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REPLY TO: Boca Raton

GARY J. DRUCKER LISA BISAGNI DAVID J. PASCUZZI EDWARD S. HAMMEL GARY W. KOVACS ROBERT S. HORWITZ

November 11, 1998

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Department of State Division of Corporations Amendment Section P.O. Box 6327 Tallahassee, Florida 32314

Re: The Plantation Charity Tournament, Inc.

Dear Sir or Madam:

Enclosed please find the executed original Articles of Amendment to Articles of Incorporation of The Plantation Charity Tournament, Inc.

Please file the Articles of Amendment and provide two stamped copies of this document with a filing date and one certified copy to my immediate attention. The filing fee of \$35.00 and the certified copy fee of \$8.75 for a total check of \$43.75 is enclosed.

If you have any questions or comments regarding the above, please contact me. Thank you for your assistance with this matter.

Edward S. Hammel

Very truly yours

ESH/dt

Enclosures

cc: Al Washvill, General Manager

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ARTICLES OF AMENDMENT

to

ARTICLES OF INCORPORATION

of

THE PLANTATION CHARITY TOURNAMENT, INC.

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted: (INDICATE ARTICLES NUMBER(S) BEING AMENDED, ADDED OR DELETED)

Article III is Amended as follows:

ARTICLE III PURPOSE

This Not for Profit corporation is organized exclusively for charitable 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 the corresponding section of any future federal tax code.

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 herein. 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 or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501 (c) (3) of the Internal Revenue 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 Internal Revenue Code, or the corresponding section of any future federal tax code.

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Article IV is amended as follows:

ARTICLE IV DIRECTORS

All corporate powers shall be executed by or under the authority of, and the business and affairs of the corporation shall be managed by, the Board of Directors. This corporation shall have nine (9) directors initially. The Board of Directors shall be selected and/or elected as provided by the bylaw for the corporation. The name and addresses of the initial members of the Board of Directors are:

Desmond P. Bell 108 Indigo Run Ponte Vedra Beach, FL 32082

John Delaney 112 Lantana Court Ponte Vedra Beach, FL 32082

Perry E. Hudson, Jr. 229 Cannon Court East Ponte Vedra Beach, FL 32082

Arthur Fields 220 Cannon Court East Ponte Vedra Beach, FL 32082

Lester McDevitt 209 Settlers Row North Ponte Vedra Beach, FL 32082 Roger C. Nichols 156 Plantation Circle South Ponte Vedra Beach, FL 32082

Donald Weiss 141 Domoch Court Ponte Vedra Beach, FL 32082

Colin Armstrong 116 Laurel Court Ponte Vedra Beach, FL 32082

Herbert Mintzer 300 Plantation Circle Ponte Vedra Beach, FL 32082

Article VIII is Added as follows:

ARTICLE VIII DISTRIBUTION OF ASSETS UPON DISSOLUTION OF CORPORATION

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 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.

SECOND: The date of adoption of the amendment(s) was: November 10, 1998

THIRD:	Adoption of Amendment (CHECK ONE)
	The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
	There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.
	THE PLANTATION CHARITY TOURNAMENT, INC. Corporation Name
	Signature of Chairman, vice Chairman, President or other officer
	Desmond P. Bell Typed or printed name
	President Director November 10, 1998 Title Date

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