

NO5000000154

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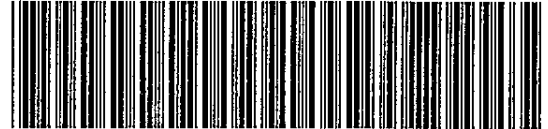
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05 JAN 24 AM 9:25  
SECRETARY OF STATE  
TALLAHASSEE, FL 32310

01/24/05--01068--020 \*\*49.75

*Amend.*  
G. Ouellette JAN 28 2005

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** South Florida ASA, Inc.

**DOCUMENT NUMBER:** N05000000154

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Moris L. Uhler  
(Name of Contact Person)

South Florida ASA, Inc.  
(Firm/ Company)

5201 S.W. 101st Terrace  
(Address)

Cooper City, FL 33328-4949  
(City/ State/ and Zip Code)

For further information concerning this matter, please call:

Moris L. Uhler at ( 954 ) 600-7891  
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

- \$35 Filing Fee     \$43.75 Filing Fee & Certificate of Status     \$43.75 Filing Fee & Certified Copy (Additional copy is enclosed)     \$52.50 Filing Fee Certificate of Status Certified Copy (Additional Copy is enclosed)

**Mailing Address**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**  
Amendment Section  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, FL 32399



**Articles of Amendment to the**  
**Articles of Incorporation of**  
**South Florida ASA, Inc.**  
**A Florida Not For Profit Corporation**

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:

**Article I**  
**Name**

The name of the corporation shall be *South Florida ASA, Inc.* (the "Corporation").

**Article III**  
**Purpose**

The purposes for which the Corporation is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization 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.

In addition, the Corporation shall also be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which corporations not for profit may be incorporated under Chapter 617, Florida Statutes, as amended and supplemented. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, trustees, directors, officers or other private persons except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of section 501(c)(3) purposes. No substantial part of the activities of the Corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the Corporation shall not participate in or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these Articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

**Article IV**  
**Corporation Subordinate to National Association**

The Corporation will conduct its business subordinate to *The Amateur Softball Association of America* (hereinafter referred to as the *Association* or *ASA*, which is also doing business as *USA Softball* and *American Softball Association*), and in accordance with the code and regulations of *The Amateur Softball Association of America*.

In addition, the business of the Corporation shall be: 1) to promote amateur softball for all regardless of race, color, creed, religion, sex, national origin or ancestry; 2) to provide all players and team managers with proper safeguards in accordance with the spirit of true sportsmanship and establish principles for ethical behavior and matters relating to conflict of interest; 3) to promote and conduct, when feasible, amateur softball championships; and 4) to educate and train all players and team managers in the proper skills of amateur softball play and rules of the game through promoting, organizing, and conducting clinics, seminars and training courses.

**Articles of Amendment to the**  
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**Article VIII**  
**Non-Profit**

The Corporation shall have all of the powers conferred upon corporations organized pursuant to the provisions of Chapter 617, Florida Statutes, as amended and supplemented.

Notwithstanding any provisions contained in these articles, the Corporation is required to distribute its income for each taxable year at the times and in the manner as not to subject the Corporation to tax under section 4942 of the Internal Revenue Code. In addition, the Corporation shall not, during any period and to the extent it is a private foundation described in section 509 of the Internal Revenue Code, (a) engage in any act of self-dealing; (b) retain any excess business holdings; (c) make any investments in a manner as to subject the Corporation to tax under section 4944 of the Internal Revenue Code; or (d) make any taxable expenditure as described in section 4945(d) of the Internal Revenue Code.

**Article IX**  
**Duration**

The Corporation shall be perpetual.

**Article X**  
**Dissolution**

Upon the dissolution of the Corporation, assets shall 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. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

\* \* \* \*

The date of adoption of these amendments is January 19<sup>th</sup>, 2005. There are no members or members entitled to vote on the amendments. The board of directors adopted the amendments.

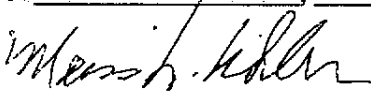
The date of adoption of the amendment(s) was: 01/19/2005

Effective date if applicable: 01/19/2005  
(no more than 90 days after amendment file date)

Adoption of Amendment(s) **(CHECK ONE)**

- The amendment(s) was (were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

Signed this 19th day of January, 2005

Signature   
(By the chairman or vice chairman of the board, president or other officer- if directors have not been selected, by an incorporator- if the hands of a receiver, trustee, or other court appointed fiduciary, by that fiduciary.)

Moris L. Uhler  
(Typed or printed name of person signing)

Secretary, Director  
(Title of person signing)

**FILING FEE: \$35**