

N040000009136

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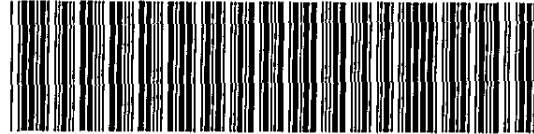
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2005 APR -4 AM 9:52

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amendment  
NFS  
4-5-05

March 16, 2005

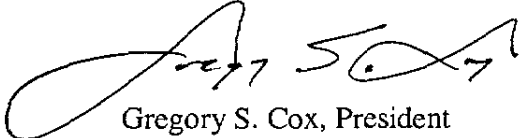
Department of State  
Division of Corporations  
Corporate Filings  
PO Box 6327  
Tallahassee, FL 32314

RE: Fore Orlando Foundation

Enclosed please find two sets of Amended Articles of Incorporation. The Articles needed to be amended for wording required by the Internal Revenue Service for our organization to receive its exemption under Section 501(c)(3) of the IRS code.

Please endorse one copy and return it to me for its forwarding to the IRS. Your assistance is greatly appreciated.

Sincerely,

A handwritten signature in black ink, appearing to read "Greg S. Cox", with a large, stylized initial "G" and a flourish at the end.

Gregory S. Cox, President

Fore Orlando Foundation, Inc.  
8564 Cedar Cove Drive  
Orlando, FL 32819



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

March 22, 2005

Gregory S. Cox, President  
% FORE ORLANDO FOUNDATION, INC.  
8564 Cedar Cove Drive  
Orlando, FL 32819

SUBJECT: FORE ORLANDO FOUNDATION, INC.  
Ref. Number: N04000009136

We have received your document for FORE ORLANDO FOUNDATION, INC.. However, the document has not been filed and is being returned for the following:

Please entitle your document Articles of Amendment.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

If the corporation is a PROFIT corporation it must be signed by a director, president or other officer - if directors or officers have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.

If the corporation is a NOT FOR PROFIT corporation it must be signed by the chairman or vice chairman of the board, president or other officer - if directors have not been selected, by an incorporator - if in the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.

The fee to file articles of amendment is \$35. Certified copies are optional and are \$8.75 for the first 8 pages of the document, and \$1 for each additional page, not to exceed \$52.50.

Please return a copy of this letter along with your document to ensure proper handling.

If you have any questions concerning this matter, please either respond in writing or call (850) 245-6910.

Louise Flemming-Jackson  
Document Specialist Supervisor

Letter Number: 505A00019530

ARTICLES OF AMENDMENT TO  
Articles of Incorporation of:  
**Fore Orlando Foundation, Inc.**

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2005 APR -4 AM 9:53  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**I. Name**

The name of the corporation is: Fore Orlando Foundation, Inc.

**II. Organized**

*This corporation is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.*

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 provision 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 of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

The corporation is organized pursuant to the provisions of the State of Florida Nonprofit Corporations Code.

**III. Duration**

The corporation shall have perpetual duration

**IV. Purpose**

The corporation is organized and shall be operated exclusively to foster and support public education and awareness of the game of golf amongst the general public with a specific focus on the underprivileged children in the Greater Orlando Florida area and to support such other educational and charitable purposes as the Board of Directors shall determine, in compliance with Section 501(c) of the Internal Revenue Code of 1986 as amended (hereinafter referred to as the "Code"). No contribution to the corporation shall be made which does not further the exempt purposes for which the corporation has been organized. The corporation is empowered to exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations.

**V. Compensation and Benefit**

No part of the property of the corporation and no part of its net earnings shall ever at any time inure to the benefit of, or be distributable to, the Directors or officers of the corporation, or to

any other private individuals, except that the corporation shall be authorized to pay reasonable compensation to the Directors and officers of the corporation and to others for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article IV hereof.

## VI. Corporate Status

It is intended that the corporation shall have the status of a corporation which is exempt from Federal income taxation under Section 501(a) of the Code, as an organization described in Section 501(c) of the Code. The Articles shall be construed accordingly, and all powers and activities of the corporation shall be limited accordingly. The corporation shall not carry on propaganda or otherwise attempt to influence legislation to such extent as would result in the loss of its exemption from Federal income tax under Section 501(c) of the Code. No activity of the corporation shall consist of participating in or intervening in (including the publishing or distributing of statements) political campaigns on behalf or in opposition to any candidate for public office.

## VII. Members

The corporation will have no members.

