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February 5, 1997

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

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-02/24/97--01095--006
*****87.50 *****87.50

SUBJECT: GOOD OLE BOYS CLUB, INC.

Dear Sir,

Enclosed are the original and (1) copy of the Articles of Amendment to Articles of Incorporation for the above-named Florida corporation. Also enclosed is a check for \$87.50 for the filing fees and certified copy.

Please forward the certified copy of the Articles of Amendment to Articles of Incorporation to this office:

R. J. Marshall, Esq.
618 8th Ave. W., P.O. Box 905
Palmetto, FL 34220-0905
TEL: (941) 722-3289
FAX: (941) 729-4545
Attorney for Applicant

Very Truly Yours,



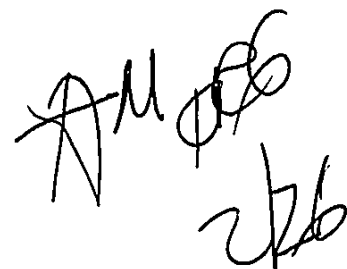
R. J. Marshall

RJM/pkm

Enclosures: Original and 1 copy of Articles of Amendment to Articles of Incorporation

Check in the amount of \$87.50

FILED
97 FEB 24 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



**ARTICLES OF AMENDMENT
TO
ARTICLES OF INCORPORATION
OF
GOOD OLE BOYS CLUB, INC.**

FILED
97 FEB 24 PM 3:37
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of section 617.1002(2), Florida Statutes, this Florida not for profit corporation adopts the following articles of amendment to its articles of incorporation:

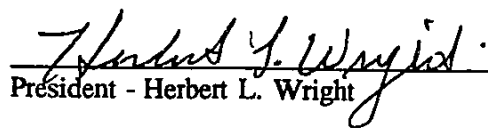
FIRST: Amendment adopted: **ARTICLE III** is amended by adding the following three (3) paragraphs:

- a. Said 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, or corresponding section of any future federal tax code.
- b. No part of the net earnings of the 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 the purpose clause hereof. 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. Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.
- c. 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 a Court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such corporation or corporations, as said Court shall determine, which are organized and operated exclusively for such purposes.

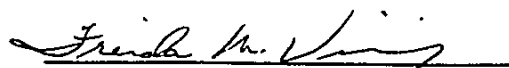
SECOND: The date of this amendments adoption is January 14, 1997.

THIRD: The amendment was approved by a majority of the members entitled to vote on proposed amendments to the Articles of Incorporation at a meeting for which notice of the changes to be made was given. The number of votes cast for the amendment was sufficient for approval and action by the board of directors was not required.

By unanimous vote, the majority of the membership directed the secretary to spread the action taken upon the minutes of the corporation's records and the president to submit the application for amendment to the proper authorities for acceptance and recordation.


President - Herbert L. Wright

Attest:


Acting Secretary - Freda Benning