

N 010000006938
FILED

TRANSMITTAL LETTER

01 SEP 28 PM 2:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

100004615591--6
-09/28/01--01015--006
*****78.50 *****78.50

SUBJECT: Team Florida Foundation, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Rhonda Henning
Name (Printed or typed)

1672 Hibiscus Drive
Address

Sanibel, FL 33957
City, State & Zip

941/472-3121
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

FILED

01 SEP 28 PM 2:09

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

TEAM FLORIDA FOUNDATION, INC., A Not for Profit Corporation

THE UNDERSIGNED for the purpose of forming a not for profit corporation under the laws of the State of Florida under the corporate name of TEAM FLORIDA FOUNDATION, INC. sets forth and declares:

CHARTER

ARTICLE I

The name of the Corporation shall be TEAM FLORIDA FOUNDATION, INC.

ARTICLE II

The principal place for the transaction of its business shall be 1672 Hibiscus Drive, Sanibel, County of Lee, State of Florida 33957. The Corporation shall have the right and authority to do business at such other place or places within or without the State of Florida as the Corporation may, by resolution, designate.

ARTICLE III

1. The Team Florida Foundation was formed to provide opportunities for all young people under the age of twenty-one (21). The Foundation will provide funding for educational athletic programs in a safe structured, drug free environment at various locations throughout the State of Florida. Our participants will learn to set and achieve individual goals, with focus on self-discipline, self-confidence, honesty, sportsmanship, respect for authority, teamwork and other life skills.

2. 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 future United States Internal Revenue Law.

3. Upon dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of 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 disposed of shall be disposed of by the Court of Common please fo the county in which the principal office of the organization is then located exclusively for such purposes.

ARTICLE IV

The Corporation shall have a Board of Directors of consisting of seven (7) Directors. Directors shall serve terms as determined by a vote of the entire Board of Directors with 2 Directors serving for a term of 3 years, 2 for a term of 2 years, and 3 for a term of 1 year. At the expiration of a Directors term, that Director shall have the option of continuing to serve if approved by a majority of the Board, or a replacement will be selected from a list of volunteers, subject to a majority approval by the current Board of Directors.

The officers by whom the business of said Corporation shall be conducted shall be a President, who shall be a Director, a Secretary and Treasurer, and such other officers, agents and factors shall be chosen in such manner, hold their office for such term and have such powers and duties as may be prescribed by the By-Laws or determined by the Board of Directors.

ARTICLE V

The names and post office addresses of the officers and first Board of Directors who shall conduct the business of the Corporation until their successors are elected the first meeting of the Foundation shall be:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Bradley Rothenberg	President	6514 Plantation Rd. Ft. Myers, FL 33912
Blane Kelly	Vice-President	11851 Shannon Drive Ft. Myers, FL 33908
Lynda Spreitzer	Treasurer	710 NW 92 nd Ave Pembroke Pines, FL 33024

Rhonda Henning	Secretary	1672 Hibiscus Drive Sanibel, FL 33957
Dave Cunningham	Director	P.O. Box 7018 North Port, FL 34287
John Hyde	Director	3820 SW 79 th Ave #97 Pembroke Pines, FL 33024
Randy Ericson	Director	Green Cove Springs, FL

ARTICLE VI

The street address of the initial registered office of this Corporation is 1672 Hibiscus Drive, Sanibel, Florida 33957, and the name of the initial registered agent of this Corporation at that address is: RHONDA HENNING. By executing these Articles, the initial registered agent acknowledges that she is familiar with and accepts the duties and responsibilities as registered agent for this corporation.

ARTICLE VII

The name and the address of the incorporator of this corporation is:

Rhonda A. Henning
1672 Hibiscus Drive
Sanibel, FL 33957.

ARTICLE VIII

The initial By-Laws of this Corporation shall be adopted by the Board of Directors. The By-Laws may be amended from time to time by the Directors.

ARTICLE IX

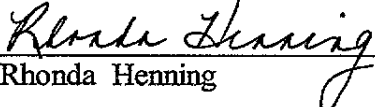
Each Director and officer of the Corporation, whether or not then in office, shall be indemnified by the

Corporation against all cost and expense reasonably incurred or imposed upon him in connection with or arising out of any claim, demand, action, suit or proceeding in which he may be involved or to which he may be made a party by reason of his being or having been a Director or officer of the Corporation, said expense to include attorneys' fees and the cost of reasonable settlement made with a view to curtailment of cost of litigation, except in relation to matters as to which he finally shall be adjudged in any such action, suit or proceeding to have been derelict in the performance of his duty as such officer or Director. Such right of indemnification shall not be exclusive of any other rights to which he may be entitled as a matter of law; and the foregoing right of indemnification shall inure to the benefit of the heirs, executors and administrators of any such Director or officer.

