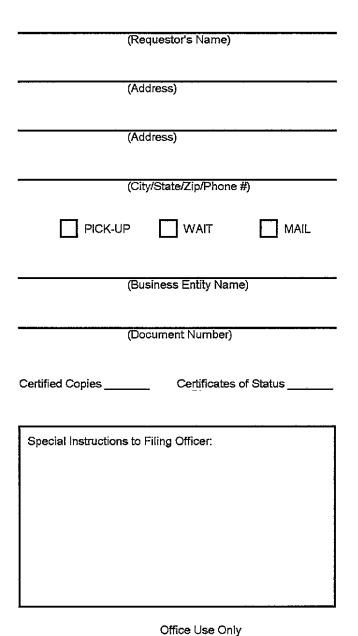
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Amend

The Downtown Sarasota Rowing Club, Inc.

Colward 7 Selleck

Business Phone - (941) 365 1515 Home Phone - (941) 955 5679

1. amendments to Incorporation article III enclosed

2. certified copy of amended articles

ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

2/21/02

of

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

Amendment(s) adopted: (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR FIRST: DELETED.) ARTICLE TILL -(See Attached) - BEING AMENDED

SECOND: The date of adoption of the amendment(s) was:
THIRD: Adoption of Amendment (CHECK ONE)
The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.
Edward 7. Selleck
Signature of Chairman, Vice Chairman, President or other officer
EDWARD F. SELLECK
Typed or printed name
PRESIDENT 2/22/02
Title Date

AGREEMENT TO AMEND

As a part of our application for recognition of exemption from federal income tax, we agree to make the following amendment to our organizing document. Since we are incorporated, the amendment will be filed with and approved by the appropriate state official.

DOWNTOWN SARASOTA ROWING-CLUB,

Name of Organization

Signature of Officer or Person Holding Power of Attorney

2/22/02

Date

ARticle III

- a. Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- No part of the net earnings of the organization shall inure to the b. 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 corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

C. 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 corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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.