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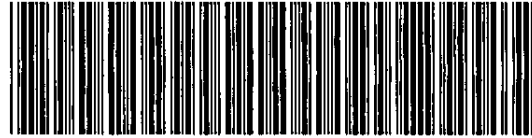
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** ALSO MEMBER OHIO BAR

LEO WOTITZKY (1912 - 2005)
FRANK WOTITZKY (1916 - 2013)

July 27, 2016

Florida Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: Peace River Picklers, Inc., a Florida not-for-profit corporation
EIN #47-4398619

Dear Sir or Madam:

Please find enclosed herewith for filing the Amended and Restated Articles of Incorporation of Peace River Picklers, Inc., a Florida not-for-profit corporation, together with our firm's check #19391 in the amount of \$35.00 representing the filing fee.

If you have any questions or concerns, please feel free to contact our office.

Sincerely,



Zenia McKinley,
Legal Assistant to Michael R. McKinley, Esq.

/zm

Enclosures as stated

cc: Client

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DIVISION OF CORPORATIONS
FLORIDA DEPARTMENT OF STATE

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
16 OCT -7 AM 11:58

**Amended and Restated Articles of Incorporation
of Peace River Picklers, Inc.,
a Florida not-for-profit corporation**

We, the undersigned, hereby associate ourselves for the purpose of becoming incorporated as a not-for-profit corporation under the laws of the State of Florida, and we do hereby subscribe to and adopt the following as our Articles of Incorporation:

ARTICLE I: NAME

The name of this corporation is Peace River Picklers, Inc.

ARTICLE II: ADDRESS

2.01 The corporation's principal place of business shall be 3941 Tamiami Trail #3157, PMB# 325, Punta Gorda, FL 33950.

2.02 The corporation's mailing address shall be c/o Michael R. McKinley, Esq., 223 Taylor Street, Suite 121, Punta Gorda, Florida 33950

ARTICLE III: DURATION

This corporation shall exist perpetually unless dissolved according to law.

ARTICLE IV: GENERAL AND SPECIFIC PURPOSES

The specific and primary purpose for which the corporation is formed is to promote the game of pickleball through education, clinics and competitive tournaments to residents of Charlotte County and surrounding areas and provide opportunities for competitive and social pickleball activities.

ARTICLE V: MEMBERSHIP

The membership of the corporation shall consist of those persons as may hereafter be admitted to membership pursuant to the Bylaws of the corporation. Members may be classified into different categories.

**ARTICLE VI: INITIAL REGISTERED OFFICE
AND INITIAL REGISTERED AGENT**

6.01 The street address of the initial registered office of the corporation is 223 Taylor Street, Suite 121, Punta Gorda, FL 33950.

6.02 The name of the initial registered agent of the corporation is Michael R. McKinley, Esq.

ARTICLE VII: INCORPORATOR

The name and residence of the incorporator to this certificate is:

Name

Address

Michael R. McKinley, Esq.

223 Taylor Street, Suite 121
Punta Gorda, FL 33950

ARTICLE VIII: OFFICERS

8.01 The officers of the corporation shall be a President, a Vice-President, a Secretary/Treasurer, and such other officers as may be provided in the Bylaws, all of whom shall be elected by the Board of Directors of the corporation at its annual meeting.

8.02 Officers of the corporation shall also be members of the Board of Directors.

8.03 The names of the persons who are to serve as officers until the first election under these Articles of Incorporation are:

Office

Name

President

Joel Shaffer

Vice President

Susan E. Nelson

Secretary/Treasurer

Linda Huber

ARTICLE IX: BOARD OF DIRECTORS

9.01 The business affairs of the corporation shall be managed by the Board of Directors. The corporation shall have three (3) initial directors. The number of directors may be changed from time to time by the Bylaws, but shall never be less than three (3).

9.02 The directors shall be members of the corporation.

9.03 Members of the Board of Directors shall be elected at the annual meeting of the members and shall hold office in accordance with the Bylaws.

9.04 The names and addresses of the initial Board of Directors, all of whom shall hold office until their successors are duly elected and qualified, are:

Name

Address

Joel Shaffer

24469 Lakeside Manor
Punta Gorda, FL 33980

Susan E. Nelson

Linda Huber

1750 Jamaica Way, Unit 315
Punta Gorda, FL 33950
26379 Stillwater Circle
Punta Gorda, FL 33955

ARTICLE X: BYLAWS

The Board of Directors shall adopt such Bylaws for the conduct of its business and the carrying out of its purposes as it may deem necessary, and may from time to time amend, alter, or rescind the same by a simple majority vote of those present at a board meeting called for that purpose, or at a regular board meeting upon notice given, except as otherwise herein provided.

ARTICLE XI: AMENDMENTS

These Amended and Restated Articles of Incorporation have been approved and adopted on July 12, 2016 by two-thirds (2/3) vote of the membership and may be further amended by a two-thirds (2/3) vote of those present at a special meeting of the membership called for that purpose, or at a regular meeting of the membership upon notice given, as provided by the Bylaws, of intention to submit such amendments.

ARTICLE XII: INDEMNIFICATION

Every officer and director of the corporation shall be indemnified by the corporation against expenses and liabilities, including attorney's fees, reasonably incurred by or imposed on him or her in connection with a proceeding to which he or she is a party or in which he or she is involved because of being or having been a director or officer of the corporation, or a settlement of such proceeding, whether or not he or she is a director or officer at the time the expenses are incurred, unless he or she is adjudged guilty of willful misfeasance or malfeasance in the performance of his or her duties; but if the settlement is made, the indemnification applies only when the Board of Directors approves the settlement and reimbursement as being in the best interest of the corporation. This indemnification is in addition to and not exclusive of other rights to which the directors or officers are entitled.

ARTICLE XIII: PROHIBITED ACTIVITIES

13.01 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 of the corporation.

13.02 No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation 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.

13.03 Other provisions of these Articles of Incorporation notwithstanding, the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax under United States Internal Revenue Code.

ARTICLE XIV: DISSOLUTION

Upon dissolution and upon payment or adequate discharge of all liabilities and obligations, the assets of the corporation shall be distributed for one or more exempt purposes within the meaning of § 501(c)(3) of the Internal Revenue Code, as amended, or shall be distributed to a State or the Federal government for a public purpose. None of the proceeds shall be used for prohibited activities as defined herein.

IN WITNESS WHEREOF, the undersigned has executed these Amended and Restated Articles of Incorporation this 12 day of JULY, 2016.

Signed, Sealed and Delivered in the Presence of:

WITNESS:

Peace River Picklers, Inc., a Florida not-for-profit corporation

[Signature]
Print Name: Melissa Eichlmeyer

By: [Signature]
Print Name: JOEL SHAFFER
Title: PRESIDENT

[Signature]
Print Name: Erma Brandt

State of ~~Florida~~ Missouri
County of ~~Charlotte~~ St. Louis

The foregoing instrument was acknowledged before me this 12 day of July, 2016, by Joel Shaffer, as the President of Peace River Picklers, Inc., a Florida not-for-profit corporation, on behalf of the Corporation. ☒ She is personally known to me or has produced Florida Drivers License as identification and did/did not take an oath.

My commission expires: 12/20/2017



[Signature]
Notary Public
Stephanie Murphy
Printed name of Notary
13492624
Serial or Commission Number