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Amend

T BROWN MAR 23 2004

**Scott A. Holtrey  
5161 Chaves Circle  
Port Charlotte, FL 33948  
(941) 235-2511**

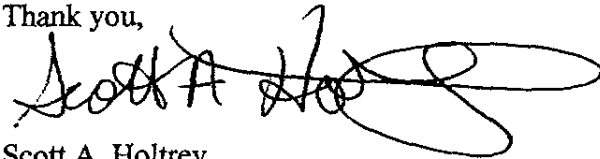
February 26, 2004

Division of Corporation  
P.O. Box 6327  
Tallahassee, FL 32314

Enclosed are Articles of Amendment to the Articles of Incorporation of Charlotte County Aquatics, Inc. Also enclosed is the filing fee in the amount of \$35.00 payable to Florida Department of State.

Should you need to contact me for any reason, my address and phone number are listed above. If further documentation is needed, please let me know.

Thank you,

A handwritten signature in black ink, appearing to read "Scott A. Holtrey", with a large, stylized flourish at the end.

Scott A. Holtrey

ARTICLES OF AMENDMENT  
TO  
ARTICLES OF INCORPORATION  
OF

FILED  
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TALLAHASSEE, FLORIDA

CHARLOTTE COUNTY AQUATICS, INCORPORATED

DOCUMENT NUMBER: N03000006636

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:** Amendment(s) adopted:

Article III: Purpose

Article IV: Stock and Shares

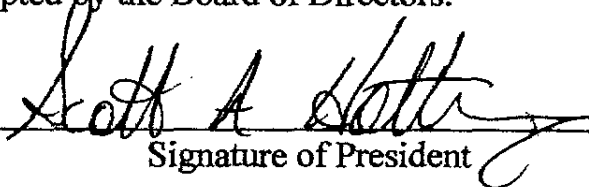
Article VIII: Dissolution

Amended Articles are attached.

**Second:** Date of Adoption February 19, 2004

**Third:** Adoption of Amendment

There are no members entitled to vote on the amendment. The amendments were adopted by the Board of Directors.

  
\_\_\_\_\_  
Signature of President

Scott A. Holtrey  
\_\_\_\_\_  
Typed or Printed Name

President  
\_\_\_\_\_  
Title

February 19, 2004  
\_\_\_\_\_  
Date

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**CHARLOTTE COUNTY AQUATICS, INCORPORATED**

**ARTICLES OF INCORPORATION**

Amended on February 19, 2004

**Article I: Name of Corporation**

Charlotte County Aquatics, Incorporated  
(A Not-For-Profit Corporation)

**Article II: Principal Place and Mailing Address of the Corporation**

Charlotte County Aquatics, Inc.  
c/o Scott A. Holtrey, President  
5161 Chaves Circle  
Port Charlotte, FL 33948

**Article III: Purpose**

The primary purpose of Charlotte County Aquatics, Inc. (a not-for-profit corporation) ("CCA"), an organization that has requested recognition exemption from federal income taxation under 501 (c)(7) of the Internal Revenue Code of 1986, as amended ("Code"). The purpose of CCA shall be to foster, promote, and support the competitive swimming program as put forth by Charlotte County Aquatics, Inc. To teach proper stroke technique and improve the swimming ability of each member of CCA.

**Article IV: Stock and Shares**

~~The Corporation~~ shall have no capital stock, and no shares of stock in the Corporation shall be issued.

## **Article V: Board of Directors**

### **Section 5.1 – Eligibility**

Those individuals who are parents or legal guardians of CCA swimmers in good standing are eligible for election as a director of the corporation.

Other individuals eligible for election are those who desire to be involved in the affairs of CCA and who annually contribute not less than \$200 to CCA.

Parents or legal guardians of former CCA swimmers are eligible upon nomination by a current director of the corporation.

### **Section 5.2 – Appointment**

Individuals shall be nominated by current directors and shall be voted on by current directors of the corporation and majority shall rule with the exception of veto by President of corporation.

