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TRANSMITTAL LETTER

P.O. Box 187
Sorrento, FL 32776-0187

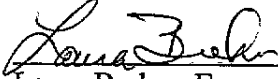
February 4, 2002

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

SUBJECT: To Restate the Articles of Incorporation of "Citrus Figure Skating Club, Inc.," a Florida Not for Profit Corporation

Enclosed is an original and three copies of the Restated Articles of Incorporation and a check for \$61.25 (for filing fee and three certified copies). Please call me at 407-461-8921 if you have any questions.
Thank you for your attention.

Sincerely,



Laura Brehm, Esq.

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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Restated Articles
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**RESTATED ARTICLES OF INCORPORATION
OF
CITRUS FIGURE SKATING CLUB, INC.,
A FLORIDA NOT FOR PROFIT CORPORATION**

In accordance with the provisions of Section 617.1007 of the Florida Statutes, the undersigned Florida Not for Profit Corporation adopts the following Restated Articles of Incorporation:

**ARTICLE I
NAME OF CORPORATION**

The name of this corporation shall be Citrus Figure Skating Club, Inc.

**ARTICLE II
PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS**

The principal place of business of this corporation shall be:

The Ice Factory
2221 Partin Settlement Road
Kissimmee, Florida 34744

The mailing address of the corporation shall be:

Citrus Figure Skating Club, Inc.
7338 Woodbriar Court
Orlando, FL 32835

**ARTICLE III
PURPOSES**

The corporation is organized exclusively to foster and promote national and international amateur ice sports competition in figure skating.

**ARTICLE IV
LIMITATION OF POWERS**

This corporation limits its powers granted it by Chapters 607 and 617 of the Florida Statutes as follows:

Section 1. DEDICATION OF ASSETS

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 in ARTICLE III hereof.

Section 2. DEDICATION TO REFRAIN FROM POLITICAL ACTIVITY

No substantial part of the activities of this 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 or in opposition to any candidate for public office.

Section 3. DEDICATION TO TAX EXEMPT PURPOSES

Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income taxation under Section 501 (c)(3) of the Internal Revenue Code (hereinafter, the "Code"), or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under Section 170 (c)(2) of the Code, or the corresponding section of any future federal tax code.

Section 4. PRIVATE FOUNDATION LIMITATIONS

Should this corporation now or hereafter be classified as a "private foundation," as defined in Section 509(a) of the Code, the following provisions shall apply for as long as it remains a private foundation:

- a. The corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Code.
- b. The corporation will distribute its income for each tax year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Code.
- c. The corporation will not retain any excess business holdings as defined in Section 4943(c) of the Code.
- d. The corporation will not make any investments in such a manner as to subject it to tax under Section 4944 of the Code.
- e. The corporation will not make any taxable expenditures as defined in Section 4945(d) of the Code.

ARTICLE V DURATION

This corporation shall exist perpetually unless dissolved in accordance with its Bylaws or applicable law.

ARTICLE VI LIMITATIONS UPON DISSOLUTION

If this corporation is dissolved by any means, any corporate assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c)(3) of the Code, or the 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 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 purposes.

ARTICLE VII
ELECTION OF TRUSTEES

The initial number of trustees of this corporation shall be nine (9). The number of trustees may be increased or decreased from time to time in accordance with the Bylaws of this corporation, but shall never be fewer than three (3). The board of trustees of the corporation shall be elected as provided in the Bylaws.

ARTICLE VIII
REGISTERED AGENT

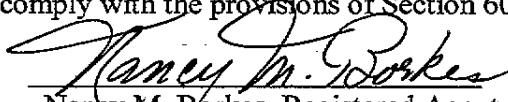
The name and street address of the registered agent is:

Nancy M. Borkes
7338 Woodbriar Court
Orlando, FL 32835.

ARTICLE IX
ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for Citrus Figure Skating Club, Inc. at the place designated in the Restated Articles of Incorporation, I, Nancy M. Borkes, agree to act in this capacity, and agree to comply with the provisions of Section 607.0505 relative to keeping open such an office.

Dated this 5th day of February, 2002


Nancy M. Borkes, Registered Agent

ARTICLE X
INCORPORATOR

The initial Incorporator of the corporation was:

Dietgard E. Schenker
385 Spring Lake Hills Drive
Altamonte Springs, Florida 32714.

ARTICLE XI
**CERTIFICATE OF RESTATEMENT
OF ARTICLES OF INCORPORATION
FOR CITRUS FIGURE SKATING CLUB, INC.**

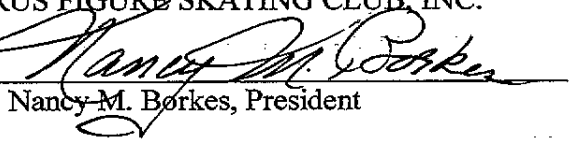
In accordance with the requirements of Section 617.1007(3) Florida Statutes, the undersigned certifies that she is the President of Citrus Figure Skating Club, Inc., a Florida Not for Profit Corporation. The undersigned certifies further that:

- a. the foregoing restatement of the articles of incorporation of the corporation was adopted December ~~10~~, 2001 by the vote of a majority of the trustees in office, the number of votes cast for the restatement being sufficient for approval, the members having no voting rights upon this matter; and
- b. the restatement does not contain any amendment to the Articles of Incorporation requiring member approval; and
- c. these duly adopted Restated Articles of Incorporation supersede the original Articles of Incorporation and all amendments to them.

Executed this 15th day of February, 2002

CITRUS FIGURE SKATING CLUB, INC.

BY:


Nancy M. Borkes, President