

12/17/97

N97000005341

FLORIDA DIVISION OF CORPORATIONS  
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: EMPIRE CORPORATE KIT COMPANY  
CONTACT: RAY STORMONT  
PHONE: (305)541-3694

ACCT#: 072450003255

FAX #: (305)541-3770

NAME: A SPORTING CHANCE, INC.

AUDIT NUMBER.....H97000020813

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS...0

PAGES..... 3

CERT. COPIES.....1

DEL.METHOD.. FAX

EST.CHARGE.. \$87.50

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DIVISION OF CORPORATIONS

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Amend

See 12/18



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

December 18, 1997

A SPORTING CHANCE, INC.  
7915 SW 86 STREET #721  
MIAMI, FL 33143

SUBJECT: A SPORTING CHANCE, INC.  
REF: N97000005341

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

If there are NO MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

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) 487-6908.

Teresa Brown  
Corporate Specialist

FAX Aud. #: E97000020813  
Letter Number: 197A00059438

12/17/97

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DIVISION OF CORPORATIONS

497000020813

**ARTICLES OF AMENDMENT  
FOR  
A SPORTING CHANCE, INC.**

FILED  
97 DEC 18 PM 2:32  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

TO: The Florida Department of State

Pursuant to Chapter 617 of the Florida Statutes, the Articles of Incorporation of the above-named Florida Not For Profit Corporation are amended as follows:

1. Article Three, Purpose, "The purpose for which the Corporation is organized is Charitable." to be amended to "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, or corresponding section of any future federal tax code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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 organization 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, or 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.

Upon dissolution of the organization, 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 the Court of Common Pleas of the county in which the principal office of the organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes."

2. The Corporation's members are not entitled to vote on proposed amendments.

Prepared by:  
Jose R. Pujols, Esq. (FBN 936911)  
2701 S.W. LeJeune Road, Suite 401  
Coral Gables, Florida 33134  
Telephone (305) 569-9533

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3. The foregoing amendment was adopted by the Board of Directors pursuant to Florida Statutes, on December 17, 1997.

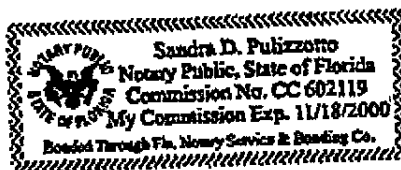
Executed on: December 17, 1997

Richard Stein  
Name: Richard Stein, Chairman of the Board

STATE OF FLORIDA  
COUNTY OF DADE

The foregoing instrument was acknowledged before me on December 17, 1997, by Richard Stein, Chairman of the Board, of A Sporting Chance, Inc., a Florida Not For Profit Corporation, on behalf of the Corporation. In Witness Whereof, I here sign and set my seal.

[Signature]  
Notary Public  
My Commission Expires:



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