### **Section 5.3 – Duties and Powers**

The Board of Directors shall act for CCA, subject to the advice and consent of the President. The Board of Directors shall have power and it shall be its duty:

1.     **Program and Policy**  
        To establish a program and policy, subject to ratification by the President, and to lend direction thereto.
2.     **Annual Budget**  
        To prepare and review the annual budget.
3.     **Meetings**  
        To call regular or special meetings of the Board of Directors.

## **Article VI: Meetings**

### **Section 6.1 – Frequency**

Meetings shall be held at least once per quarter (1 time every 3 months).

### **Section 6.2 – Special Meetings**

Special meetings of the Board of Directors shall be called by the President.

### **Section 6.3 – Quorum**

A quorum at all meetings shall consist of those present and eligible to vote.

### **Section 6.4 – Notices**

1.     **Time**  
Not less than seven (7) days notice must be given by the Secretary for any annual meeting of the Board of Directors; and not less than one (1) days notice must be given by the Secretary for any special meeting of the Board of Directors. Meeting notices may be given by telephone or computer; provided, however that the Secretary shall keep a record of the date and person to whom any telephone or computer notice is given.
2.     **Information**  
The notice of a meeting shall contain the date, time, and place of the meeting. For special meetings, the purpose of such meeting shall be given.

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### Section 6.5 – Order of Business

At all meetings of the Board of Directors, the following is the order of business:

1. Roll call
2. Adoption of minutes
3. Reports of officers
4. Reports of Committees, if any
5. Unfinished business
6. Appointments where appropriate
7. New business
8. Resolutions and orders
9. Adjournment

### **Article VII: Initial Directors/Officers**

The Officers are: President, Vice President, Secretary and Treasurer. Secretary and Treasurer may be combined at the President's directive. The President may establish any other Officer position as the need arises.

### **Article VIII: Dissolution**

In the case of dissolution, the assets of this Corporation are to be used as follows:

1. To pay first out of the Corporation's current or accumulated income and then from its assets:
  - a. All indebtedness of the Corporation.
  - b. All expenses of liquidation.
2. To distribute any remaining or accumulated income and all other assets to an organization exempt from federal income taxation under 501(c)(7) of the Code, as determined by the Corporation's Board of Directors ("Board"). Any assets not so disposed of shall be disposed of by the order of a court of competent jurisdiction located in the state in which the Corporation's principal office is then located.

## **Article IX: Miscellaneous**

### **Section 9.1 – Amendments**

Any provision of these regulations may be amended by the President. In addition, subject to the advice and consent of the President, amendments may be adopted by the Board of Directors at any annual or special meeting of the Board of Directors; provided, however, that notice of any such amendments must be given to members of the Board of Directors ten (10) days before the meeting at which the subject amendment is to be determined. Any Board-proposed amendment not submitted in time to give ten (10) days written notice may be adopted only by unanimous vote of the Board members present and voting.

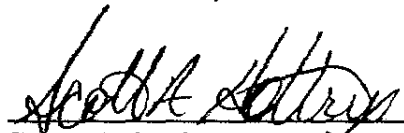
### **Section 9.2 – Fiscal Year**

The fiscal year of Charlotte County Aquatics, Incorporated shall be January 1 through December 31.

## **Article X: Initial Registered Agent and Street Address**

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

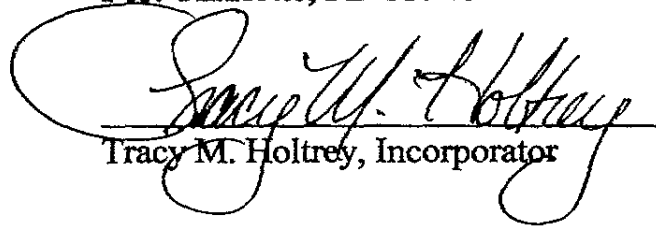
Scott A. Holtrey  
5161 Chaves Circle  
Port Charlotte, FL 33948

  
\_\_\_\_\_  
Scott A. Holtrey, Registered Agent



**Article XI:        Incorporator**

Tracy M. Holtrey  
5161 Chaves Circle  
Port Charlotte, FL 33948

A handwritten signature in cursive script, reading "Tracy M. Holtrey", is written over a horizontal line. The signature is fluid and stylized, with a large loop at the beginning and end.

Tracy M. Holtrey, Incorporator