## VIII. Dissolution

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provisions for payment of all liabilities of the corporation, distribute all of the assets of the corporation exclusively to further its educational, and other such charitable purposes as defined in Article IV hereof, to one or more organizations which are exempt organizations under Section 501(c)(3) of the Code, as the Board of Directors shall decide. In the event that, for any reason, upon dissolution of the corporation, the Board of Directors shall fail to act in the manner herein provided within a reasonable period of time, the Senior Judge of the Superior Court of Orange County, Florida shall make such distribution, exclusively for the purposes of the corporation set forth in Article IV as the Court shall determine, upon the application of one or more persons having a real interest in the corporation or its assets.

## IX. Registered Office and Agent

The initial principal and registered office of the corporation shall be 8564 Cedar Cove Drive, Orlando, Florida, 32819. The initial registered agent of the corporation at such address shall be Gregory S. Cox.

## X. Board of Directors

The initial Board of Directors shall consist of three (3) members whose names appear opposite of their addresses below:

Gregory S. Cox	8564 Cedar Cove Drive, Orlando, FL
Tim Forbes	7210 Westpoint Blvd #1327, Orlando, FL
Mike Siebecker	10331 Emerald Woods Ave, Orlando, FL

## XI. Incorporator

The name and address of the incorporator is:

Gregory S. Cox  
8564 Cedar Cove Drive  
Orlando, FL 32819

## XII. Election of Directors

The Board of Directors shall be elected as provided for in the corporation's By-Laws.

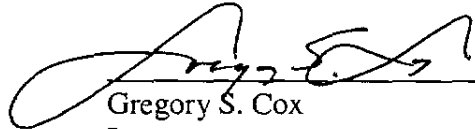
## XIII. Liability

- (a) No Director of the corporation shall be personally liable to the corporation or its members for monetary damages by reason of any action or inaction by him or her as a Director; provided that this provision shall eliminate or limit the liability of a Director only to the maximum extent permitted from time to time by the Florida Nonprofit Corporation Code or any successor law or laws. The provisions of this Article shall not apply with respect to any acts or omissions occurring prior to its effective date.
- (b) No repeal or modification of this Article shall adversely affect any right or protection of a Director of the corporation existing at the time of such repeal or modification.

## XIV. Indemnification

Except as prohibited by law, the corporation may indemnify any person who is or was a trustee, officer, employee or agent of the corporation or is or was serving at the request of the corporation as a trustee, officer, employee or agent of another corporation, partnership, joint venture, trust or other enterprise (including, but not limited to, any employee benefit plan) against any and all liabilities arising out of or incurred in connection with that person's service to or on behalf of the corporation, and may take such steps as may from time to time be deemed appropriate, in accordance with and to the maximum extent permitted by applicable law and the By-Laws of the corporation, to insure the payment of such amounts as may be necessary to effect such indemnification.

*IN WITNESS WHEREOF*, the undersigned has executed these Articles of Incorporation.



Gregory S. Cox  
Incorporator



# Articles of Incorporation

## Proposed Amendment

### Background

The Fore Orlando Foundation is in the process of obtaining a 501(c)(3) exempt status from the Internal Revenue Service. The Internal Revenue Service, before granting approval for such status, has requested that additional language be inserted into the Fore Orlando Foundation's Articles of Incorporation.

### Proposed Amendment

By affixing signatures below, the Board of Directors of the Fore Orlando Foundation, Inc. agree to the following revised language into Section II of its Articles of Incorporation;

"This corporation is organized exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

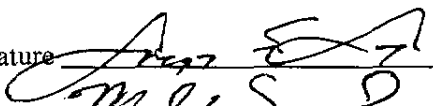
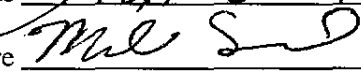


Notwithstanding any other provisions of these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future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

### Voting

The Fore Orlando Foundation has NO voting Members.

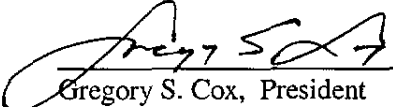
### Board of Directors approval

On the adoption of the proposed Amendment to the Fore Orlando Foundation, Inc. Articles of Incorporation,

	Yes	No	
Gregory S. Cox	[✓] [ ]		Signature 
Michael Siebecker	[✓] [ ]		Signature 
Tim Forbes	[✓] [ ]		Signature 
Michele Kane	[X] [ ]		Signature 

### Signature

I hereby certify that the above action of the Board of Directors has been taken.

  
Gregory S. Cox, President

Date approved: 3 / 31 / 2005