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Division of Corporations

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SOUTH TAMPA AQUATIC TEAM, INC.

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Amended & Restated

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**AMENDED AND RESTATED ARTICLES OF INCORPORATION
OF
SOUTH TAMPA AQUATIC TEAM, INC.**

South Tampa Aquatic Team, Inc., a Florida Not for Profit corporation (the "Corporation"), hereby certifies as follows:

1. The Articles of Incorporation of the Corporation are hereby amended and restated in its entirety and by substituting, in lieu thereof, the following:

ARTICLE I

The name of the Corporation is South Tampa Aquatic Team, Inc.

ARTICLE II

The business address and mailing address of the Corporation is 2311 S. Lois Avenue, Tampa, FL 33629-5605.

ARTICLE III

The specific purpose for which this Corporation is organized is to organize youth swim teams and train the youth members in teamwork and increase their athletic ability to compete with other swim organizations.

ARTICLE IV

The Corporation shall not have members. The manner in which directors are elected or appointed shall be as provided for in the Corporation's Bylaws.

ARTICLE V

The name and Florida street address of the registered agent is Todd J. Hoffmeier, 2311 S. Lois Avenue, Tampa, FL 33629-5605.

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent Signature: /S/ Todd J. Hoffmeier

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ARTICLE VI

The name and address of the incorporator is, Todd J. Hoffmeier, 2311 S. Lois Avenue, Tampa, FL 33629-5605.

Incorporator Signature: /S/ Todd J. Hoffmeier

ARTICLE VII

The initial officer(s) and/or director(s) of the corporation is/are:

Title: President
Todd J. Hoffmeier
2311 S. Lois Avenue
Tampa, FL 33629-5605

Title: Vice President
Kyle Merritt
2311 S. Lois Avenue
Tampa, FL 33629-5605

Title: Treasurer
Tammy Hoffmeier
2311 S. Lois Avenue
Tampa, FL 33629-5605

Title: Secretary
Stacy Kynes
4711 Melrose Ave.
Tampa, FL 33629-5605

ARTICLE VIII

The existence of the Corporation shall be perpetual.

ARTICLE IX

No part of the income of the Corporation shall inure to the benefit of any member, trustee, director or officer of the Corporation, or any private individual and no member, trustee, director or officer of the Corporation or any private individual shall be entitled to share in the distribution of any corporate assets upon dissolution of the Corporation.

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The Corporation is being organized exclusively for charitable, religious, educational, and scientific 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.

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 disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

2. The foregoing amendment shall become effective as of the date of filing with the Florida Department of State, Division of Corporations.

3. The amendment recited in Section 1 above has been duly adopted in accordance with the provisions of §617.1006, Florida Statutes, the written action to amend the Corporation's Articles of Incorporation having been approved all of the Corporation's directors, representing sufficient votes to authorize such action. The Corporation has no members other than the above referenced directors.

IN WITNESS WHEREOF, the Corporation has caused these Articles of Amendment to be prepared under the signature of its President this 21st day of October, 2009.

South Tampa Aquatic Team, Inc.

By: /S/ Todd J. Hoffmeier
Todd J. Hoffmeier, President

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