

RICHARD WELDON
ATTORNEY AT LAW
A PROFESSIONAL ASSOCIATION

N99000000166

January 8, 1999

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

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-11/30/98--01132--015
*****70.00 *****70.00

Ref. Number: W98000027090
Subject: LADY COUGARS BOOSTERS, INC.

Ladies and Gentlemen:

Enclosed please find original and one copy of the Articles of Incorporation revised per your letter of December 4, 1998 (Letter Number: 298A00057377) attached.

The corporation's principal office has been added as Article V, and a third Director has been added to Section 2 of Article VII.

If you have any questions, please do not hesitate to contact me.

Very truly yours,

Dictated by Mr. Weldon but mailed
in his absence to avoid delay

Richard Weldon

RW/ph
Enclosures

cc: Ms. Holly Loy

FILED
99 JAN 11 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

CB
1-11-99



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

December 4, 1998

RICHARD WELDON, ESQUIRE
101 MAIN STREET, STE. A
SAFETY HARBOR, FL 34695

SUBJECT: LADY COUGARS BOOSTERS, INC.
Ref. Number: W98000027090

We have received your document for LADY COUGARS BOOSTERS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6930.

Carolyn Batten
Document Specialist

Letter Number: 298A00057377

ARTICLES OF INCORPORATION
OF
LADY COUGARS BOOSTERS, INC.

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99 JAN 11 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, for the purpose of forming a corporation for charitable and philanthropic purposes under Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation:

Article I. Name

The name of the corporation shall be Lady Cougars Boosters, Inc.

Article II. Term of Existence

This corporation shall exist perpetually.

Article III. Purpose

The purposes for which this corporation is formed are exclusively to receive and administer funds for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, and as that section may from time to time be amended, and, to that end, to do the following:

a. To accept, hold, invest, reinvest and administer gifts, bequests, devises, benefits of trusts (but not to act as trustee of any trust), and property of any sort, without limitation as to amount or value, and to use, disburse, or donate the income or principal thereof exclusively for charitable purposes.

b. To provide parental encouragement and support both emotionally & financially for the players and coaches of the Countryside High School girls soccer team.

c. To the extent permitted by law, to exercise its rights, powers and privileges, to hold meetings of its board of directors, to have one or more offices and to keep the books of the corporation, in any part of the world.

d. Any and all other lawful acts and things, alone or in cooperation with other persons or organizations, which may be necessary, useful, suitable or proper for the

furtherance, accomplishment, or attainment of any or all of the purposes or powers of the corporation.

Article IV. Membership

The members of this corporation shall be the persons signing these Articles of Incorporation, the initial trustees named in Article VI, and such other persons as, from time to time hereafter, may become members, upon the qualifications and in the manner as provided in the corporation's by-laws.

Article V. Address

The mailing address of this corporation shall be Lady Cougars Boosters, Inc., c/o Countryside High School, 300 State Road 580, Clearwater, Florida 33761.

Article VI. Registered Office and Registered Agent

The initial registered agent, and the street address of the initial registered office, shall be as follows:

Richard Weldon
101 Main Street, Suite A
Safety Harbor, Florida 34695

Article VII. Board of Trustees

Section 1. The business affairs of this corporation shall be managed by the Board of Trustees. This corporation shall have three Trustees initially, who shall serve until the first annual meeting of the members.

Section 2. The names and addresses of the persons who shall serve as initial Trustees are as follows:

| <u>Name</u> | <u>Address</u> |
|-----------------------------|---|
| Philip H. Wirth | 2179 Chantilly Lane Dunedin, Florida 34698 |
| Mark Anthony Atherholt, Jr. | 1414 Forest Road Clearwater, Florida 33755 |

Barbara Holly Loy

2871 Gloria Court
Clearwater, Florida 33761

Section 3. At the first annual meeting of the members, the initial trustees named in these Article of Incorporation shall be replaced as provided herein. The corporation thereafter shall have three voting trustees. The trustees shall be elected by the members of this Corporation for one year terms.

Section 4. The Board of Trustees shall also have such exofficio, nonvoting members as provided in this corporation's by-laws.

Section 5. The number of voting trustees may be changed from time to time, by amendment to the by-laws, but shall never be fewer than three.

Article VIII. Incorporators

The names and addresses of the incorporators are as follows:

| <u>Name</u> | <u>Address</u> |
|-----------------------------|---|
| Philip H. Wirth | 2179 Chantilly Lane Dunedin, Florida 34698 |
| Mark Anthony Atherholt, Jr. | 1414 Forest Road Clearwater, Florida 33755 |

Article IX. Use of Income

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any member, officer, trustee, or other private individual (except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the corporation), and no member, trustee, officer of the corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the corporation.

Article X. Prohibited Activities

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise provided in Section 501(h) of the Internal Revenue Code of 1954 or the corresponding provision of

any future Federal tax code), and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision in these Articles, the corporation shall not carry on any activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or (2) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future Federal tax code).

Article XI. Dissolution


Upon dissolution of this corporation, all of its assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, or corresponding Section of any future Federal tax code, or shall be distributed to the Federal government, or to a state or local government, for a public purpose, and none of the assets will be distributed to any member, officer, or trustee of this corporation.

Article XII. Non-Stock Basis

This corporation is organized upon a non-stock basis.

IN WITNESS WHEREOF, we, the undersigned subscribing incorporators have hereunto set our hands and seals on the dates shown opposite our names, for the purpose of forming this corporation not for profit under the laws of the State of Florida.

Dated: 1-5-99


Philip H. Wirth

Dated: 1/5/99


Mark Anthony Atherholt, Jr.

ACCEPTANCE BY REGISTERED AGENT

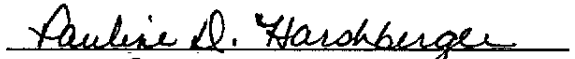
Having been named to accept service of process for the above named corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provision of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.



Richard Weldon, Esq.
Registered Agent

STATE OF FLORIDA
COUNTY OF PINELLAS

THE FOREGOING was acknowledged before me this 7th day of January, 1999, by Richard Weldon, Esq., who ~~has produced~~ is personally known identification and who did take an oath.


Name PAULINE D. HARSHBERGER
NOTARY PUBLIC
STATE OF FLORIDA AT LARGE

My Commission Expires:



Pauline D Harshberger
My Commission CC589047
Expires Dec. 16, 2000

FILED
99 JAN 11 PM 3:41
SECRETARY OF STATE
TALLAHASSEE, FLORIDA