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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Paint My Charity, Inc.
722 South Bixel Street 654A
Los Angeles, California 90017
(800) 715-4028

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

To: Amendment Section Division of Corporations

RE: VIKTORY ATHLETIC CLUB, INC. Articles of Amendment
Document Number: N06000004758

The enclosed Articles of Amendment for VIKTORY ATHLETIC CLUB, INC. and a check payable to the Florida Department of State in the amount (\$35) are submitted for filing.

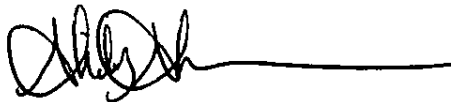
Please return all correspondence concerning this matter to the following:

Rebecca C. Patrick
Viktory Athletic Club Inc.
201 Bennett Street
Winter Springs, Florida 32708

For further information concerning this matter, please call:

Shirley Sheene at (800) 715-4028 extension 128.

Best Regards,

A handwritten signature in black ink, appearing to read 'Shirley Sheene', followed by a long horizontal line extending to the right.

Shirley Sheene, Incorporator

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Articles of Amendment
To
Articles of Incorporation
Of
VIKTORY ATHLETIC CLUB, INC.
Document Number: N06000004758

2007 APR -3 PM 1:54

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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:

Amendments Adopted:

Article III: PURPOSE: VIKTORY ATHLETIC CLUB, INC. is a nonprofit corporation that is organized and operated exclusively for educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. Specifically, this nonprofit corporation is organized and operated to provide instruction and training to individuals on gymnastics, which is an athletic activity useful to individuals and beneficial to the community.

No part of the net earning of the corporation shall inure to the benefit of, or be distributable to its members, 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 the purposes set forth above. 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 any candidate for public office. Notwithstanding any other provisions, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under section 501(c)(3) of the Internal Revenue Code, or corresponding provisions of any future United States Internal Revenue Code.

Article VI: DISSOLUTION: Upon the dissolution or winding up of the corporation, its assets remaining after payment of, or provision for payment of, all debts and liabilities of this corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable, educational, or religious purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

The date of adoption of the amendments was: March 26, 2007.

Adoption of Amendments: The amendments were adopted by the members and the number of votes cast for the amendment was sufficient for approval.

Signature



Shirley Sheene
Incorporator