



ARTICLES OF AMENDMENT (Non-profit)

To the Secretary of State of the State of Idaho
Pursuant to Title 30, Chapter 3, Idaho Code, the undersigned
non-profit corporation amends its articles of incorporation as
follows:

07 AUG 30 PM 3:13

SECRETARY OF STATE
STATE OF IDAHO

1. The name of the corporation is:
Team Champions of America, Inc.

If the corporation has been administratively dissolved and the corporate name is no longer
available for use, the amendment(s) below must include a change of corporate name.

2. The text of each amendment is as follows:

Article 2 and Article 8 are hereby amended. (Please see attached)

3. The date of adoption of the amendment(s) was: August 27, 2007

4. Manner of adoption (check one):

- ☒ Each amendment consists exclusively of matters which do not require member approval pursuant to
section 30-3-90, Idaho Code, and was, therefore, adopted by the board of directors. (Please fill spaces below)
- a. The number of directors entitled to vote was: 3
 - b. The number of directors that voted for each amendment was: 3
 - c. The number of directors that voted against each amendment was: 0

- ☐ The amendment consists of matters other than those described in section 30-3-90, Idaho Code, and was,
therefore adopted by the members. (Please fill spaces below)

a. The number of members entitled to vote
was: _____

b. The number of members that voted for each
amendment was: _____

c. The number of members that voted against
each amendment was: _____

Dated: 08/27/07

Signature: [Signature]

Typed Name: Daytona Dayton

Capacity: CEO / Founder

Customer Acct #:

(If using pre-paid account)

Secretary of State use only

g:\corporate\amendments\amendment_np.pmd
Revised 10/2003

Web Form

IDAHO SECRETARY OF STATE
08/30/2007 05:00
CK: 1612 CT: 189421 BH: 1873448
1 @ 38.00 = 38.00 NON PROF A # 2
1 @ 28.00 = 28.00 EXPEDITE C # 3

C162854

TEAM CHAMPIONS OF AMERICA, INC.

**ARTICLES OF AMENDMENT
ATTACHMENT**

Article 2

The purpose for which the corporation is organized is: The Corporation shall be a non-stock, non-profit Corporation which shall engage in any lawful act or activity for which non-profit organizations may be organized under the State of Idaho Non-Profit Corporation Act. It shall be organized and operated exclusively for such purposes within the meaning of § 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue law).

The purpose or purposes of the Corporation shall be to improve and enhance children's self esteem through education and to help children realize that they are each born with unique and incredible character traits. The Corporation may provide support to children's charities that are exempt from Federal Income Taxation under §501(c)(3) of the Internal Revenue Code. The Corporation will also engage in other charitable and educational activities consistent with an organization exempt from Federal Income Taxation under §501(c)(3) of the Internal Revenue Code.

In furtherance thereof, the Corporation may receive property by gift, devise or bequest, invest or reinvest the same, and apply the income and principal thereof, as the Board of Directors may from time to time determine, either directly or through contributions to any charitable organization or organizations, exclusively for charitable and educational purposes, and engage in any lawful act or activity for which corporations may be organized under the Idaho General Corporation Law.

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 for that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of its stated purposes. 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 political campaigns on behalf of any candidate for public office. Notwithstanding any other provision of these articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of its exempt purposes or not permitted to be carried on by a corporation contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code.

TEAM CHAMPIONS OF AMERICA, INC.

**ARTICLES OF AMENDMENT
ATTACHMENT**

Article 8

Upon dissolution the assets shall be distributed: Upon dissolution of the Corporation, the Board of Directors shall, after paying or making provisions for payment of all the liabilities of the Corporation, dispose of all of the assets of the Corporation by distributing those assets exclusively for public charitable uses and shall at the time qualify as exempt from taxation under Section 501(c)(3) of the Internal revenue Code and as, other than a private foundation under Section 509(a) of the Internal revenue Code, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction for the county in which the principal office of the Corporation is then located, exclusively for charitable and educational purposes or to such organization or organizations as said court shall determine which are organized and operated exclusively for charitable and educational purposes.