ARTICLE X

A Director or officer of the Corporation shall not be disqualified by his office from dealing or contracting with the Corporation either as a vendor, purchaser or otherwise, nor shall any transaction or contract of the Corporation be void or voidable by reason of the fact that any Director or officer or any firm of which any Director or officer is a shareholder, officer, or Director, is in any way interested in such transaction or contract, provided that such transaction or contract is or shall be authorized, ratified, or approved by a vote of a majority of a quorum of the Board of Directors. Nothing herein contained shall create liability in the events above described or prevent the authorized approval of such contracts in any other manner permitted by law.

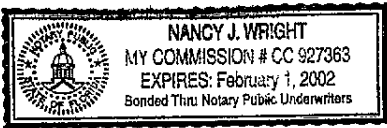
IN WITNESS WHEREOF, the undersigned, being the incorporator of the Articles of Incorporation for the purpose of forming a corporation under the laws of the State of Florida, do make, subscribe, acknowledge, and file the foregoing Articles of Incorporation, hereby certifying that the facts therein stated are true, and hereby and accordingly set our hands and seals at Sanibel, Florida, this 25th day of September, 2001.

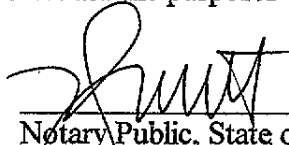

Rhonda Henning

STATE OF FLORIDA
COUNTY OF LEE

THE FORGOING INSTRUMENT WAS SUBSCRIBED BEFORE ME THIS 26th day of September, 2001 by Rhonda Henning, who upon being duly sworn, executed the foregoing Articles of Incorporation. She is personally known to me to be the person executing same for the purposes expressed within.

Seal

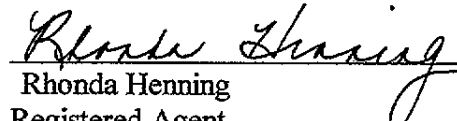




Notary Public, State of Florida
Printed Name NANCY J. WRIGHT
Commission Number _____
Commission Expires 2/1/2002

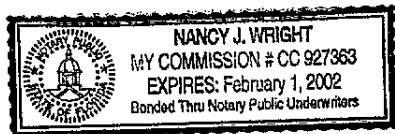
State of Florida
County of Lee

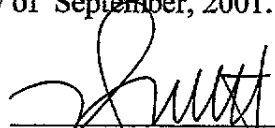
The undersigned, Rhonda Henning, hereby agrees to act as Registered Agent for the above styled corporation and accept service for the above styled corporation.



Rhonda Henning
Registered Agent

Sworn and Subscribed before me this 26th day of September, 2001.





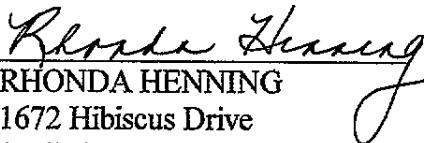
Notary Public- State of Florida
Printed Name NANCY J. WRIGHT
Commission Number _____
Commission Expires 2/1/2002

CERTIFICATE OF DESIGNATION, PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON
WHOM PROCESS MAY BE SERVED AND ACCEPTANCE OF APPOINTMENT AS
REGISTERED AGENT FOR SERVICE OF PROCESS

In pursuance of the applicable Florida statutes, the following is submitted in compliance
with said laws:

That TEAM FLORIDA FOUNDATION, INC., a not for profit corporation,
desiring to organize under the laws of the State of Florida with its registered office as
indicated in the Articles of Incorporation at 1672 Hibiscus Drive, Sanibel, Florida 33957,
has designated Rhonda Henning as its Registered Agent to accept service of process
within this state.

Having been named to accept service of process for the above-named corporation
at the place designated in the Articles, I hereby accept and agree to act in this capacity
and agree to comply with the provisions of said laws relative to keeping open said office.


RHONDA HENNING
1672 Hibiscus Drive
Sanibel, Florida 33957

FILED
01 SEP 28 PM 2:09
SECRETARY OF STATE
TALLAHASSEE, FLORIDA