARTICLE IX. DURATION

This corporation shall have perpetual existence.

ARTICLE X. BY-LAWS

The By-Laws of the corporation are to be made, altered, or rescinded by the Board of Directors.

ARTICLE XI. TAX EXEMPTION REQUIREMENTS

The corporation shall distribute the income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue code of 1996, or corresponding provisions of any subsequent federal tax law;

The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1996, or corresponding provisions of any subsequent federal tax laws.

The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1996, or corresponding provisions of any subsequent federal tax laws.

The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1996, or corresponding provisions of any subsequent federal tax laws.

The corporation shall not make any taxable expenditure as defined in Section 494S(d) of the Internal Revenue Code of 1996, or corresponding provisions of any subsequent federal tax law.

IN WITNESS WHEREOF, the undersigned incorporator of this corporation have executed these Articles of Incorporation on 9-12, 1997.

Jeseph R. Greenwell

STATE OF FLORIDA COUNTY OF HILLSBOROUGH

The foregoing Articles of Incorporation were acknowledged before me this day of 17 1997 by Joseph R. Greenwell.

My commission expires:

Marie O Wood

MARIT J. WOOD

Consm. & CO 329498

ACCEPTANCE OF REGISTERED AGENT

The undersigned, having been designated the make registered agent of the above-named corporation to accept service therefor at the place designated in these Articles of Incorporation, hereby accepts and agrees to act in this capacity and to comply with the provisions of the laws of the State of Florida relative to keeping open such office.

Joseph R. Greenwell