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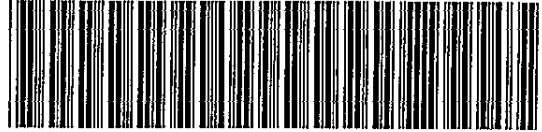
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

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

SUBJECT: Red Ball Events, 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: Michael Alan Penrod
Name (Printed or typed)

2801 NW 7th Avenue
Address

Ft. Lauderdale, FL 33311-2426
City, State & Zip

(954) 612-1167
Daytime Telephone number

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

**Articles of Incorporation
Of
Red Ball Events, Inc.
(A Florida Non-Profit Corporation)**

The undersigned, for the purpose of forming a non-profit corporation organized solely for general charitable purposes pursuant to the Florida Corporations Not for Profit Law set forth in Chapter 617 of the Florida Statutes, does hereby adopt the following Articles of Incorporation.

**ARTICLE I
NAME**

The name of this corporation shall be Red Ball Events, Inc.

**ARTICLE II
PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be 2801 NW 7th Avenue, Fort Lauderdale, Florida, 33311-2426

**ARTICLE III
PURPOSE**

The general purpose for which this corporation is organized is to plan and facilitate fundraising events for not-for-profit community-based organizations and agencies as described in sections 501 © 3 and 107 © 2 of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code.

Red Ball Events, Inc. will be organized for the sole purpose of donating all proceeds to community-based agencies charged with the responsibility of direct patient care for children and young adults infected and affected with HIV/AIDS in Broward County, Florida.

This organization shall not, in any manner, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (via publications or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

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**ARTICLE IV
MANNER OF ELECTION**

The qualifications for members and the manner of their election shall be regulated by the By-Laws which may, from time to time, be amended.

**ARTICLE V
BOARD OF DIRECTORS**

The appointed Board Members are as follows:

Michael Alan Penrod, Ph. D.
Director
2801 NW 7th Ave
Fort Lauderdale, Florida 33311

Leo V. D'Aleo
Director
2801 NW 7th Ave
Fort Lauderdale, Florida 33311

Ken Moore
Director
2632 NW 3rd Ave.
Ft. Lauderdale, FL 33311

Terry DeCarlo
Director
2809 NW 7th Ave.
Fort Lauderdale, Florida 33311

William Huelsman
Director
2809 NW 7th Ave.
Ft. Lauderdale, Florida 33311

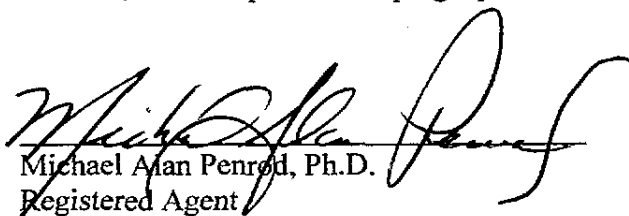
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TALLAHASSEE, FLORIDA

**ARTICLE VI
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the registered agent of the corporation is 2801 NW 7th Avenue, Fort Lauderdale, Florida, 33311-2426; and the name of its registered agent at such address is Michael Alan Penrod.

Acceptance of Registered Agent

I hereby accept this designation as registered agent, and I agree to comply with the provisions of the Florida General Corporation Law, with respect to keeping open said office.


Michael Alan Penrod, Ph.D.
Registered Agent

**ARTICLE VII
TERM OF EXISTENCE**

This corporation shall have perpetual existence.

**ARTICLE VIII
AFFAIRS OF THE CORPORATION**

The affairs of the corporation shall be conducted and managed by its Board of Directors. The Board of Directors shall consist of no less than three individuals. The overall government of this corporation is executed by its Board of Directors.

**ARTICLE IX
DEDICATION OF ASSETS**

Red Ball Events, Inc. will be organized in such a manner as to dedicate all proceeds to community-based agencies as described in sections 501 © 3 and 107 © 2 of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code. No member of the Board of Directors or Event Planning Committee(s) will receive direct financial benefit/compensation from the planning, organization, and execution of sponsored events.

In the event of dissolution, the residual assets of the corporation will be first liquidated and any unpaid debts will be paid. The remaining amount will be turned over to one or more organizations which they themselves are exempt as organizations described in sections 501 © 3 and 107 © 2 of the Internal Revenue Code of 1986 or corresponding sections of any prior or future Internal Revenue Code.

**ARTICLE XI
LIABILITY**

- A) The board of directors shall not be held liable for illegal dividends or distributions made by the corporation, unless willful or negligent, if based on good faith reliance on representations made by officers or agents, or on records, as to the financial conditions of the corporation.
- B) No director shall be held liable to the corporation for any loss or damage suffered on account of any action taken or omitted in good faith, provided such director exercised the same degree of care that a prudent individual would exercise in the account of his own affairs.

**ARTICLE XII
AMMENDMENTS**

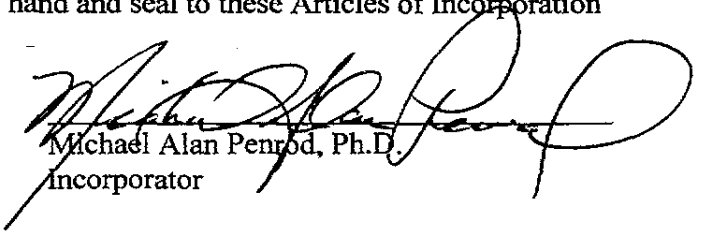
These Articles of Incorporation shall be amended upon unanimous approval by the Board of Directors.

**ARTICLE XIII
INCORPORATOR**

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

Michael Alan Penrod, Ph.D.
2801 NW 7th Avenue
Fort Lauderdale, Florida 33311-2426

IN WITNESS WHEREOF, I have set my hand and seal to these Articles of Incorporation this 30th day of March, 2003.


Michael Alan Penrod, Ph.D.
Incorporator

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TALLAHASSEE, FLORIDA