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TALLAHASSEE, FLORIDA

Amended
MD 1/12

TRANSMITTAL LETTER

Amendment Section
Division of Corporations
Department of State
PO Box 6327
Tallahassee FL 32314

NAME OF CORPORATION: USF Ad Club Inc.

DOCUMENT NUMBER: N04000008920

FROM:

CAROL KAYL FREEMAN
Attorney at Law
473 Mariner Boulevard
Spring Hill, Florida 34609

For further information concerning this matter, please call CAROL KAYL FREEMAN at (352) 238-2532.

Enclosed are an original and one (1) copy of the Articles of Amendment and a check made payable to Department of State for:

\$43.75 for Filing Fee & Certified Copy

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
USF AD CLUB INC.**

DOCUMENT NUMBER N04000008920

Pursuant to the provisions of F.S. § 617.1006, this Florida Not For Profit Corporation adopts the following amendment to its Articles of Incorporation:

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ARTICLE IX


On the dissolution of this 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.

The date of adoption of the amendment was January 5, 2005.

The effective date if applicable is January 5, 2005.

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

Signed this 5th day of January, 2005.


Stephanie Freeman
President