

N99000004027

POPKIN & SHURPIN, P.A.

Attorneys at Law
2499 GLADES ROAD, SUITE 114
BOCA RATON, FLORIDA 33431

EDWARD D. POPKIN*
BARBRA T. SHURPIN**

BOCA RATON (561) 394-8333
PALM BEACH (561) 734-5507
BROWARD (954) 484-6200
FAX (561) 394-8413

* ALSO ADMITTED IN NEW YORK
** ALSO ADMITTED IN MASSACHUSETTS

July 12, 1999

Secretary of State
State of Florida
Corporate Records Bureau
P. O. Box 6327
Tallahassee, FL 32314

RE: Delray Rocks Youth Organization, Inc.
Charter No. N99000004027

Gentlemen:

Enclosed please find an Amendment to the Articles of Incorporation of the above corporation for filing with the Secretary of State. Further enclosed is our check in the amount of \$35.00 as and for the filing fee.

Thank you for your assistance.

Very truly yours,

Beverly A. Donnelly
Beverly A. Donnelly
Legal Assistant
Enclosures

*Beverly A. Donnelly gave Authorization
to correct Art. # on # 3. 8/5 ZB*

200002946042--3
-07/30/99-01065-004
*****35.00 *****35.00

FILED
99 JUL 30 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amend

V. SHEPARD AUG 9 1999

AMENDMENT TO
ARTICLES OF INCORPORATION
OF

DELRAY ROCKS YOUTH ORGANIZATION, INC.

FILED
99 JUL 30 PM 2:10
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

1. ARTICLE III of the Articles of Incorporation of DELRAY ROCKS YOUTH ORGANIZATION, INC. is amended as follows:

ARTICLE III

PURPOSE

The corporation is organized for the purpose of encouraging organized tackle football, flag football, cheerleading and band activities among youths of Broward County and Palm Beach County, Florida, all of whom are citizens of the United States, with a view toward obtaining a better knowledge of tackle football, flag football, cheerleading and band activities, including, but not limited to, setting and attaining goals and providing guidance and discipline and promoting participation among its members in the sports of tackle football, flag football, cheerleading and band activities, and for the promotion of the general purposes as are incidental hereto. In addition, the purposes for which the organization is organized are exclusively charitable and educational within the meaning of section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

2. ARTICLE VIII of the Articles of Incorporation of DELRAY ROCKS YOUTH ORGANIZATION, INC. is amended as follows:

ARTICLE VIII

POWERS

Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on 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.

3. ARTICLE ~~III~~^{XI} of the Articles of Incorporation of DELRAY ROCKS YOUTH ORGANIZATION, INC. is amended as follows:

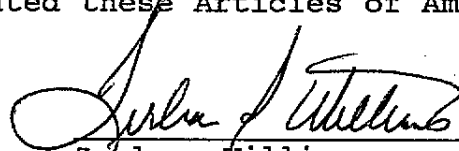
ARTICLE XI

DISTRIBUTION OR DISSOLUTION

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 of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction, in the county in which the principal office of the organization is then located, exclusively for such purposes.

4. The Consent to the foregoing amendment, a copy of which is attached hereto and made a part hereof as Exhibit "A" was adopted by all of the members of this corporation on July 12, 1999.

IN WITNESS WHEREOF, the undersigned as Director of the corporation has executed these Articles of Amendment on July 12, 1999.


Zerlean Williams
Director/Secretary

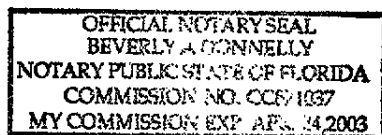
STATE OF FLORIDA)
)
COUNTY OF PALM BEACH)

I HEREBY CERTIFY that on this day before me, an officer duly qualified to take acknowledgments, personally appeared Zerlean Williams, as a Director and Secretary of Delray Rocks Youth Organization, Inc., to me known to be the person described in and who executed the foregoing Amendment to Articles of Incorporation and acknowledged before me that she executed the same.

WITNESS my hand and official seal in the County and State last aforesaid, this 12 day of July, 1999.


NOTARY PUBLIC

My commission expires:



CONSENT TO AMENDMENT
OF
ARTICLES OF INCORPORATION
OF

DELRAY ROCKS YOUTH ORGANIZATION, INC.

The undersigned being all of the directors of DELRAY ROCKS YOUTH ORGANIZATION, INC. entitled to vote with respect thereto, hereby authorize, adopt and consent to the following amendment to the Articles of Incorporation:

amend Article III, Article VIII, and Article XI.

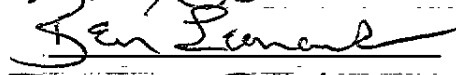
Name of Directors:

Ann Green



7/12/99

Ben Leonard



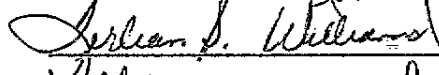
7/12/99

Debbie Murray



7/12/99

Zerlean Williams



7/12/99

Kathy Sprenkel



7/12/99