

NO100000/531



SCOTT YOUNG
PATRICK W. LAWLOR*

*Board Certified Civil Trial Lawyer



Financial Centre West
1701 W. Hillsboro Boulevard, Suite 203
Deerfield Beach, FL 33442
954.426.8226

Palm Beach
561.736.9900
Telefax
954.481.3631
E-Mail
law@younglawlor.com

February 20, 2001

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

900003758159--3
-02/23/01--01062--002
*****87.50 *****87.50

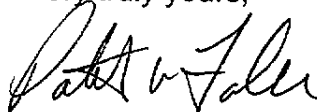
Re: Professional Cheerleaders Alumni, Inc. d/b/a PCA, Inc.

Dear Sir/Madam:

Enclosed is an original and one (1) copy of the articles of incorporation and a check for \$87.50 for the filing fee, certified copy and certificate with reference to the above-mentioned matter.

Thank you for your cooperation in this matter.

Very truly yours,


Patrick W. Lawlor

1701 W. Hillsboro Boulevard
Suite 203
Deerfield Beach, FL 33442
954/426-8226

FILED
01 MAR -5 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch MAR 6 2001



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

February 27, 2001

PATRICK W. LAWLOR
1701 W. HILLSBORO BLVD STE. 203
DEERFIELD BEACH, FL 33442

SUBJECT: PROFESSIONAL CHEERLEADERS ALUMNI, INC.
Ref. Number: W01000004442

We have received your document for PROFESSIONAL CHEERLEADERS ALUMNI, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Corporations may file using only the corporate name. Please delete any reference to the "doing business as name" in your document. If you wish to register your fictitious name, you may do so by filing the enclosed application and submitting the appropriate fees to this office.

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) 487-6928.

Tim Burch
Document Specialist

Letter Number: 001A00012192

**ARTICLES OF INCORPORATION OF PROFESSIONAL
CHEERLEADERS ALUMNI, INC.**

FILED
01 MAR -5 PM 1:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned incorporator, for the purposes of forming a corporation under the Florida not-for-profit Act and Florida Statutes Chapter 617, hereby adopts the following articles of incorporation:

ARTICLE I - NAME

The name of the corporation shall be **Professional Cheerleaders Alumni, Inc.**

ARTICLE II - PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be **Professional Cheerleaders Alumni, Inc.**, 7900 Glades Road, Suite 435, Boca Raton, FL 33434.

ARTICLE III - PURPOSE

The purpose for this corporation being organized is that **Professional Cheerleaders Alumni, Inc.** is an association composed of former cheerleaders from professional sports teams. The purpose is to join forces to raise money for children and woman's charities. This corporation is organized exclusively for charitable purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future Federal Tax Code.

ARTICLE IV - MANNER OF ELECTION

The manner in which the directors are elected or appointed is by a majority of the acting Board of Directors every year.

ARTICLE V - INITIAL DIRECTORS/OFFICERS

All corporate powers shall be exercised by or under the authority of and the business affairs of the corporation managed under the direction of its Board of Directors, subject to any limitations set forth in these Articles of Incorporation. This Corporation shall have three directors. Initially, the names and the addresses of the initial members of the Board of Directors are:

1. Patrick W. Lawlor, Esq., 1701 W. Hillsboro Boulevard, Suite 203, Deerfield Beach, FL 33442
2. Alan Brown, 3411 N. 32nd Terrace, Hollywood, FL 33021
3. Ken Latera, 5100 W. Copans Road, #810, Coconut Creek, FL 33063
4. Cheryl Lubow, 7900 Miami Lakes Drive West, Miami Lakes, FL 33016

ARTICLE VI - INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the Registered Agent is Patrick W. Lawlor, Esq., 1701 W. Hillsboro Boulevard, Suite 203, Deerfield Beach, FL 33442.

ARTICLE VII - INCORPORATOR

The name and address of the incorporator is Lori Rashbrook, 7900 Glades Road, Suite 435, Boca Raton, FL 33434.

ARTICLE VIII - PROPAGANDA

No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

ARTICLE IX - ACTIVITIES AND DISSOLUTION

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activity not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Having been named as a registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

Patricia W. Fowler
Signature/Registered Agent

2-6-01
Date

Lorelei P. Bashbrook
Signature/Incorporator

2/6/01
Date