

No 1000000 1113

January 12, 2001

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

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Re: Orange Belt YABA, Inc.

400003706144--3  
-02/15/01--01093--024  
\*\*\*\*122.50 \*\*\*\*78.75

Dear Sir or Madam:

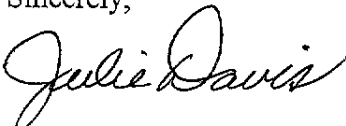
I am enclosing the original and one copy of proposed Articles of Incorporation for the above corporation, together with a certificate designating resident agent. Please approve and file the originals and return a certified copy to Joseph A. Morrison, 3500 South Florida Avenue, Suite 3, Lakeland, FL 33803.

Also enclosed is a check payable to you for your charges as follows:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent's Designation	<u>35.00</u>
Total	\$122.50

Please let me know if anything further is required.

Sincerely,



Julie Davis  
OBYABA Sec/Treas

JD/cod

Enclosures

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TALLAHASSEE, FLORIDA

## ARTICLES OF INCORPORATION

**Articles of Incorporation** of the undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Non-Profit Corporation Law of Florida, do hereby certify:

### Article I      Name

The name of the Corporation is: **Orange Belt YABA, Inc.**

### Article II      Principal Office

The street address of the initial principal office of the corporation in the State of Florida is 3215 NE Lake Sebring Drive, Sebring, FL 33870. The Board of Directors may from time to time move the principal office to any other address in Florida.

### Article III      Purpose and Objectives

(a) To provide an educational program, adult leadership and guidance for members.

(b) To encourage participation and recognize achievement in the game of tenpins which maintaining the ideals of amateurism in order to preserve the eligibility of members to participate in school athletics and related programs.

(c) To help develop in youth the ideals of sportsmanship and good citizenship, and to promote physical fitness, mental alertness, and morally sound patterns of behavior.

(d) To provide a channel for YABA services, including the sanctioning of leagues and members, and aid in the promotion of the national, state/provincial and local programs of the Young American Bowling Alliance.

(e) To encourage adults to serve as instructors, coaches, and other leaders for local programs.

(f) To familiarize local instructors, coaches, sponsors, and other bowling leaders with the benefits of the Young American Bowling Alliance.

(g) To conduct an annual association tournament to determine its championships. Eligibility to participate in the championship tournament shall be in accordance with YABA rules and eligibility rules of the local association.

(h) To comply with the rules and regulations of the Young American Bowling Alliance and adopt and enforce such other rules and regulations not in conflict which may be deemed helpful and essential to the successful administration of the program.

(i) In furtherance of the foregoing objects, the association shall be conducted as a nonprofit organization, organized and operated at all times exclusively for charitable and educational purposes including, in particular, to foster regional, national, and international bowling competition either directly or by contributions to organizations that are recognized as exempt from federal income taxation as organizations described

in section 501(c)3 of the Internal Revenue Code of 1986, as amended. In furtherance of the foregoing purposes, the association shall be organized and operated primarily to conduct or support bowling competition and to support or develop amateur bowling athletes for national or international competition within the meaning of section 501(i)(2) of the Internal Revenue Code of 1986, as amended.

#### **Article IV Initial Registered Office and Agent**

The street address of the initial registered office of the corporation in the State of Florida is 3500 South Florida Avenue, Suite 3, Lakeland, FL 33803, and the name of the corporation's initial registered agent at that address is Joseph A. Morrison, Esq. The Board of Directors may from time to time move the registered office to any other address in Florida.

#### **Article V Dissolution**

In the event that the Corporation shall be liquidated and dissolved, all of its assets remaining after payment and discharge of its duties, obligations, and liabilities shall be distributed, in such proportion as the Board of Directors shall determine, to any organization or organizations, including trusts, organized and operated exclusively for charitable and educational purposes, provided that no portion of the assets shall be distributed to any organization that is not described in section 501(c)3 of the Internal Revenue Code of 1986, as amended. Any such assets not so disposed of shall be disposed of by the Circuit Court of the County in which the principal office of the Corporation is then located, exclusively for the purposes described in section 501(c)3 of the Internal Revenue Code of 1986, as amended, or to such organization or organizations as said Court shall determine are organized and operated exclusively for such purposes.

#### **Article VI Directors**

This corporation shall have five (5) directors initially. The number of directors may be increased or diminished from time to time, as provided in the bylaws.

#### **Article VII Manner of Election of Directors**

The manner of election of directors shall be as set forth in the OBYABA Bylaws.

## **Article VIII Directors' Powers**

The Board of Directors shall have the power to fix or change salaries of the directors as directors and as officers, to permit contracts or other transactions between the corporation and one or more of its directors individually or businesses in which one or more of its directors are interested, and to exercise such other powers of the corporation as are not inconsistent with these Articles or with any bylaws that may be adopted by the shareholders.

Without limiting the generality of the foregoing, no contract or other transaction between this corporation and one or more of its directors, or between this corporation and any other firm of which one or more of its directors are members or employees, or in which they are interested, or between this corporation and any corporation, association or other enterprise of which one or more of its employees, or in which they are interested, shall be deemed to be invalid because of the presence of such director or corporation which acts upon, or in reference to, such contract or transaction, or because of his or their participation in such action, if the fact of such interest the Board of Directors shall, nevertheless, authorize, a majority of the directors (such interested director or directors to be counted in determining whether a quorum is present, and in calculating the majority necessary to carry such vote). This paragraph shall not be construed to invalidate any contract for other transaction that would otherwise be valid under the common or statutory law applicable thereto.

## **Article IX Original Directors**

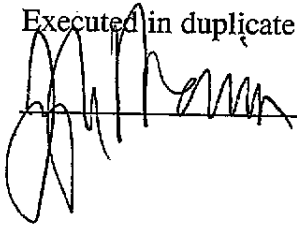
The name and address of each member of the first Board of Directors is:

<u>Name</u>	<u>Address</u>
Charnell Giles	5416 Harbor Drive E Lakeland, FL 33809
Jimmy Lipham	108 Padgett Place S Lakeland, FL 33809
Julie Davis	3215 N.E. Lake Sebring Drive Sebring, FL 33870
Dennis Hotchkiss	711 Candyce Avenue Lakeland, FL 33815
Sheri Larson	1619 Homestead Street Sebring, FL 33871

**Article X      Incorporators**

The name and address of the Incorporator to these Articles of Incorporation is Joseph A. Morrison, Esq., 3500 South Florida Avenue, Suite 3, Lakeland, FL 33803.

Executed in duplicate on the 11<sup>th</sup> day of JANUARY, 2001.

, Joseph A. Morrison, Esq. Incorporator.

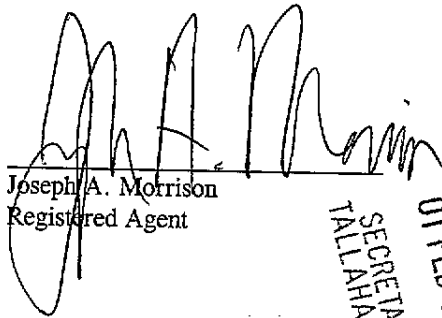
CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF  
PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

That, the Orange Belt YABA, Inc., desiring to organize under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, at the City of Lakeland, County of Polk, State of Florida, has named Joseph A. Morrison, Esq. located at 3500 South Florida Avenue, Suite 3, Lakeland, FL 33803, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

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

  
Joseph A. Morrison  
Registered Agent

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