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ADMITTED IN FLORIDA,  
MINNESOTA AND THE  
U.S. SUPREME COURT

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February 10, 1999

Florida Dept. Of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

400002775374-4  
-02/15/99-01086-010  
\*\*\*\*\*35.00 \*\*\*\*\*35.00

Re: *Articles of Incorporation of  
Naples Bulldogs Wrestling Club, Inc.*

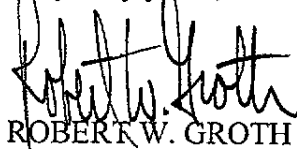
Dear Sir:

I have enclosed an original and one copy of the Amendment to the Articles of Incorporation for the above organization together with a check in the amount of \$35.00 payable to the Secretary of State for filing the amendment.

Please return a "filed", stamped copy of the Amendment to the Articles to this office at your earliest convenience. A return envelope is provided for your convenience.

Thank you.

Very truly yours,

  
ROBERT W. GROTH

cc: Lawrence Kolegue, President

FILED  
FEB 15 PM 1:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

*Amend*

TUE

FEB 17 1999

**ARTICLES OF AMENDMENT TO THE  
ARTICLES OF INCORPORATION  
OF  
NAPLES BULLDOGS WRESTLING CLUB, INC.**

**FILED**  
99 FEB 15 PM 1:39  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Pursuant to the provisions of Section 617.1006 of the Florida Not For Profit Corporation Act, the undersigned corporation adopts the following Articles of Amendments to its Articles of Incorporation:

1. The name of the corporation is:  
Naples Bulldogs Wrestling Club, Inc.
2. The text of each of the amendments is as follows:

**ARTICLE VIII**

This organization is organized exclusively for charitable and educational purposes within the meaning of section 501(c)(3) of the Internal Revenue Code.

No part of the net earnings of the Corporation shall inure to the benefit of any director, officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation) and no officer of the Corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

No substantial part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Code) or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these articles, the organization may 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 of 1986 (or the corresponding provision of any future United States Internal Revenue law) or (b) by an organization whose contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue law).

Upon the dissolution of this 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 the corresponding section of any future 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 by the Court of Common Pleas of the county in which the principal office of the organization 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.

3. The amendments were adopted on the 8th day of January, 1999.

4. The amendments were adopted by the Board of Directors without member action, such member action not being required by the Florida Not For Profit Corporation Act.

Dated 2-12, 1999.

NAPLES BULLDOG  
WRESTLING CLUB, INC.

By: Lawrence Kolegue  
Lawrence Kolegue, Vice President

## CERTIFICATION STATEMENT

I certify that the attached amendment is a conformed copy of the document that was adopted by the governing body of Naples Bulldogs Wrestling Club on 2-12-99, and  
(name of organization) (date)  
submitted to the state for approval on 2-12-99.  
(date)

I hereby agree to submit a copy of the approved amendment to the Internal Revenue Service upon receipt.

Lawrence Koligian, Vice President, 2-12-99  
Signature of Officer Title Date