N05000004626

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SECRETARY OF STATE
AND A SSEE, FLORIDA

7/8/05

COVER LETTER

TO: Amendment Section
Division of Corporations

Division of Corporations

Tallahassee, FL 32314

P.O. Box 6327

| NAME OF CORPORATION:St | . Augustine Air Shows, Inc. |
|--|--|
| DOCUMENT NUMBER: | N05000004626 |
| The enclosed Articles of Amendment a | nd fee are submitted for filing. |
| Please return all correspondence concer | ning this matter to the following: |
| Sandra P. Upchurch | Name of Contact Person) |
| St. Augustine Air S | hows, Inc. |
| | (Firm/ Company) |
| 5 8 5 Carcaba Road | |
| | (Address) |
| St. Augustine, FL | 32084 |
| (C | ity/ State/ and Zip Code) |
| For further information concerning this Savara Dehum Kramer Upchurch (Name of Contact Person) | matter, please call: - WK - 904 - 824 - 1899 x 12 07 - Cell 904 - 501 9832 (Area Code & Daytime Telephone Number) |
| Enclosed is a check for the following an | nount: |
| □ \$35 Filing Fee \$43.75 Filing Certificate of | Fee & Status Certified Copy Certificate of Status (Additional copy is enclosed) Status Certified Copy (Additional Copy is enclosed) |
| Mailing Address Amendment Section | Street Address Amendment Section |

Division of Corporations 409 E. Gaines Street

Tallahassee, FL 32399

Articles of Amendment to Articles of Incorporation of FILED

05 JUL -8 PM 3: 09

SECRETARY OF STATE
TAELAHASSEE, FLORIDA

St. Augustine Air Shows Inc.

(Name of corporation as currently filed with the Florida Dept. of State)

N05000004626

(Document number of corporation (if known)

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

NEW CORPORATE NAME (if changing):

(must contain the word "corporation," "incorporated," or the abbreviation "corp." or "inc." or words of like import in language; "Company" or "Co." may <u>not</u> be used in the name of a not for profit corporation)

<u>AMENDMENTS ADOPTED</u>- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC)

Article III Purpose - amend the following: The purpose for which the corporation is organized is: The organization is organized exclusively for charitable, religious, educational, and/or scientific purposes under section 501 (c) (3) of the Internal Revenue Code.

Article VIII - add the following: No part of the net earnings of the organization shall inure to the benefit of, or be distributable to, its members, trustees, officers or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in (including the publishing or distribution of statements) and political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to

(Attach additional pages if necessary)
(continued)

St. Augustine Air Shows, Inc. N05000004626
Articles of Amendment

be carried on (a) by an organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductable under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Article IX - add the following: Upon the dissolution of the 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(s) was: July 7, 2005 | |
|--|----|
| Effective date if applicable: July 7, 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 of for the amendment was sufficient for approval. | as |
| 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 7th day of July 2005 | |
| Signature Sandia P. Uphul | |
| (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.) | |
| Sandra P. Upchurch | |
| (Typed or printed name of person signing) | |
| President | |
| (Title of person signing) | |

FILING FEE: \$35