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BASIC AMENDMENT

TAMPA BAY SPIRIT BASKETBALL, INC.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
TAMPA BAY SPIRIT BASKETBALL, INC.
State Document No. N02000001433

The Board of Trustees of Tampa Bay Spirit Basketball, by and through the unanimous vote of the trustees, and pursuant to Chapter 617 of the Florida Statutes, hereby adopts the following articles of amendment to its articles of incorporation:

FIRST: Article Three of the Articles of Incorporation, is hereby deleted in its entirety and replaced with the following:

"Article III - PURPOSE

The purpose for which this Corporation is organized is to assist athletes to develop and improve their basketball skills, by providing knowledgeable coaching in a fun and positive Christian environment, and such other lawful reasons as a non-profit organization may incorporate and organize under the laws of the State of Florida.

The Spirit mission is to provide basketball players from Florida with sound basketball coaching and a spiritual emphasis. We desire that our players perform at the highest competitive athletic level, while seeking God daily in their lives.

The Spirit is organized exclusively for charitable, religious, educational, and/or scientific purposes under Section 501(c)(3) of the Internal Revenue Code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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 this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (b) by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code."

SECOND: The following Article VII is added to the Articles of Incorporation:

"Article VII – DISSOLUTION

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code, or shall be distributed to the federal government, or to a state or local government for a public purpose."

THIRD: These amendments hereby adopted by the Board of Trustees effective the 28 day of October, 2002.

FOURTH: The foregoing amendments were adopted by the unanimous vote of all of the members of the Board of Trustees at a meeting duly called and authorized prior to admission of members in accordance with section 617.017(1)(a) of the Florida Statutes.

Executed this 31 day of October, 2002

By: _____
Chairman of the Board of Trustees