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02/21/2013	201305200504	DOMESTIC/AMENDED RESTATED ARTICLES (AMA)	50.00	.00	.00	.00	.00

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BRICKER & ECKLER LLP
ATTN: CHRISTINA MILLER
100 S. THIRD ST.
COLUMBUS, OH 43215

**STATE OF OHIO
CERTIFICATE**

Ohio Secretary of State, Jon Husted

1520903

It is hereby certified that the Secretary of State of Ohio has custody of the business records for

GREAT LAKES DIVISION OF SCCA, INC.

and, that said business records show the filing and recording of:

Document(s):

DOMESTIC/AMENDED RESTATED ARTICLES

Document No(s):

201305200504

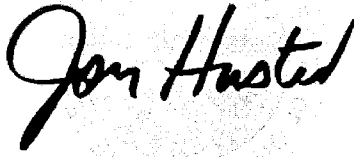
Effective Date: 02/20/2013



United States of America
State of Ohio
Office of the Secretary of State

Witness my hand and the seal of the
Secretary of State at Columbus, Ohio
this 21st day of February, A.D. 2013.

Ohio Secretary of State



Form 541 Prescribed by:
JON HUSTED
Ohio Secretary of State

Central Ohio: (614) 466-3910
Toll Free: (877) SOS-FILE (767-3453)
www.OhioSecretaryofState.gov
Busserv@OhioSecretaryofState.gov

Mail this form to one of the following:

Regular Filing (non expedite)
P.O. Box 1329
Columbus, OH 43216

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time requires an additional \$100.00).
P.O. Box 1390
Columbus, OH 43216

Certificate of Amendment (Nonprofit, Domestic Corporation) Filing Fee: \$50

Check the appropriate box:

- Amendment to existing Articles of Incorporation (128-AMD)
- Amended and Restated Articles (126-AMAN) - The following articles supersede the existing articles and all amendments thereto.

Complete the following information:

Name of Corporation

Charter Number

Check one box below:

- The articles are hereby amended by the **Members** pursuant to Ohio Revised Code section 1702.38 (C) or (D)
- The articles are hereby amended by the **Directors**. Pursuant to Ohio Revised Code section 1702.38(E). In the case of adoption of the resolution by the directors, a statement of the basis for such adoption shall be provided - this may be attached with the resolution

A copy of the resolution of amendment is attached to this document.

Note: If amended and restated articles were adopted, amended articles must set forth all provisions required in original articles other than with respect to the initial directors pursuant to Ohio Revised Code section 1702.38(A).

Required

Must be signed by an authorized officer of the Corporation pursuant to the Ohio Revised Code section 1702.38(G).

If authorized representative is an individual, then they must sign in the "signature" box and print their name in the "Print Name" box.

If authorized representative is a business entity, not an individual, then please print the business name in the "signature" box, an authorized representative of the business entity must sign in the "By" box and print their name in the "Print Name" box.

Great Lakes Division of SCCA, Inc.

Signature

Steven Kammeyer

By (if applicable)

By: Steven Kammeyer Its: President

Print Name

Signature

By (if applicable)

Print Name

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
GREAT LAKES DIVISION OF SCCA, INC.
(the "Corporation")**

EXHIBIT A

The Members of the Corporation have unanimously adopted to amend and restate the Articles of Incorporation of the Corporation as follows:

FIRST: The name of the Corporation shall be "Great Lakes Division of
NAME SCCA, Inc."

SECOND: The Corporation shall be located in the City of Columbus, County
LOCATION of Franklin, Ohio.

THIRD: The purpose for which the Corporation is formed shall be:
PURPOSE

To establish and maintain rules, regulations, and resources in the furtherance of the mutual interest in advancement of the amateur sport of automobile competition of those organizations designated as Regions of the Sports Car Club of America, Inc., located within the area designated from time to time as Area 4 thereto.

To operate exclusively for the promotion of social welfare within the meaning of section 501(c)(4) of the Internal Revenue Code of 1986 (or any corresponding provision of any future United States internal revenue law, collectively referred to as the "Code").

To engage in any lawful act, activity or business not contrary to and for which a nonprofit corporation may be formed under the laws of the State of Ohio.

To have and exercise all powers, rights and privileges conferred by the laws of Ohio on nonprofit corporations, including, but not limited to, buying, leasing or otherwise acquiring and holding, using or otherwise enjoying and selling, leasing or otherwise disposing of any interest in any property, real or personal, of whatever nature and wheresoever situated, and buying and selling stocks, bonds, or any other security of any issuer as the Corporation by action of its Board may, at any time and from time to time, deem advisable.

FOURTH:
RESTRICTIONS

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its Directors, officers or other private person, except that the Corporation shall be authorized to pay reasonable compensation for services rendered, to make payments in furtherance of the purposes of the Corporation and to make distributions to its members as authorized by Chapter 1702 of the Ohio Revised Code, including any distribution upon dissolution of the Corporation.

Notwithstanding anything to the contrary in these Articles of Incorporation, the Corporation may not engage in any activity which is not permitted to be engaged in by an organization exempt from federal income tax under section 501(c)(4) of the Code.

FIFTH:
MEMBERS

The members of the Corporation shall be those persons or organizations described in the Code of Regulations. The members of the Corporation may be a corporation, whether profit or nonprofit, provided such members otherwise qualify as a member.

SIXTH:
BOARD OF DIRECTORS

The Corporation shall be controlled and managed under the direction of a Board of Directors ("Board").

SEVENTH:
CERTAIN
TRANSACTIONS

No person shall be disqualified from being a director of the Corporation because he or she is or may be a party to, and no director of the Corporation shall be disqualified from entering into, any contract or other transaction to which the Corporation is or may be a party.

No contract, action or other transaction shall be void or voidable for reason that any Director or officer or other agent of the Corporation is a party thereto, or otherwise has any direct or indirect interest in such contract, action or transaction or in any other party thereto, or for reason that any interested Director or officer or other agent of the Corporation authorizes or participates in authorization of such contract, action or transaction, provided that:

The material facts as to such interest and as to the contract, action or transaction are disclosed or are otherwise known to the Board or applicable committee of directors at the time the contract, action or transaction is authorized and the directors or the members of the committee, in good faith reasonably justified by the facts, authorize the contract, action or transaction by at least a majority vote of the disinterested directors or disinterested members of the committee, even though such disinterested directors or members are less than a quorum; or

The material facts as to such interest and as to the contract, action or transaction are disclosed or are otherwise known to the Director at the time the contract, action or transaction is authorized and the Director authorizes the contract, action or transaction; or the contract, action or transaction (i) is not less favorable to the Corporation than an arm's length contract, action or transaction in which no Director or officer or other agent of the Corporation has any interest or (ii) is otherwise fair to the Corporation as of the time it is authorized.

Any interested Director may be counted in determining the presence of a quorum at any meeting of the Board or any committee thereof which authorizes the contract, action or transaction.

EIGHTH:
DISSOLUTION

Upon the dissolution of the Corporation, any assets remaining shall be conveyed to any person or organization as shall be selected by the affirmative vote of a majority of the Board.

NINTH:
AMENDMENT

Any provision of these Articles of Incorporation may be amended by the affirmative vote of a majority of the members of the Corporation at any meeting at which a quorum is present; provided that such amendment shall be consistent with the applicable provisions of Chapter 1702 of the Ohio Revised Code.