



THE UNITED STATES  
CORPORATION  
COMPANY

NO10000000032

ACCOUNT NO. : 072100000032

REFERENCE : 072274 7130230

AUTHORIZATION :

Patricia Pizant

COST LIMIT : \$ 87.50

ORDER DATE : March 9, 2001

ORDER TIME : 11:22 AM

ORDER NO. : 072274-005

CUSTOMER NO: 7130230

CUSTOMER: Ms. E. Maria Fuson  
Fee Koblegard & Deross

401-a South Indian River Drive

Fort Pierce, FL 34950

FILED  
01 MAR -9 PM 2:50  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

EFFECTIVE DATE

03/08/01

600003828806

DOMESTIC FILING

NAME: CHALLENGE & CHAMPIONS  
FOUNDATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
CERTIFICATE OF LIMITED PARTNERSHIP  
ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX (TWO) 2 QUANTITY. CERTIFIED COPY  
PLAIN STAMPED COPY  
CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Carina L. Dunlap - EXT. 1151

EXAMINER'S INITIALS:

PH 3/5/01

RECEIVED  
DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
2001 MAR -9 PM 12:13  
NOT INTENDED  
TO ACKNOWLEDGE  
SUFFICIENCY OF FILING

**ARTICLES OF INCORPORATION  
OF  
CHALLENGE & CHAMPIONS FOUNDATION, INC.  
A FLORIDA NOT-FOR-PROFIT CORPORATION**

FILED

01 MAR -9 PM 2:50

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE I**

**NAME**

EFFECTIVE DATE

03/08/01

The name of the corporation shall be: **CHALLENGE & CHAMPIONS FOUNDATION, INC.**

**ARTICLE II**

**TERM OF EXISTENCE**

This corporation shall exist perpetually.

**ARTICLE III**

**PURPOSE**

- A. This Corporation is organized and shall be administered and operated exclusively to receive, administer, and expend funds to promote, develop and implement education and sports programs for all ages, specifically, but not limited to children ages 6-18, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, including but not limited to:
1. Its focus shall not be limited to Florida and shall encompass the development of children with regards to academic, social and fitness skills.
  2. Summer programs and after school programs.
  3. Internet and other technology to support and administer programs.
  4. Development of programs for all students regardless of ability or disability.
  5. Research and development of new programs that will enhance positive adolescent growth.
  6. Programs that build self-esteem, confidence and social skills.
  7. Clearinghouse for grants and funds that will accomplish the goals and ideals as set forth in this article and as developed in the future.
  8. Funding source for other not-for-profit agencies or foundations that focus on education and physical fitness.
  9. Promote national awareness for positive adolescent development and the importance of implementing programs that make a difference.
  10. Partner with existing agencies, such as, but not limited to: middle schools, high schools, colleges and universities, Boys & Girls Club, YMCA and others.
- B. Notwithstanding any other provision contained in these Articles of Incorporation, this Corporation shall not conduct any other 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 successor section.
- C. No substantial part of the activities of the Corporation shall consist of 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.
- D. This Corporation, not for profit, shall have the power to acquire by gift, grant, devise, bequest, purchase, lease or otherwise, and to hold, own, occupy, use, manage, improve, develop, maintain, lease, sell, mortgage, transfer, invest in or reinvest in, or otherwise deal with any real or personal property of whatever kind and description and wherever situated, or with any estate or interest, legal or equitable, in the property, or to borrow money and to make, accept, endorse, execute and issue promissory notes and other obligations in payment for property acquired or money borrowed; and to do all other acts as are necessary or convenient to carry out the purposes set forth in these Articles.

- E. This Corporation, not for profit, may conduct and transact any activity lawfully authorized and not prohibited by Chapter 617, Florida Statutes, entitled "The Florida Not For Profit Corporation Act", as the same may be, from time to time, amended.

