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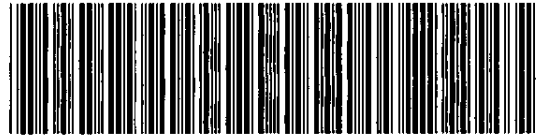
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LIM & COMPANY, P.L.

HAE KYUNG LIM
Attorney at Law

*Post Office Box 350911
Jacksonville, Florida 32235-0911
Telephone: (904) 220-7702
Email: lim.co.pl@bellsouth.net*

February 11, 2010

Amendment Section
Division of Corporations
2661 Executive Center Circle
Tallahassee, Florida 32301
(850) 245-6050

Re: Pablo Creek Football and Cheerleading of SAA, Inc.
Document Number N0100008889
Articles of Amendment to Articles of Incorporation

Dear Sir or Madam:

I represent Pablo Creek Football and Cheerleading of SAA, Inc. ("Pablo Creek"), a Florida registered Not-for-Profit Corporation. Pablo Creek has elected and voted to amend its Articles of Incorporation.

Please find enclosed: (1) the Articles of Amendment; and (2) Check Number 1169 in the amount of \$35.00 for the filing fee. We submit the enclosed for filing.

Please return all correspondence concerning this matter to: Hae Kyung Lim, Lim & Company, P.L., at Post Office 350911, Jacksonville, Florida 32235-0911. If you need to contact me, please do not hesitate to contact me at 904-220-7702.

Thank you for your assistance in this matter.

Sincerely,



Hae Kyung Lim, Esq.

HKL/

cc: Pablo Creek Football and Cheerleading of SAA, Inc.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

PABLO CREEK FOOTBALL AND CHEERLEADING OF SAA, INC.

Pursuant to the provisions of §617.1006, Florida Statutes, this Florida Not-for Profit Corporation, Document Number N0100008889, adopted the following amendments to its Articles of Incorporation on February 10, 2008, through its members and the number of votes casted for the amendment was sufficient for approval in accordance with its Bylaws:

ARTICLE III – PURPOSE

A. The purpose of the Corporation is exclusively charitable and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the “Code”), and not for pecuniary profit. The Corporation is organized pursuant to the Florida Not For Profit Corporation Act and does not contemplate pecuniary gain or profit and is organized for nonprofit purposes. Any references herein to any provision of the Code shall be deemed to mean such provision as now or hereafter existing, amended, supplemented, or superseded, as the case may be.

B. The primary purpose for this Corporation is to teach and encourage its youth to mature and develop a responsible behavior through their participation and practice of sportsmanship, teamwork, scholastics, loyalty and honesty, while at the same time, teaching, encouraging, and promoting them to be courageous, respectful of others and authority, and trustworthy. It is Pablo Creek’s primary goal to provide youths in the community an opportunity, in a supervised team sport, to learn the fundamentals of football and cheerleading through organized, safety-oriented supervision, and free of any adult ambition and pressure or personal glory.

C. Notwithstanding any other provisions of these Articles of Incorporation:

1. No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its directors, 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 hereinabove in Article IV. No director, officer, or other private person shall be entitled to share in the distribution of any of the Corporation’s assets in the event of dissolution.

2. No substantial part of the activities of the Corporation shall be the carrying 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.

3. The Corporation shall not carry on any other activities not permitted to be carried on: (a) by an organization exempt from federal income taxation under Section 501(c)(3) of the Code; or (b) by any organization contributions to which are deductible under Section 170(c)(2) of the Code.

D. Upon the dissolution of the Corporation, the assets of this Corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Code, or shall be disturbed 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 by a court of competent jurisdiction 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 – POWERS

Pablo Creek shall be governed by the adopted Amended Bylaws of Pablo Creek Football and Cheerleading of SAA, Inc. and in accordance with and governed and controlled by the Amended Bylaws of Southside Athletic Association, Inc.

IN WITNESS WHEREOF, the undersigned authority has executed these Articles of Amendment as of this 10th day of February, 2010.



FRAN DELANEY, President