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BASIC AMENDMENT

PONTE VEDRA SOCCER CLUB, INC.

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ARTICLES OF AMENDMENT
 TO
 ARTICLES OF INCORPORATION
 OF
 PONTE VEDRA SOCCER CLUB, INC.
 Document Number: N03000003675

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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.

FIRST: Article I of the Articles of Incorporation of Ponte Vedra Soccer Club, Inc. is hereby amended to read as follows:

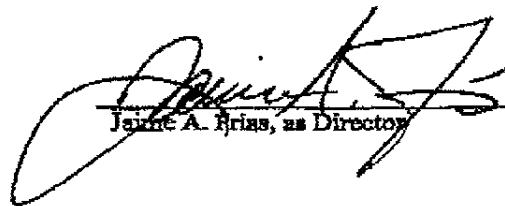
ARTICLE 1
NAME

The name of the corporation is ST. JOHNS SOCCER CLUB, INC.

SECOND: The date of adoption of the amendment was May 2, 2003.

THIRD: There are no members or members entitled to vote on the amendment. The amendment was adopted by the Board of Directors.

Dated this 5th day of May, 2003


 Jaime A. Brian, as Director