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C. CARROTHERS

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TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Ocala Sportsman's Association, Inc.

DOCUMENT NUMBER: 708203

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

Please return all correspondence concerning this matter to the following:

Feg F. Henkel

(Name of Contact Person)

OSA

(Firm/ Company)

P.O. Box 830364

(Address)

Ocala, FL 34483

(City/ State and Zip Code)

feghenkel@embarqmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Feg F. Henkel

(Name of Contact Person)

at (352) 259-6344

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

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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
CERTIFICATE OF INCORPORATION
OF
OCALA SPORTSMAN'S ASSOCIATION, INC. 9-14-2014**

Pursuant to the provisions of 617.1006 Florida Statutes, the undersigned not-for-profit corporation adopts the following Articles of Amendment to its Certificate of Incorporation:

FIRST; All of the ARTICLES I through XIII shall be deleted in their entirety, and for them, the following ARTICLES I through X are substituted:

ARTICLE I - NAME

The name of this Corporation shall be: **OCALA SPORTSMAN'S ASSOCIATION, INC.**
(Formerly known as The Ocala Gun Club, Inc.)

ARTICLE II - PURPOSES

The Ocala Sportsman's Association (OSA) raises non-tax-deductible contributions in support of a wide range of firearm-related public interest activities of the Ocala Sportsman's Association and other organizations like the NRA that defend and foster the Second Amendment rights of all law-abiding Americans. These activities are designed to promote firearms education and safety, to enhance marksmanship skills, and to educate the general public about firearms in their historic, technological, and artistic context in a safe, family-friendly facility. This training benefits individuals, including children, youth, women, individuals with physical disabilities, gun collectors, hunters, competitive shooters, and supports and assists law enforcement agencies in their firearms training.

ARTICLE III - MEMBERSHIP

1. **MEMBERS**: This Corporation shall have members.

2. **QUALIFICATIONS**: Principal Members shall:

- (i) be 21 years of age or older,
- (ii) have lawful residence in the United States, whether or not such residence is temporary,
- (iii) satisfactorily complete the membership application
- (iv) pay all appropriate fees as specified in the Membership Manual
- (v) present themselves in person at a regular Association meeting
- (vi) receive the affirmative vote of the Board of Directors and

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(vii) subscribe to the following pledge:

"I certify that I am not a member of any organization or group having as its purpose the overthrow by force or violence The Government of the United States or any of its political subdivisions; that I can lawfully own, possess or control and use a firearm; and that if admitted to membership I will fulfill the obligations of good sportsmanship.

3. ASSOCIATE MEMBERSHIPS: Any Principal member's spouse may become an Associate member at the option of the Principal member. The Principal member must provide the name/s of the individual/s to the Board of Directors and to the Treasurer of the Association, and pay the appropriate fees as specified in the Membership Manual of the Association. All Associate members must subscribe to the pledge and other requirements for membership established by this Article. Associate members are not voting members
4. APPLICATIONS: All applications for membership shall be delivered to the Membership Director.
5. ANNUAL MEMBERSHIP TERM: Annual Memberships (excludes Honorary, Granted and Life Membership, shall commence in the month the completed application with appropriate fees is accepted and will expire according to terms set forth in the Associations Membership Manual with a membership term not to exceed the last day of the entry month one year later.
6. HONORARY MEMBER: Upon the recommendation of the Board of Directors, the members assembled at the Annual Meeting may grant the honor of Honorary Membership to a member in recognition of outstanding service to the Association. Honorary Members shall be exempt from annual dues but shall be subject to all other provisions of the Articles of Incorporation, By-Laws and Membership Rules of the Association. The number of Honorary Members shall not exceed 5% of the membership, except that once elected to Honorary Membership, no reduction in the number of members of the Club shall cause any reduction of that group of members which has been elected to Honorary Membership. The term of Honorary Membership shall be specified by the Board of Directors at the time of the Grant. All Honorary members shall be considered Principal Members.
7. GRANTED MEMBER: Shall mean full membership, for a specified term, granted for goods and services to the Association at the discretion of The Board of Directors. All Granted members shall be considered Principal Members.
8. LIFE MEMBERSHIP: Shall be an individual Principal membership and have the same rights and privileges of Annual Membership except the dues are paid in advance as prescribed by the Board of Directors. The dues required shall be published in the Association's Membership Manual.
9. SUPPORTING MEMBER: Shall mean a membership of an individual, corporate or other entity wishing to support the Association. Dues shall be prescribed by the Board of Directors. The Supporting Membership will have no voting or range

privileges unless the Supporting Member holds an additional membership that grants such privileges.

10. VOTING: Unless excluded in Article III (1 through 9 above), all Principal members shall be entitled to one vote on any issue concerning the Articles which require a vote. A Principal member in arrears or not in good standing for any legitimate reason is not eligible to vote or enjoy other privileges or benefits of membership in the Association. If any Associate member shall not be in good standing for whatever reason, the Principal member sponsoring them shall not be in good standing.
11. SEX, RACE, COLOR, CREED OR NATIONAL ORIGIN: No person shall be refused membership because of sex, sexual orientation, race, color, creed or national origin.
12. SUSPENSION OR EXPULSION: Any member may be suspended or expelled from the Club for any cause deemed sufficient by the Board of Directors. Any such action shall be conducted in accordance with specific procedures which shall be set forth in the By-Laws, which procedures shall accord the Member the opportunity to be fully heard and also the opportunity to appeal to the full membership.
13. MEMBERSHIP SUSPENSION: Principal members, who do not renew their memberships prior to membership expiration or within the 30 day grace period will have their membership suspended. Their range access will also be suspended until their dues have been paid. The membership renewal grace period ends on January 31st of the new membership year.
14. TRANSFERABILITY: No membership shall be transferable. All donations, fees and dues are non-refundable.

