

J95487

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CT Corporation System
660 East Jefferson Street
Tallahassee, FL 32301
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Attn: Jeff Netherton

00 JAN 14 PM 1:24
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CORPORATION(S) NAME

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

Rockford Professional Baseball Club, Inc.

Changing to: TSCF (2001) Corporation

<input type="checkbox"/> Profit	<input checked="" type="checkbox"/> Amendment	<input type="checkbox"/> Merger
<input type="checkbox"/> Nonprofit		
<input type="checkbox"/> Foreign	<input type="checkbox"/> Dissolution/Withdrawal	<input type="checkbox"/> Mark
	<input type="checkbox"/> Reinstatement	
<input type="checkbox"/> Limited Partnership	<input type="checkbox"/> Annual Report	<input type="checkbox"/> Other
<input type="checkbox"/> LLC	<input type="checkbox"/> Name Registration	<input type="checkbox"/> Change of RA
	<input type="checkbox"/> Fictitious Name	<input type="checkbox"/> UCC
<input type="checkbox"/> Certified Copy	<input type="checkbox"/> Photocopies	<input type="checkbox"/> CUS
<input type="checkbox"/> Call When Ready	<input type="checkbox"/> Call If Problem	<input type="checkbox"/> After 4:30
<input checked="" type="checkbox"/> Walk In	<input type="checkbox"/> Will Wait	<input checked="" type="checkbox"/> Pick Up
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01/14/00

Amend + N.C.

C. COULLETTE JAN 14 2000

RECEIVED
00 JAN 14 AM 11:23
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ROCKFORD PROFESSIONAL BASEBALL CLUB, INC.**

Pursuant to the provision of the section 607.1006, Florida Statutes, this Florida profit corporation adopts the following articles of amendment to its articles of incorporation:

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FIRST: Amendments adopted:

The Articles of Incorporation are hereby amended by deleting Article I and Article II in their entirety and by substituting in lieu of said Article I and Article II the following new Articles:

Article I The name of the corporation is TSCF (2001) Corporation.

Articles II The existence of the Corporation shall cease on December 31, 2003.

The Articles of Incorporation are further amended by adding an Article VIII and an Article IX:

Article VIII A director of the Corporation shall not be personally liable to the Corporation or its stockholders for monetary damages for breach of fiduciary duty as a director, except for liability (i) for any breach of the director's duty of loyalty to the Corporation or its stockholders, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) under Section 607.144 of the Florida General Corporation Act or (iv) for any transaction from which the director derived an improper personal benefit. If the Florida General Corporation Act is amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director of the Corporation shall be eliminated or limited to the fullest extent permitted by the Florida General Corporation Act, as so amended. Any repeal or modification of this Article VIII by the stockholders of the Corporation shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification.

Articles IX Each person who is or was a director or officer of the Corporation, and each person who serves or served at the request of the Corporation as a director or officer of another enterprise, shall be indemnified by the Corporation in accordance with, and to the fullest extent authorized by, the Florida General Corporation Act, as it may be in effect from time to time.

SECOND: No amendment provides for an exchange, reclassification or cancellation of issued shares.

THIRD: All amendments were adopted on October 1, 1999.

The amendments were approved by the shareholders. The number of votes cast for the amendments were sufficient for approval.

Signed this 7th day of January, 2000.

**ROCKFORD PROFESSIONAL BASEBALL
CLUB, INC.**

By: _____

Mark W. Hianik, Assistant Secretary