### CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302 (850) 224-8830 • 1-800-342-8062 • Fax (850) 222-1222

Chier Booster Clob Inc.	00033/0
	7000034136674 -10/04/0001047001 *****78.50 *****78.50
Signature	Art of Inc. File Cc.    LTD Partnership File    Foreign Corp. File    L.C. File    Fictitious Name File    Trade/Service Mark    Merger File    Art. of Amend. File    RA Resignation    Dissolution / Withdrawal    Annual Report / Reinstatement    Cert. Copy    Photo Copy    Certificate of Good Standing    Certificate of Fictitious Name    Corp Record Search    Officer Search    Fictitious Owner Search    NOTIVE Officer Search    NOTIVE OFFI TO OTHER SEARCH    NOTITION OFFI TO OTHER SEARCH    NOTICE OFFI TO OTHER SEARCH
Requested by: $\frac{10}{4}$ $\frac{10}{4}$ Name Date Time	UCC 1 or 3 File  UCC 14 Search MATH OCT U 4 2001
Walk-In Will Pick Up	UCC 11 Retrieval

24,24,01



## FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

May 15, 2001

MARY V BERNARD 2117 COUNTRY CLUB CT NORTH ST PETERSBURG, FL 33710

SUBJECT: CHEER BOOSTER CLUB, INC.

This letter will confirm that due to a clerical error the above referenced corporation was incorrectly filed as a PROFIT(P00000093734) corporation. Please be advised, we have corrected our records to reflect this corporation as a NON PROFIT corporation and assigned new document number N01000003370 with the original file date of October 4, 2000.

Any annual reports/uniform business reports submitted this office should reflect the new document number.

We sincerely apologize for any inconvenience this error may have caused you.

Should you have any questions please feel free to contact this office at the address indicated below.

Letter number: 201A00029341

Sincerely, RoseAnn Varnadore Corporate Specialist Supervisor New Filings Section

#### ARTICLES OF INCORPORATION

#### FOR

#### CHEER BOOSTER CLUB, INC.

A Corporation Not For Profit

The undersigned, acting as incorporator of a corporation not for profit pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

#### ARTICLE ONE - NAME & ADDRESS

The name of this corporation shall be:

CHEER BOOSTER CLUB, INC.

The principal place of business is:

2117 Country Club Court North

St. Petersburg, Florida 33710

mailing address of this corporation is:

2117 Country Club Court North

St. Petersburg, Florida 33710

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#### ARTICLE TWO - PURPOSE

This corporation is organized exclusively for not-for-profit purposes, including management and operation of amateur athletic programs and events, and for any other charitable, educational, philanthropic, and social purpose not for pecuniary gain permitted under the laws of the State of Florida and the United States of America.

#### **ARTICLE THREE - BASIS**

This corporation shall be organized on a non-stock basis pursuant to Chapter 617, Florida Statutes.

#### **ARTICLE FOUR - MEMBERS**

The corporation shall have voting members, who shall have all of the rights and privileges of members of the corporation as set forth in these articles and in the bylaws of the corporation. Membership shall be open to all persons, regardless of race, creed, color, national origin, age, sex, familial relationship or disability who are registered members of the corporation.

#### ARTICLE FIVE - BOARD OF DIRECTORS

Report A N. B.

The powers of the corporation shall be exercised, its properties controlled, and its affairs conducted by the Board of Directors. The number and manner of electing directors shall be as set forth in the bylaws, and may be either increased or decreased from time to time by amendment of the by-laws of the corporation in a manner provided by law, but shall never be less than three (3), at least one of whom must be unrelated to the other two by blood or marriage. The qualifications, time for electing or appointing, terms of office, manner of removal, and duties of the officers and directors shall be set forth in the bylaws. The initial directors shall be:

Mary V. Bernard, Deborah J. Brannon, Dawn E. Callaway and Lesli R. Williams

### ARTICLE SIX - INDEMNIFICATION

The corporation shall indemnify any officer or director or any former officer or director, to the full extent permitted by law.

#### ARTICLE SEVEN - BY-LAWS

The members of the Board of Directors of the corporation shall adopt at its first meeting bylaws for the conduct of the corporation's business and the carrying out of its purposes. Such bylaws may be amended or repealed, in whole or in part, in the manner set forth by the bylaws at any regular or special meeting called for that purpose, or if not therein set forth, the by written consent of the members in the same number or percentage as provided for amendment by meeting.

#### **ARTICLE EIGHT - LIMITATIONS**

No part of the net earnings of this corporation shall inure to the benefit of or be distributable to its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes of the corporation. Notwithstanding any other provision in these Articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under Section 501(c) of the Internal Revenue Code or (b) by corporation contributions which are deductible under Section 170(c)(2) of the Internal Revenue Code. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise provided in Section 501(h) of the Internal Revenue Code, and the corporation shall not participate in, intervene

in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.

#### ARTICLE NINE - DISSOLUTION

Upon dissolution or final liquidation of the corporation, the Board of directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, transfer all of the assets of the corporation exclusively to an organization exempt under Section 501(c) of the Internal Revenue Code. Any such assets not so disposed of for any reason shall be disposed of by a court having jurisdiction over the subject matter in the county in which the principal office of the corporation is then located, exclusively for charitable, educational, literary or scientific purposes, or to such organization or organizations as said court may determine, which are organized and operated exclusively for such purposes.

#### ARTICLE TEN - AMENDMENTS

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments thereto, and any rights conferred upon the members are subject to this reservation. Amendments may be adopted by vote of not less than two-thirds of the members entitled to vote at any regular or special meeting called for that purpose.

#### ARTICLE ELEVEN - REGISTERED AGENT

The name of the initial registered agent is:

Mary V. Bernard

The initial registered office of this corporation is:

2117 Country Club Court North

St. Petersburg, Florida 33710

#### <u> ARTICLE TWELVE - INCORPORATOR</u>

The name and address of the Incorporator of these Articles is:

Mary V. Bernard

The street address of the incorporator is:

2117 Country Club Court North

St. Petersburg, Florida 33710

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of

Incorporation this 312 day of October, 2000.

V. Bernard, Incorporator

# CERTIFICATE OF DESIGNATION REGISTERED AGENT AND REGISTERED OFFICE

Pursuant to the provisions of §607.0501, or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered agent and registered office of the corporation in the State of Florida.

1. The name of the corporation is: CHEER BOOSTER CLUB, INC.

2. The name and street address of the registered agent and office is:

Mary V. Bernard 2117 Country Club Court North St. Petersburg, Florida 33710 FILED O OCT -4 PM 1: 50 SECRETARY OF STATE SALLAHASSEE, FLORIDA

Dated: <u>\n-3-00</u>

Mary V. Bernard, as Incorporator

#### ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent and to accept service of process for the above-named corporation at the place designated I HEREBY ACCEPT THE APPOINTMENT as registered agent AND AGREE TO ACT in this capacity. I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: 10-3-00

Mary V. Bernard, as Registered Agent