

N11000007416

(Requestor's Name)

From: (904) 273-3341

DIANA MCGHEE

PGATOUR

100 PGA TOUR BLVD

PONTE VEDRA BEACH, FL 32082

(Address)

(City/State/Zip/Phone #)

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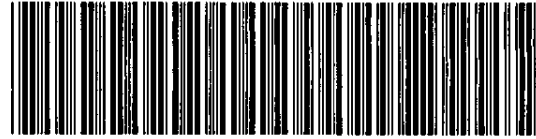
(Business Entity Name)

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C. LEWIS
Dec 30 2013
EXAMINER



FLORIDA DEPARTMENT OF STATE
Division of Corporations

November 20, 2013

DIANA MCGHEE / PGA TOUR
100 PGA TOUR BLVD
PONTE VEDRA BEACH, FL 32082

SUBJECT: USA GOLF FEDERATION, INC.
Ref. Number: N11000007416

We have received your document for USA GOLF FEDERATION, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The amendment must be adopted in one of the following manners:

(1) If an amendment was approved by the shareholders, one of the following statements must be contained in the document.

(a) A statement that the number of votes cast for the amendment by the shareholders was sufficient for approval, -or-

(b) If more than one voting group was entitled to vote on the amendment, a statement designating each voting group entitled to vote separately on the amendment and a statement that the number of votes cast for the amendment by the shareholders in each voting group was sufficient for approval by that voting group.

(2) If an amendment was adopted by the incorporators or board of directors without shareholder action.

(a) A statement that the amendment was adopted by either the incorporators or board of directors and that shareholder action was not required.

The date of adoption/authorization of this document must be a date on or prior to submitting the document to this office, and this date must be specifically stated in the document. If you wish to have a future effective date, you must include the date of adoption/authorization and the effective date. The date of adoption/authorization is the date the document was approved.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Carolyn Lewis

Regulatory Specialist II

Letter Number: 613A00026853

**AMENDED
ARTICLES OF INCORPORATION**
In Compliance with Chapter 617, F.S. (Not for Profit)

N 11000007416

ARTICLE I NAME

The name of the corporation shall be: USA Golf Federation, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal street address and mailing address:

USA Golf Federation, Inc.
c/o World Golf Foundation
One World Golf Place
St. Augustine, Florida 32092
Attn: Adam Mersereau, PGA TOUR

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ARTICLE III PURPOSE

The corporation is organized exclusively to foster national or international amateur sports competition (no part of the activities will involve the provision of athletic facilities or equipment) within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code") for such purposes as follows:

- (a) To perform all functions necessary to identifying, selecting and managing the men's and women's U.S. Olympic golf teams, and fulfill all other purposes for a national governing body for the sport of golf as specified by the United State Olympic Committee ("USOC") and the Ted Stevens Olympic and Amateur Sports Act of 1978, 36 U.S.C. Sec. 220501 *et. seq.* (the "Stevens Act").
- (b) To foster national or international amateur golf competition by all lawful means, which may include conducting golf competitions, qualifiers, or championships as determined by the Board pursuant to its Bylaws.
- (c) (d) To provide and pursue ways and means, not prohibited by law, to solicit and receive money and property for the foregoing purposes and to receive and accept for the foregoing purposes gifts, donations, bequests and devises of money and property.
- (e) To do all and everything lawful, necessary, suitable, useful, and proper for the accomplishment of any of the purposes set forth above.
- (f) The general purposes for which this corporation is formed are to operate exclusively for such purpose to foster national or international amateur sports competition as will qualify the corporation as an exempt organization under the Code.

As used herein, "amateur" shall refer to the eligibility requirements for participation in the Olympic Games golf competition as an athlete, coach, trainer, manager, administrator, or official, as such eligibility requirements are determined by the USOC (pursuant to the Stevens Act) and the International Golf Federation.

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed: There will be at least six (6) members of the board of directors of USA Golf Federation, Inc. Each of the following

organizations will appoint one (1) director as its representative: PGA TOUR, Inc., Ladies Professional Golf Association, U.S. Golf Association, and PGA of America. Immediately upon incorporation, and in accordance with procedures detailed in the Bylaws, one (1) individual professional male golfer and one (1) individual female golfer will be elected as directors of USA Golf Federation, Inc., by the members of the PGA TOUR and the Ladies Professional Golf Association, respectively. The board will at all times thereafter consist of at least 20% player directors.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

Tim Finchem	Michael Whan
Initial Co-Chairman	Initial Co-Chairman
PGA TOUR, Inc.	Ladies Professional Golf Association
100 PGA TOUR Boulevard	100 International Golf Drive
Ponte Vedra Beach, Florida 32082	Daytona Beach, Florida 32124-1092
Mike Davis	Joe Steranka
U.S. Golf Association	PGA of America
Golf House	100 Avenue of the Champions
P.O. Box 708	Palm Beach Gardens, FL 33410
Far Hills, New Jersey 07931-0708	

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

Leonard D. Brown, Jr.
Chief Legal Officer
PGA TOUR, Inc.
100 PGA TOUR Boulevard
Ponte Vedra Beach, Florida 32082

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Adam G. Mersereau
Assistant General Counsel
PGA TOUR, Inc.
100 PGA TOUR Boulevard
Ponte Vedra Beach, Florida 32082

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Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Signature/Registered Agent

12/19/13
Date

There are no shareholders of the corporation. These Amended Articles of Incorporation were adopted by the Board of Directors effective November 12, 2013.


Signature/Incorporator

12/19/13
Date

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