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SECRETARY OF STATE DIVISION OF CORPORATIONS

Amend 101.16.08

COLSON, SAWYER & ASSOCIATES, LLC

1560 Sawgrass Corporate Parkway 4th Floor

Sunrise, Florida 33323 : Tel: 954-331-8023 Fax: 954-331-4601

E-mail: acolson@colson-sawyer.com

January 11, 2008

Amendment Section Division of Corporations P.O. Box 6327 Tallahassee, Florida 32314

NAME OF CORPORATION: BRAXTON SERVE-N-RETURN, INC.

DOCUMENT NUMBER: N04000004187

The enclosed Articles of Amendment and fee are submitted for filing by:

Armand Colson Colson, Sawyer & Associates, LLC 1560 Sawgrass Corporate Parkway 4th floor Sunrise, Florida 33323

For further information concerning this matter, please call:

Armand Colson at 954-331-8023

Enclosed is a check in the amount of \$35.00 covering the filing fee.

Very truly yours,

Armand Colson

ARTICLES OF AMENDMENT

TO

ARTICLES OF INCORPORATION

OF

BRAXTON SERVE-N-RETURN, INC.

Document Number: N04000004187

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not for Profit Corporation* adopts the following amendments to its Articles of Incorporation:

FIRST:

AMENDMENTS ADOPTED

ARTICLE III – PURPOSE: the original wording is deleted and the Purpose is amended to read as follows:

Braxton Serve-N-Return, Inc., is organized exclusively for charitable purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code; and to engage in any lawful purpose under The Not For Profit Corporation Act, and to distribute the whole or any part of the income therefrom and the principal thereof exclusively for charitable, scientific, literary, educational, or fostering national or international amateur sports purposes, either directly or by contributions to organizations that qualify as an exempt organization under Section 501(c) (3) of the Internal Revenue Code (the "Code") of 1986 and Regulations issued pursuant thereto, as they now exist or as they may hereafter be amended.

The primary activities are (a) to teach tennis, (b) to teach life skills and, (c) to promote physical fitness with an emphasis on underprivileged and low income individuals. Braxton Serve-N-Return, Inc., is not a private foundation as defined under Section 509 of the Code, and shall receive a substantial part of its support directly or indirectly from contributions from the public.

Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law), or (b) by a corporation contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code or 1986 (or the corresponding provision of any future United States Internal Revenue Law).



ARTICLE V - DIRECTORS/OFFICERS: the original wording is amended to read as follows:

Directors

Kerolean Braxton 14841 SW 20th Street Miramar, Florida 33027

Emmett Braxton 14841 SW 20th Street Miramar, Fl. 33027

Virgil Johnson 4200 SW 26th Street West Park, Florida 33023 Alzeth Robinson 1506 NW 112th Terrace Pembroke Pines, Florida 33026

Sarah Johnson 18031 NW 9th Court Miami, Florida 33169

V. Armand Colson, Chairperson Colson, Sawyer & Associates, LLC 1560 Sawgrass Corporate Parkway, 4th floor Sunrise, Florida 33323

Officers

Kerolean Braxton - President Emmett Braxton - Vice President Alzeth Robinson - Secretary Virgil Johnson - Treasurer

ARTICLE VI – REGISTERED AGENT: the original registered agent is deleted and the new Registered Agent is:

V. Armand Colson c/o Colson, Sawyer & Associates, LLC 1560 Sawgrass Corporate Parkway, 4th floor Sunrise, Florida 33323

I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligation of my position as registered agent.

V. Armand Colson

Manning 2008

ARTICLE VIII - EARNINGS: this article is added and reads as follows:

No part of the net earnings of Braxton Serve-N-Return, Inc., shall inure to the benefit of or be distributed to any Directors or Officers of the corporation, and no director or Officer of Braxton Serve-N-Return, Inc., or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation. Braxton Serve-N-Return, Inc., may pay compensation in a reasonable amount to its Members, Directors, or Officers for services rendered in conformity with its purpose. Any such payment does not constitute distribution of income or profit.

ARTICLE IX - DISSOLUTION: this article is added and reads as follows:

Upon winding up and dissolution of Braxton Serve-N-Return, Inc., after paying or adequately providing for the debts and obligations of Braxton Serve-N-Return, Inc., the remaining assets shall be distributed to a non-profit fund, foundation, corporation, or organization which is organized and operated exclusively for charitable, educational, fostering of national or international amateur sports, and/ or scientific purposes as specified in section 501 (c) (3) of the Internal Revenue Code, and which has established its tax exempt status under section 501 (c) (3) of the Internal Revenue Code.

SECOND:

DATE OF ADOPTION

The date of adoption of the amendment was December 14, 2007. The effective date is January 14, 2008.

THIRD:

ADOPTION OF AMENDMENTS

There are no members entitled to vote on the amendments. The amendments were adopted by the board of directors.

Signature: V. Armand Colom

V. Armand Colson

Title:

Chairperson of the Board of Directors