#### **ARTICLE IV**

#### **DIRECTORS**

This Corporation shall have six (6) directors initially. The number of directors may be either increased or diminished from time to time by the BY-Laws, but shall never be less than three (3). The qualifications of members of the Board of Directors and the manner of their election will be prescribed in the By-Laws of the Corporation. The names and addresses of the initial Directors of this Corporation are:

Dr. Cathy Crossland  
2204 Lash Avenue  
Raleigh, NC 27607

Dr. Wendy Newby  
1525 Richard Stokes Drive  
Decatur, GA 30033

Jonathan Michael Petruska  
15 Princewood Lane  
Palm Beach Gardens, FL 33410

Christine E. Johnson  
5309 Delta River Dr.  
Lansing, MI 48906

Jacqueline Day  
1230 Wolf Court  
East Lansing, MI 48823

Colleen Adams  
401 North Cedar St. - Apt. 204  
Lansing, MI 48912

#### **ARTICLE V**

#### **ADDRESS OF PRINCIPAL OFFICE**

The principal office and the mailing address of this Corporation shall be:

15 Princewood Lane  
Palm Beach Gardens, FL 33410

#### **ARTICLE VI**

#### **INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this Corporation is:

401-A South Indian River Drive  
Fort Pierce, FL 34950

The name of the initial registered agent of this Corporation at this address is:

Joseph J. DeRoss, Jr., P.A.

**ARTICLE VII**  
**INCORPORATOR**

The names and addresses of the persons signing these articles are:

Joseph J. DeRoss , Jr. , P.A.  
401- A South Indian River Drive  
Fort Pierce, FL 34950

**ARTICLE VIII**  
**BY-LAWS**

The original By-Laws of this Corporation shall be adopted by a majority vote of the Board of Directors of this Corporation present at a meeting called for that purpose, at which a majority of the Board of Directors is present, and thereafter the By-Laws of this Corporation may be amended, altered and rescinded only in the manner provided in the By-Laws.

**ARTICLE IX**  
**AMENDMENTS**

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be proposed by any member of the Board of Directors and after a resolution adopted by a majority of the entire Board of Directors, shall be passed as an amendment upon a majority vote of the Board of Directors.

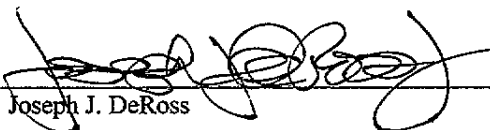
**ARTICLE X**  
**EFFECTIVE DATE**

The effective date of this Corporation is March 8, 2001.

**ARTICLE XI**  
**LIMITATION ON THE DISTRIBUTION OF**  
**CORPORATE ASSETS AND NET EARNINGS**

- A. No part of the Corporation's net earnings shall inure to the benefit of, or be distributed to, its directors, members, officers, or other private individuals as prescribed in applicable Treasury Regulations, provided, however, the Corporation is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose of this Corporation.
- B. In the event of the Corporation's dissolution, this Corporation's residual assets will be (i) distributed for one or more exempt purposes for which this Corporation was organized, (ii) turned over to one or more organizations which are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, or Successor Sections, or (iii) distributed to Federal, State, or local governments exclusively for public purposes.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 8<sup>th</sup> day of March, 2001.

  
\_\_\_\_\_  
Joseph J. DeRoss

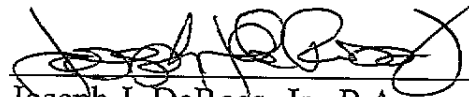
FILED

**CERTIFICATE DESIGNATING PLACE OF BUSINESS** MAR -9 PM 2:50  
**OR DOMICILE FOR THE SERVICE OF PROCESS** SECRETARY OF STATE  
**WITH THIS STATE, NAMING AGENT UPON WHOM** TALLAHASSEE, FLORIDA  
**PROCESS MAY BE SERVED**

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

That Challenge & Champions Foundation, Inc., having been organized under the laws of the State of Florida with its principal office at 15 Princewood Lane, Palm Beach Gardens, FL 33410, as indicated in the Articles of Incorporation, in the County of St. Lucie, State of Florida, has named Joseph J. DeRoss, Jr., P.A. as its agent to accept service of process within this state.

Having been named to accept service of process for the above-named Corporation, at the place designated in this Certificate, I hereby accept and agree to act in said capacity and agree to comply with the provisions of said act relative to keeping said offices open.

  
\_\_\_\_\_  
Joseph J. DeRoss, Jr., P.A.