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COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Dream Sports Foundation, Inc.

DOCUMENT NUMBER: N0800000698)

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

Please return all correspondence concerning this matter to the following:

Giovanna Ward
(Name of Contact Person)

Dream Sports Foundation, Inc.
(Firm/ Company)

27232 Big Sur Drive
(Address)

Wesley Chapel, FL 33544
(City/ State and Zip Code)

For further information concerning this matter, please call:

Giovanna Ward at (813) 907-9288
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount:

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Mailing Address

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

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Articles of Amendment

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

**DREAM SPORTS FOUNDATION, INC.
(A Florida Not for Profit Corporation)**

08 OCT 20 PM 4:26

Docket Number N08000006981

Pursuant to the provision of section 617.1006, Florida Statutes, the undersigned Florida Nonprofit Corporation adopts the following articles of amendments to its articles of incorporation:

MANNER OF ADOPTION:

There are no members or members entitled to vote on the amendment.

These Articles of Amendment were adopted by the board of directors of said organization at a regular meeting with a quorum being present, which was held on October, 18, 2008. This meeting of the directors met the requirements of both the Articles of Incorporation and the Bylaws.

THE AMENDMENTS

1. Article III of the Articles of incorporation is hereby replaced. The new Article III reads as follows:
 - A. Said organization is organized exclusively for charitable, religious, and educational purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.
 - B. To provide life skills and sports training program for children.
 - C. To solicit, contract for and receive public and private contribution appropriations in the form of financial assistance.
 - D. To purchase, lease, and otherwise acquire, hold, mortgage and otherwise dispose of all kinds of property, real, personal and combined, both in this State and in any part of the world.

- E. To select or appoint officers and agents of the Corporation, and define their duties and fix their compensation.
 - F. To make and alter bylaws, not inconsistent with its Articles of Incorporation or with the laws of the State, and/or under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, for the administration and regulation of the affairs of the Corporation.
 - G. To indemnify any director or officer or former director or officer of the Corporation, against any expenses actually and necessarily incurred by him in which he is made a party by reason of being or having been such director or officer, except in relation to a proceeding for negligence or misconduct in the performance of a duty.
 - H. To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purpose, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, associations, trusts, institution, foundations, or governmental bureaus, departments or agencies.
2. The following additional Article is hereby added to the Articles of Incorporation. Article IX.

Article IX
501(c)(3) Limitations

- A. **Purposes:** Said organization is organized exclusively for charitable, religious, and educational purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- B. **No Private Inurement:** No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its directors, 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.

- C. Lobbying and Political Campaigns:** 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) any 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 be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

- D. Dissolution:** Upon the dissolution of the corporation, 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. Any such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

DREAM SPORTS FOUNDATION, INC.

By: _____

President

Date: _____

10/16/08

Print Name