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BASIC AMENDMENT

ST. JOHNS SOCCER CLUB, INC.

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ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
ST. JOHNS SOCCER CLUB, INC.
Document Number: N03000003675

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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 St. Johns Soccer Club, Inc. is hereby amended to read as follows:

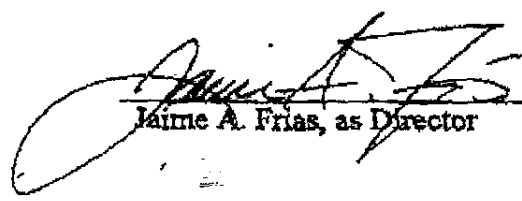
ARTICLE 1
NAME

The name of the corporation is PONTE VEDRA SOCCER CLUB, INC.

SECOND: The date of adoption of the amendment was May 8, 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 9th day of May, 2003.


Jaime A. Frias, as Director