George J. Schriefer
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705137

February 9, 1998

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*****35.00 *****35.00

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32301

Re: Certificate of Amendment to Articles of Incorporation of Wyoming Antelope Club, Florida Chapter, Inc.

Dear Madam or Sir:

Enclosed is the original plus one copy of the Certificate of Amendment for filing together with our check in the amount of $35.

Please forward a date stamped copy of the Amended Articles to this office.

Very truly yours,

George J. Schriefer

GJS:vjb
Enclosures

APPROVED AND FILED
98 FEB 13 PM 12:54
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

705137
amend
2-13-98

CERTIFICATE OF AMENDMENT OF ARTICLES OF INCORPORATION

OF

WYOMING ANTELOPE CLUB, FLORIDA CHAPTER, INC.

WYOMING ANTELOPE CLUB, FLORIDA CHAPTER, INC., a nonprofit Florida corporation, under its corporate seal and hand of its President and Executive Secretary, hereby certifies that the Board of Directors and Members of said corporation, at a meeting called and held on 19 December, 1997 at 6075 Park Boulevard, Pinellas Park, Florida adopted the following Resolution:

> RESOLVED, that it is advisable that the Articles of Incorporation of this nonprofit corporation be amended as follows:

ARTICLE I - NAME

The name of the corporation, which is to be a nonprofit organization, shall be WYOMING ANTELOPE CLUB, FLORIDA CHAPTER, INC.

ARTICLE II - TERM

The term for which this corporation shall exist shall be perpetual.

ARTICLE III - PRINCIPAL OFFICE

The principal office of the corporation is located at 3700 126th Avenue North, Pinellas Park, Pinellas County, Florida 33782.

ARTICLE IV - PURPOSES

The purposes for which the corporation is formed are:

A. To engage in activities which are exclusively for charitable, literary, and educational purposes;

B. To improve, advance, and enhance the knowledge, awareness and appreciation of its members and the general public as to the proper use of hunting equipment;

C. To promote and encourage laws for the protection of forest and game life in the State of Florida;

D. To promote, encourage and educate its members and the general public in the principals of safety in the use of firearms;

E. To promote, encourage and provide amusement, entertainment and social and friendly recreation for its members;

F. Notwithstanding anything to the contrary stated elsewhere in these Articles, to have no purpose beyond that permitted by Section 501(c)(3) of the Internal Revenue Code as it now or hereafter exists;

G. To solicit and receive contributions, grants, gifts, devises, and transfers of real and personal property, either outright or in trust, from whatever sources and whether unrestricted or for designated purposes, which contributions will be used to carry out the purposes referred to hereinabove;

H. To own and hold title to, invest and manage such real and personal property, tangible or intangible, as is contributed to the corporation and to distribute the principal and income therefrom for all lawful purposes;

I. To contract debts and borrow money, issue notes and other evidence of indebtedness and execute such mortgages, transfers of corporate property or other instruments to secure the payment of corporate indebtedness as required; and

J. To engage in any lawful activity within the State of Florida or elsewhere which enables the purposes set forth in the preceding paragraphs to be accomplished and is authorized by Chapter 617 of the Florida Statutes, the Florida Nonprofit Corporation Act.

ARTICLE V - POWERS

This corporation shall have all of the corporate powers enumerated and set forth in the Florida Statutes provided, however, that none of the powers granted to this corporation shall be used in any manner whatsoever in contravention of the purpose or purposes for which the corporation has been formed as set forth in Article IV.

ARTICLE VI - PROHIBITED ACTS

The corporation shall not be operated for private profit and no part of the net earnings of the corporation shall inure to the benefit of any member, director, or officer of the corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of said corporation's purposes); and no member, director, or officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporation's assets on dissolution of the corporation. 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 publication or distribution of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision set forth in these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of such Code and regulations as they now exist or as they may hereafter be amended.

Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization organized under Section 501(c)(3) of the Internal Revenue Code and its Regulations as they now or hereafter exist, specifically including, but not limited to, any appropriate Regulations(s).

ARTICLE VII- DISSOLUTION

Upon dissolution of this corporation or the liquidation of its assets, whether voluntary or involuntary or by operation of law, except as and to the extent otherwise provided or required by law, the net assets remaining after payment of all debts and obligations of the corporation and of all costs and expenses of such liquidation or dissolution, shall be distributed to a charitable organization which is exempt under the provisions of Section 501(c)(3) of the Internal Revenue Code, and regulations thereunder as such now or hereafter exist. Provided always that none of the net assets of the corporation shall be distributed to or for the benefit of any member, officer, or director of the corporation or to any other individual.

ARTICLE VIII - MEMBERS

The qualification of members of the corporation and the manner of their admission shall be as follows:

All persons interested in the literary, education, and charitable purposes of the corporation and the advancement of the corporation and its objectives and who make annual contributions to the corporation equal to or in excess of such minimum amount as may be prescribed by the Board of Directors are eligible to become members of the corporation upon approval or acceptance in any manner authorized by the Board of Directors.

ARTICLE IX - BOARD OF DIRECTORS AND OFFICERS

The management of the affairs of this corporation is vested in its Board of Directors which shall consist of not less than three (3) members nor more than twenty-five (25).

All members of the Board shall be elected or appointed in the manner and for the terms prescribed in the Bylaws of the corporation and shall hold office until their respective successors are duly elected and qualified.

The membership, at its annual meeting, shall elect a President, a President Ex Officio, a First Vice President, a Second Vice President, a Third Vice President, an Executive Secretary, a Treasurer, and such other officers as may, in the opinion of the Membership from time to time, be necessary to adequately administer the affairs of the corporation, such officers to hold office at the pleasure of the Membership from or until their successors are duly elected and qualified. No individual may hold more than one office, including a director. The officers of the corporation shall have such duties as may be specified by the Board or by the Bylaws of this corporation. Compensation for any of such officers, if any, shall be fixed by the Board. Vacancies occurring on the Board or among the officers shall be filled in the manner prescribed by the Bylaws of this corporation. Officers by virtue of their position shall be voting members of the Board of Directors.

ARTICLE X - BYLAWS

The Bylaws of the corporation shall be altered, amended, added to, or rescinded by the vote of a majority of the Directors in office at any meeting of the Board of Directors.

ARTICLE X - AMENDMENT OF ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended by a vote of two-thirds of the Board of Directors of this corporation, present and voting, at any annual or at any special meeting called for that purpose, provided that such special meeting shall be held after first giving 14 days writing notice mailed to each member of the Board of Directors at his or her last known address. Prior written notice may be waived by the members of the Board of Directors provided the waiver of notice be in writing.

IN WITNESS WHEREOF, we have hereunto set our hands and seals and acknowledged and filed the foregoing Articles of Incorporation under Chapter 617 of the Florida Statutes this 19 day of December, 1997.

Daniel J Price Pres. (SEAL)

Charles A. Brown 1st Vice Pres (SEAL)

Bob Albano BOD (SEAL)

STATE OF FLORIDA
COUNTY OF PINELLAS

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, Charles Brown, Daniel Price and Bob Albano, who executed the foregoing Amended Articles of Incorporation, and they acknowledged before me that they executed the same freely and voluntarily for the purposes therein expressed. Charles Brown is personally known to me or who produced ______ as identification and who did take an oath. Daniel Price is personally known to me or who produced ______ as identification and who did take an oath. Bob Albano is personally known to me or who produced ______ as identification and who did take an oath.

WITNESS MY HAND and official seal this 19 day of December, 1997.

Teresa J Johnson
Notary Public, State of Florida

STAMP/SEAL

TERESA J JOHNSON
My Commission CC421772
Expires Nov. 27, 1998
Bonded by ANB
800-852-5878