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KIDS TRIATHLON, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
KIDS TRIATHLON, INC.
A Florida Corporation Not For Profit**

1. The name of the corporation is **KIDS TRIATHLON, INC.**
2. Article 3 of the Articles of Incorporation of Kids Triathlon, Inc., a Florida not for profit corporation, is hereby amended in its entirety to read as follows:

"ARTICLE 3

3.01. **PURPOSES AND RESTRICTIONS.** The purposes of the corporation and restrictions on its operations are as follows:

(a) The corporation is 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 of 1986, as amended, or the corresponding provisions of any future United States Internal Revenue Laws (hereinafter the "Code").

(b) No part of the net earnings 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 herein."

3. Article 8 of the Articles of Incorporation of Kids Triathlon, Inc., a Florida not for profit corporation, is hereby amended in its entirety to read as follows:

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"ARTICLE 8

8.01. DISTRIBUTION OF ASSETS UPON DISSOLUTION. Upon the dissolution or final liquidation of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c)(3) of the 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 asset not disposed of shall be disposed of by a court of Common Pleas of the county in which the principal office of the corporation 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 purpose."

4. Pursuant to Article 4 of the Articles of Incorporation, the corporation is nonstock and has no voting members. This Amendment was adopted by all of the members of the Board of Directors of the corporation on January 25, 2010, by written statement and consent, pursuant to Sections 617.0821, and 617.1002 Florida Statutes (2009).

5. The foregoing amendment shall become effective upon filing with the Secretary of State of the state of Florida.

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IN WITNESS WHEREOF, the undersigned president of the aforesaid corporation has
executed these Articles of Amendment this 25th day of January, 2010.

KIDS TRIATHLON, INC.

By: Mandy Gilderleeve
Print: Mandy Gilderleeve
President

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