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ELITE SOCCER ACADEMY, INC.

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Articles of Amendment to Articles of Incorporation of

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ELITE SOCCER ACADEMY, INC.

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

N08000001952

(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 not be used in the name of a not for profit corporation)
AMENDMENTS ADOPTED- (OTHER THAN NAME CHANGE) Indicate Article Number(s) and/or Article Title(s) being amended, added or deleted: (BE SPECIFIC)
Article IV - Directors and Officers - PLEASE ADD:
Director, Peter Morano, 251 S US Highway 1, Jupiter, Florida 33477
Director, Antonio Gulino, 103 Water Bridge Lane, Jupiter, Florida 33458
Article IV - Directors and Officers - PLEASE UPDATE TITLES of:
Director - Dusko Piljic to Director, President - Dusko Piljic
Director - Kathleen Piljic to Director, Vice President - Kathleen Piljic

(Attach additional pages if necessary) (continued)

4.08000148249.3

The date of adoption of the amendment(s) was: June 9, 2008
Effective date if applicable:
(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 cas 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.
Signature This Heads
(By the chalchan of vice chalcon 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.)
Dusko Piljic
(Typed or printed name of person signing)
Director
(Title of person signing)