

JAN-28-2013 13:50

DIVISION OF CORPORATIONS

MCCARTHY SUMMERS

772 283 1803

IP: 128

P97000008494

Florida Department of State
Division of Corporations
Electronic Filing Cover Sheet

Note: Please print this page and use it as a cover sheet. Type the fax audit number (shown below) on the top and bottom of all pages of the document.

((H13000021067 3)))



H130000210673ABQJ

Note: DO NOT hit the REFRESH/RELOAD button on your browser from this page. Doing so will generate another cover sheet.

To:

Division of Corporations
Fax Number : (850)617-6380

From:

Account Name : MCCARTHY, SUMMERS, BOBKO, WOOD, NORMAN, BASS & MELBY,
Account Number : I19990000170
Phone : (772)286-1700
Fax Number : (772)283-1803

Enter the email address for this business entity to be used for future annual report mailings. Enter only one email address please.

Email Address: klm@McCarthySummers.com

COR AMND/RESTATE/CORRECT OR O/D RESIGN
SOUTHPAW ENTERPRISES, INCORPORATED

Certificate of Status	0
Certified Copy	1
Page Count	05
Estimated Charge	\$43.75

RECEIVED

13 JAN 28 AM 8:48

RECEIVED
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
2012 JAN 28 PM 4:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Arstart
CC

Electronic Filing Menu

Corporate Filing Menu

Help

JAN 28 2013

T. LEWIS

Integrity Dedication Solutions

January 28, 2013

H13000021067

Florida Department of State
Division of Corporations
The Capitol
P.O. Box 6327
Tallahassee, Florida 32399-0250

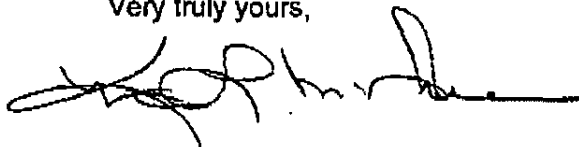
RE: Amended and Restated Articles of Incorporation of Southpaw
Enterprises, Incorporated

Ladies and Gentlemen:

With reference to the above company, enclosed please find Amended and
Restated Articles of Incorporation for filing. Kindly fax to the undersigned proof
of filing same.

Thank you.

Very truly yours,



Karen L. McGhee, CP, FRP
Certified Paralegal
Email: klm@McCarthySummers.com
/klm
Enclosure

Terence P. McCarthy *
Robert P. Summers *
Noel A. Bobko
Steven J. Wood **
Kenneth A. Norman
Kathryn C. Bass
Patricia I. Taylor

Rene S. Iosco
Owen Schultz
Michael J. McNicholas ***
Margaret E. Wood

**Board Certified
Real Estate Lawyer*

***Board Certified Wills,
Trusts & Estates Lawyer*

****Certified Circuit
Civil Mediator*

H13000021067

H13000021067

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF**

SOUTHPAW ENTERPRISES, INCORPORATED

FILED
2012 JAN 28 PM 4:14
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Sections 607.1003, 607.1006 and 607.1007 of the Florida Statutes, Southpaw Enterprises, Incorporated, a Florida corporation (the "Corporation"), certifies that:

1. The Amended and Restated Articles of Incorporation set forth herein were duly recommended by unanimous written consent of the Board of Directors dated December 27, 2012.

2. The Amended and Restated Articles of Incorporation set forth herein were unanimously approved by the shareholders of the outstanding shares of common stock of the Corporation on December 27, 2012, and the number of votes cast were sufficient for approval.

3. The Articles of Incorporation, as amended, in effect as of this date are amended as set forth herein in the following respects:

a. The article concerning the principal office and mailing address is amended in certain respects.

b. The article concerning the initial registered agent and office is amended in certain respects.

c. The article concerning purposes is amended in certain respects.

d. The article concerning Incorporator is deleted and the articles are renumbered accordingly.

e. The article concerning Directors is amended in certain respects.

4. There are no discrepancies between the provisions of the Articles of Incorporation, as amended, in effect prior hereto and the provisions of the Amended and Restated Articles of Incorporation set forth herein, other than the inclusion of the foregoing amendments.

Pursuant to Section 607.1007 of the Florida Statutes, the Articles of Incorporation of Southpaw Enterprises, Incorporated, a Florida corporation, are hereby amended and restated as follows:

H13000021067

H13000021067

ARTICLE I**NAME**

The name of the corporation is SOUTHPAW ENTERPRISES, INCORPORATED.

ARTICLE II**REGISTERED OFFICE**

The street address of the registered office of this corporation is 1560 SE Hampshire Way, Unit 201, Stuart, FL 34994. The mailing address of this corporation is Post Office Box 1986, Manchester Center, VT 05255.

ARTICLE III**CAPITALIZATION**

The aggregate number of shares which the corporation is authorized to issue is 10,000. Such shares shall be of a single class, and shall have a par value of \$1.00 per share.

ARTICLE IV**REGISTERED AGENT AND OFFICE**

The name and address of the registered agent is:

James L. Kaat

1560 SE Hampshire Way, Unit 201
Stuart, Florida 34994

ARTICLE V**CORPORATE DURATION**

The duration of the corporation is perpetual.

ARTICLE VI**PURPOSES**

The general purposes for which the corporation is organized are:

1. To engage in the business of Sports Broadcasting, the business of recruitment of players, coaches and other sports personnel in the United States and internationally, and the business of sports clinics in the United States and internationally.

2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act.

H13000021067

H13000021067

3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE VII

DIRECTORS

The number of directors constituting the board of directors of the corporation is at least one

(1). The number of directors may be changed from time to time by an amendment to the Bylaws of the corporation. The names and addresses of the persons currently serving as Directors are:

James L. Kaat 1560 SE Hampshire Way, Unit 201
Stuart, Florida 34994

Marjorie H. Kaat 1560 SE Hampshire Way, Unit 201
Stuart, Florida 34994

ARTICLE VIII

MEETINGS BY CONFERENCE TELEPHONE

Members of the board of directors may participate in special, regular and annual meetings of the board of directors by means of conference telephone or similar communication equipments as provided by law.

ARTICLE IX

INDEMNIFICATION

This corporation may be empowered to indemnify any officer or director or any former officer or director in the manner set out and provided for pursuant to the provisions of Section 607.0850 of the Florida Statutes, as amended.

IN WITNESS WHEREOF, for the purposes of Amending and Restating the Articles of Incorporation of this Corporation under the laws of the State of Florida, the undersigned officer has executed these Amended and Restated Articles of Incorporation as of the 14 day of January, 2013.


James L. Kaat, President

[G:\DATA\CORP\02408101\Amended and Restated Articles of Inc.docx]

H13000021067