ARTICLE IV - TERM OF EXISTENCE

This Corporation shall have perpetual existence.

ARTICLE V - OFFICERS AND DIRECTORS

1. OFFICERS: The Officers of the Corporation shall be a President, Vice-President, Secretary and Treasurer, whose duties shall be outlined in the By-Laws of the Corporation. No person may hold more than one office at a time.
2. BOARD OF DIRECTORS: There shall be a Board of Directors consisting of the Officers listed under Article V, section 1, and one or more non-officer Directors. The number of non-officer Directors shall always result in the Board of Directors having an odd number of members.

3. **TERMS OF OFFICE:** The Officers and Directors shall be elected to hold office for a term two (2) years beginning with the Annual Meeting.
4. **ELECTION OF OFFICERS AND DIRECTORS:** The election of Officers and Directors shall be held at the Annual Meeting which shall take place on the second Sunday of March of each year. The qualifications for office and manner of elections shall be specified in the By-Laws.

ARTICLE VI - DUTIES OF THE BOARD OF DIRECTORS

The duties of all elected Board Members shall be stated in the By-Laws and the Membership Manual. All elected Board Members shall conduct the function of their office for the betterment of the Association membership and abide by all rules in the by-laws and this document. They shall be upright, honest, fair and represent the Association in a trustworthy and respectable manner. They shall be willing to formulate and carry out programs, organizing support and direct committees to develop the best potential for increasing the strength and vitality of the Association.

ARTICLE VII - INSURANCE AND INDEMNIFICATION

1. **INSURANCE:** The Board of Directors shall procure and maintain in good standing real property and liability insurance in amounts necessary to protect the Association's assets. The cost of said insurance shall be borne by the Association.
2. **INDEMNIFICATION:** The Association shall indemnify its elected Board members, Non-Officer Appointed Positions, and employees for all reasonable expenses actually incurred in defense of any civil lawsuit or administrative proceeding in which the member is a named party and arises out of his or her holding said position or performing duties thereunder, provided prompt written notice thereof is given to the Association. Unless covered by insurance, no such indemnification shall be had in relation to the matter as to which such party has been adjudged liable to the Association for negligence or misconduct in the performance of duties or was derelict in the performance of duties by reason of willful misconduct, bad faith, gross negligence, or reckless disregard of the duties of office or employment.
3. **BONDING:** A bond in the amount of \$50,000.00 shall be carried on each Board Member and the expense of each bond shall be borne by the Association.

ARTICLE VIII - BY-LAWS

1. The Board of Directors may also adopt rules and regulations which relate to and govern matters not addressed by the Articles of Incorporation or the By-Laws, none of which shall conflict with these Articles of Incorporation or any By-Law.

2. The By-Laws of this Corporation shall not be made, altered or rescinded by the Board of Directors without the notification of the membership at least 10 days prior to the changes going into effect. A notice shall be sent to all Principal members either by E-mail or in the newsletter and posted at the RSO/Sign In Desk and also on the Association Website.
3. Any matter concerning the operation of the Corporation not specified herein shall be governed by the By- Laws.

ARTICLE IX - LIMITATION OF INTEREST AND PLAN FOR DISTRIBUTION OF ASSETS

1. No Member, Officer or Director shall have a vested right, interest or privilege of, in or to the assets, functions, affairs or franchises of the Corporation or any right, interest or privilege which may be transferable or inheritable or which shall continue if his membership ceases or if the member is not in good standing.
2. No person, firm or corporation shall ever receive any dividends or profits from any undertaking of this Corporation, and upon dissolution of this organization all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which are qualified for exemption under paragraph 501(c) of the Internal Revenue Code of 1986 or its successor or to the federal government or to the State of Florida or a local government for a public purpose and none of the assets may be distributed to any Member, Officer or Director of this Corporation.

ARTICLE X - AMENDMENTS

1. These Articles of Incorporation may be amended, whether by addition, alteration or rescission in accordance with the following procedure:
 - (i) Any Director may propose an amendment, in writing, at any regular meeting or special meeting of the Board of Directors called for such purpose.
 - (ii) If the proposed amendment is seconded by one other Director then it shall be placed on the agenda for the next (no less than 15 days later) regular meeting of the Board of Directors.
 - (iii) If the Board of Directors approves the proposed amendment, all members shall be notified of the proposed amendment and receive the text of the proposal in full, either by direct mail, or by publication in the newsletter, or by e-mail, if written and signed authorization is on file with the secretary, authorizing conveyance to member of official Association notices by e-mail.
 - (iv) The Principal membership shall then vote on the proposed amendment at the next regular meeting of the members not less than ten (10) days after mailing the notification or newsletter.

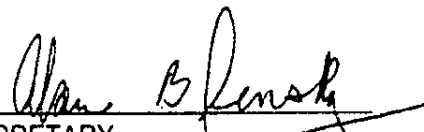
(v) A minimum of 10% of the members in good standing shall be present and if two-thirds of those voting shall vote in favor of the proposal, the amendment shall be approved.

2. After concurrence of the membership, the proposed amendment shall then be filed with the Secretary of State of Florida and when approved by the Secretary and all filing fees paid, the proposed amendment shall become effective.
3. However, if any amendment whether by addition, deletion or modification of these Articles of Incorporation is determined by the Board of Directors to be necessary to maintain the not-for-profit status of the Corporation according to state or federal law then such amendment may be made by a majority of the members of the Board of Directors in any lawful manner without a vote of the members.

SECOND; The date of these Amendments adoption was September 14, 2014.

THIRD; The Amendments cited above were approved by the members. The number of votes cast for each and every Amendment was sufficient for approval.

Signed this 22nd day of September, 2014.


SECRETARY


PRESIDENT