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Please Reply To:
Post Office Box 2337
Dade City, Florida 33526-2337

April 17, 2000

Jerome G. Schrader**
Jonathan L. Auvil
P. Hutchison Brock, II
Ronda S. Tranter

*Also Admitted in New York and Colorado
*Certified Circuit Court Mediator
**Master of Laws in Taxation; CPA
**Board Certified in Wills, Trusts & Estates

Florida Department of State
Division of Corporations
409 East Gaines Street
Tallahassee, Florida 32301

800003216668--0
-04/20/00--01063--013
*****78.75 *****78.75

Re: Brandon Bombers Hockey Club, Inc., a not-for-profit corporation.

Gentlemen:

Enclosed for filing are two copies of the Articles of Incorporation for the above-referenced corporation. Also enclosed is this firm's check in the amount of \$78.75 for your filing fee.

I would appreciate your filing these Articles as soon as possible. Please return a copy of the filed Articles, along with the Certificate of Incorporation, to me at the above address.

Your assistance and cooperation in this regard is very much appreciated.

Yours very truly,

Jerome G. Schrader

JEROME G. SCHRADER

JGS:cfh
Enclosures

2589

W00-10745

FILED
00 APR 28 PM 12:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

April 24, 2000

SCHRADER, JOHNSON, ET. AL.
POST OFFICE BOX 2337
DADE CITY, FL 33526-2337

SUBJECT: BRANDON BOMBERS HOCKEY CLUB, INC.
Ref. Number: W00000010745

We have received your document for BRANDON BOMBERS HOCKEY CLUB, INC.. However, the document has not been filed and is being returned for the following:

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

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) 487-6973.

Claretha Golden
Document Specialist

Letter Number: 600A00022471

ARTICLES OF INCORPORATION
OF
BRANDON BOMBERS HOCKEY CLUB, INC.
A Florida Not-for-Profit Corporation

FILED
00 APR 28 PM 12: 29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned subscribers to these Articles of Incorporation of BRANDON BOMBERS HOCKEY CLUB, INC., a Florida Not-For-Profit Corporation, desiring to form a corporation under the laws of the State of Florida, as and for pleasure, recreation or other non-profitable purposes, do hereby accept all of the rights and privileges, benefits and obligations conferred and imposed by said laws, and do hereby adopt the following Articles of Incorporation as the Charter of the Corporation hereby organized.

ARTICLE I

NAME

The name of this corporation shall be BRANDON BOMBERS HOCKEY CLUB, INC. (hereinafter referred to as the "Corporation").

ARTICLE II

CORPORATION NOT-FOR-PROFIT

The Corporation is a corporation not-for-profit, as defined in Chapter 617, Florida Statutes. The Corporation is not formed for pecuniary profit. No part of the income or the assets of the Corporation shall be distributable to or for the benefit of its

members, directors, officers, or any other individuals, except to the extent permissible under law and these Articles of Incorporation.

ARTICLE III

DURATION

This Corporation shall have perpetual existence, commencing with the filing of these Articles of Incorporation with the Secretary of State of the State of Florida.

ARTICLE IV

PURPOSES

The Corporation is organized and shall be operated exclusively for pleasure, recreation or other non-profitable purposes, substantially all of the activities of which are for such purposes, and no part of the net earnings of which will inure to the benefit of any private shareholder or member. The Corporation shall be empowered to exercise all rights and powers conferred by the laws of the State of Florida upon not-for-profit corporations, including, without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease, or otherwise, any property, of any sort or nature, without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate, or otherwise dispose of such property and the income, principals or proceeds of such property, for any of the purposes as set forth herein. The Corporation shall

also be empowered to do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish such purposes.

ARTICLE V

MEMBERS

This Corporation shall have not fewer than three (3) nor more than fifty (50) members.

ARTICLE VI

INITIAL CORPORATE ADDRESS AND INITIAL REGISTERED OFFICE AND AGENT

The initial street address of the Corporation is 12608 Timber Run, Dade City, Florida 33525. The street address of the initial registered office of this Corporation is 12608 Timber Run, Dade City, Florida 33525, and the name of the initial Registered Agent of this Corporation at that address is BERT WATSON.

ARTICLE VII

BOARD OF DIRECTORS

The management of the Corporation shall be vested in a Board of Directors, and shall be as set forth in these Articles of Incorporation and the Bylaws of said Corporation. The number of directors constituting the Board of Directors is six (6). The number of directors may be increased or decreased from time to time in accordance with the Bylaws, but should never be less than three (3). The members shall elect the

directors at the annual meeting of the members. The Bylaws may provide for ex officio and honorary directors, and their rights and privileges. The names and addresses of each of the directors of the Corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
BERT WATSON	12608 Timber Run Dade City, Florida 33525
MARK KROETEN	4935 Ebensbrig Drive Tampa, Florida
FRED EATON	1214 Edgerton Drive Valrico, Florida 33594
MIKE LUFKIN	28326 Glade Fern Court Wesley Chapel, Florida 33543
STEVE KINSLEY	3311 W. Sevilla Circle Tampa, Florida 33629
MIKE POWER	1606 Bent Pine Way Brandon, Florida 33511

