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Florida Department of State

Division of Corporations

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA NON-PROFIT CORPORATION

THE SOUTH FLORIDA PACESETTERS, INC.

Certificate of Status	0
Certified Copy	1
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ARTICLES OF INCORPORATION

OF

THE SOUTH FLORIDA PACESETTERS, INC.

(A Not-for-Profit)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to Section 617.0202 Florida Statutes, the undersigned subscriber(s) is desirous of forming a not-for-profit corporation under the laws of the State of Florida, and hereby petition the Secretary of State for approval of such incorporation under the following proposed Certificate of Incorporation.

ARTICLE I

NAME

The name of the corporation is THE SOUTH FLORIDA PACESETTERS, INC., a not-for-profit organization.

ARTICLE II

PLACE OF BUSINESS

The principal place of business and mailing address of the corporation is 20401 NW 2nd Avenue, Suite 300, Miami, Florida 33169 as deemed appropriate by the Board of Directors/Trustees.

Filed by: PAMELLA B. WATSON, CPA WATSON & COMPANY, P.A.
20401 NW 2nd AVE., SUITE 300, MIAMI, FLORIDA 33169

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ARTICLE III

PURPOSE

The corporation is organized exclusively for the purpose of developing the talents of inner city youth through sports and other activities pursuant to Florida Statutes Section 212.08(7) and within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

ARTICLE IV

PERMITTED ACTIVITIES

Notwithstanding, any other provision of these Articles of Incorporation, 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 any future United States Internal Revenue Law.

ARTICLE V

ELECTION OF DIRECTORS/TRUSTEES

The method of election or appointment of the directors or trustees, and the manner of their admission, are provided for in the bylaws of THE SOUTH FLORIDA PACESETTERS, INC.

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ARTICLE VI

**DURATION AND BEGINNING
OF CORPORATE EXISTENCE**

The corporation shall exist perpetually. The Corporate existence shall commence as of filing of the Articles of Incorporation with the Secretary of State.

ARTICLE VII

INITIAL BOARD OF DIRECTORS

Directors/Trustees of the Corporation shall be elected or removed in accordance with the procedures provided for in the bylaws. The number of directors/trustees, may be increased or decreased from time to time, in the manner provided in the bylaws of **THE SOUTH FLORIDA PACESETTERS, INC.** The numbers constituting the initial Board of Directors of the company is 4 (FOUR) and the names and address of these persons who are to serve initially are as follows:

Eric Ramsay	8980 NW 8th Street, Pembroke Pines, FL 33024
Maylin Armstrong	1080 NW 193rd Street, Miami, FL 33169
Andre Dixon	2817 E. Lexington Ave, Miramar, FL 33025
Ernest Patterson	130 NE 188th Street, Apt. #30, Miami, FL 33179

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ARTICLE VIII

DEDICATION OF ASSETS

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a non-profit fund, foundation or corporation which is organized and operated exclusively for educational and cultural purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

ARTICLE IX

REGISTERED AGENT

Pursuant to Sections 617.0501 and 617.0505, Florida Statutes, **THE SOUTH FLORIDA PACESETTERS, INC.**, has designated Eric Ramsay as the initial Registered Agent of this corporation and the street address of the initial Registered Agent is 8980 NW 8th Street, Pembroke Pines, Fl 33024. The principal place of business of the corporation in the State of Florida is located at 20401 NW 2nd Avenue, Suite 300, Miami, Florida 33169.

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ARTICLE X

SHARES

This corporation is organized under a non-stock basis.

ARTICLE XI

INCORPORATORS

The names and the street address of each incorporator of the Articles of Incorporation is recorded in the bylaws of the corporation.

ARTICLE XII

BYLAWS

The power to adopt, alter, amend or repeal bylaws, shall be vested to the Board of Directors or Trustees. This article of incorporation does not set forth any of the corporate powers enumerated in Section 617 Florida Statutes.

ARTICLE XIII

EXECUTION

This corporation reserves the right to amend or repeal any prior provisions contained in these Articles of Incorporation or an

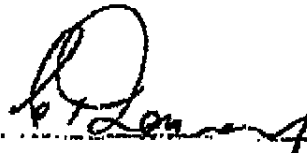
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amendment thereto.

IN WITNESS WHEREOF, the undersigned incorporator Eric Ramsay has
executed these Articles of Incorporation, this...day of October,

1996, pursuant to Section 617.01201(6)(b), Florida Statutes.



ERIC RAMSAY (Incorporator)

for THE SOUTH FLORIDA PACESETTERS,
INC.

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STATE OF FLORIDA)

)

COUNTY OF DADE)

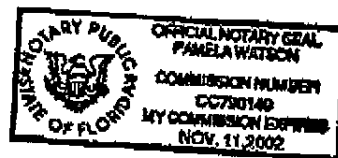
BEFORE ME, a Notary Public authorized to take acknowledgement in the State and County set forth above, personally appeared Eric Ramsay Registered Agent and, Incorporator of the Articles of Incorporation, known to me and known by me to be the person who executed the foregoing Article of Incorporation, and he/she acknowledged before me that he/she executed these Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my Official Seal in the State and County aforesaid, this 17 day of July 2000.

July 2000.

hm
NOTARY PUBLIC
State of Florida at Large

My Commission Expires:



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**CONSENT TO ACTION TAKEN
IN LIEU OF PRE-ORGANIZATION MEETING
OF
THE SOUTH FLORIDA PACESETTERS, INC.**

The undersigned being the incorporator of the corporation consent to and ramify the action taken to organize the corporation as follows:

The Certificate of Incorporation filed on _____ with the Secretary of the State of Florida, was approved and inserted in the book of this corporation.

The person whose name appears below is the appointed officer of the Corporation to serve for a period of one year until the successor(s) is appointed or elected and shall qualify:

ERIC RAMSAY	PRESIDENT
ERNEST PATTERSON	VICE PRESIDENT
MAYLIN ARMSTRONG	TREASURER
ANDRE DIXON	SECRETARY

By-Laws regulating the conduct of business and affairs of **THE SOUTH FLORIDA PACESETTERS, INC.** as prepared by counsel or the members of the organization were adopted and

The seal, an impression of which appears in the margin of this consent was adopted as the corporate seal of the corporation, and the specimen of certificates for shares in the form exhibited and inserted in the record book was adopted as the corporate certificate.

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

In compliance with Section 607 Florida Statutes the following is
submitted:

FIRST that THE SOUTH FLORIDA PACESETTERS, INC., desires to organize
or qualify under the laws of the State of Florida with its
principal place of business at 20401 NW 2nd Avenue, Suite 300,
Miami, Florida 33169. THE SOUTH FLORIDA PACESETTERS, INC. of
Florida, Inc., has named Eric Ramsay of 8980 NW 8th Street, Pembroke
Pines, Florida 33024 as its Registered Agent to accept service of
process within the State of Florida.

ACKNOWLEDGEMENT

Having been named to accept service of process for the above stated
corporation, at place designated in this Certificate, I hereby
agree to act in this capacity, and I further agree to comply with
the provisions of all statutes relative to the proper performance
of my duties.

Dated this 17th day of July, 2000

BY:

Eric Ramsay
Eric Ramsay
Registered Agent

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TALLAHASSEE, FLORIDA

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