ARTICLE VIII

OFFICERS

The officers of this Corporation shall consist of a President, Secretary and Treasurer, and such other officers and assistant officers as may be provided for in the Bylaws. Each officer shall be elected by the Board of Directors, and may be removed by the Board of Directors at such time and in such manner as may be prescribed by the Bylaws. The name and address of each of the existing officers of the Corporation are as follows:

<u>TITLE</u>	<u>NAME AND ADDRESS</u>
President	BERT WATSON 12608 Timber Run Dade City, Florida 33525
Secretary	MARK KROETEN 4935 Ebensbrig Drive Tampa, Florida
Treasurer	STEVE KINSLEY 3311 W. Sevilla Circle Tampa, Florida 33629

ARTICLE IX

INCORPORATORS

The names and addresses of the Incorporators of this Corporation are:

<u>NAME</u>	<u>ADDRESS</u>
BERT WATSON	12608 Timber Run Dade City, Florida 33525
MARK KROETEN	4935 Ebensbrig Drive Tampa, Florida
FRED EATON	1214 Edgerton Drive Valrico, Florida 33594
MIKE LUFKIN	28326 Glade Fern Court Wesley Chapel, Florida 33543
STEVE KINSLEY	3311 W. Sevilla Circle Tampa, Florida 33629
MIKE POWER	1606 Bent Pine Way Brandon, Florida 33511

ARTICLE X

BYLAWS

The Bylaws of the Corporation are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors.

ARTICLE XI

AMENDMENT

The Corporation reserves the right to amend or repeal any provision contained within these Articles of Incorporation, or any amendment to them, and all rights and privileges conferred upon the member, directors and officers are subject to this reservation.

ARTICLE XII

NON-STOCK BASIS

The Corporation is organized and shall be operated on a non-stock basis within the meaning of the Florida Not-For-Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock or other certificates or writings evidencing an ownership or proprietary interest in the Corporation.

IN WITNESS WHEREOF, the above-named Incorporators have hereunto subscribed their names, this 30 day of March, 2000.

Bert Watson
BERT WATSON

Fred Eaton
FRED EATON

Steve Kinsley
STEVE KINSLEY

Mark Kroeten
MARK KROETEN

Mike Lufkin
MIKE LUFKIN

Mike Power
MIKE POWER

STATE OF FLORIDA

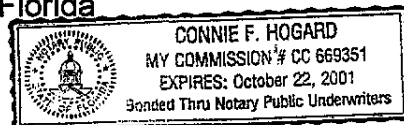
COUNTY OF Pasco

BEFORE ME, the undersigned officer, this day personally appeared BERT WATSON, MARK KROETEN, FRED EATON, MIKE LUFKIN, STEVE KINSLEY and MIKE POWER, to me well known and well known to me to be the persons described in and who subscribed their names to the foregoing Articles of Incorporation, and who acknowledged before me that they executed said Articles of Incorporation for the uses and purposes therein expressed. They are personally known to me, or produced Fla. driver's license as identification, and did not take an oath.

WITNESS my hand and official seal at the County and State aforesaid this 30th day of March, 2000.

Connie F. Hogard
Connie F. Hogard

Notary Public, State of Florida
Commission No.:
Commission Expires:



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**


**IN COMPLIANCE WITH SECTIONS 48.091 AND 607.325,
FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED:**

**BRANDON BOMBERS HOCKEY CLUB, INC., DESIRING TO ORGANIZE OR
QUALIFY UNDER THE LAWS OF THE STATE OF FLORIDA, WITH ITS PRINCIPAL
PLACE OF BUSINESS AT THE CITY OF DADE CITY, STATE OF FLORIDA, HAS
NAMED BERT WATSON, LOCATED AT 12608 TIMBER RUN, DADE CITY, FLORIDA
33525, AS ITS AGENT TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.**

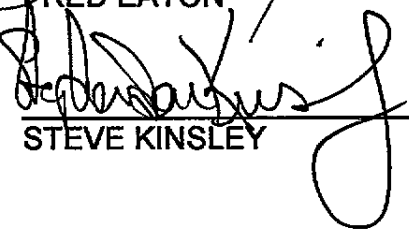
BRANDON BOMBERS HOCKEY CLUB, INC.


BERT WATSON


MARK KROETEN


FRED EATON


MIKE LUFKIN


STEVE KINSLEY


MIKE POWER

TITLE: Incorporators

DATE: March 30, 2000

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY. FURTHER, I CERTIFY THAT I AM FAMILIAR WITH AND AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES, INCLUDING THE DUTIES AND OBLIGATIONS PROVIDED FOR IN SECTION 607.325, RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES.

SIGNATURE OF
REGISTERED AGENT:

Bert Watson
BERT WATSON

DATE: MARCH 30, 2000

FILED
00 APR 28 PM 12:30
SECRETARY OF STATE
TALLAHASSEE, FLORIDA