

NO1000005217



ACCOUNT NO. : 072100000032
REFERENCE : 232394 80820A
AUTHORIZATION : Patricia Rijts
COST LIMIT : \$ 78.75

FILED
2001 JUL 23 PM 1:27
SECRETARY OF STATE
TALLAHASSEE FLORIDA

ORDER DATE : July 23, 2001
ORDER TIME : 10:35 AM
ORDER NO. : 232394-005
CUSTOMER NO: 80820A

CUSTOMER: Ms. Deana *. Smith
Anderson & Artigliere
4927 Southfork Drive
Lakeland, FL 33813

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2001 JUL 23 10 11 18
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TALLAHASSEE FLORIDA

DOMESTIC FILING

NAME: CHARGER YOUTH FOOTBALL LEAGUE,
INC.

EFFECTIVE DATE: 000004491420--8

- ARTICLES OF INCORPORATION
- CERTIFICATE OF LIMITED PARTNERSHIP
- ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

- CERTIFIED COPY
- PLAIN STAMPED COPY
- CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Sara Lea - EXT. 1114

EXAMINER'S INITIALS:

2544
w01-16899

✓
JP 7/23/01



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

July 23, 2001

CSC NETWORKS
1201 HAYS STREET
TALLAHASSEE, FL 32301

SUBJECT: CHARGER YOUTH FOOTBALL LEAGUE, INC.
Ref. Number: W01000016899

We have received your document for CHARGER YOUTH FOOTBALL LEAGUE, INC. and the authorization to debit your account in the amount of \$78,750. However, the document has not been filed and is being returned for the following reasons:

The name designated in your document is unavailable since it is the same as or very similar to another name on file or it is not distinguishable from the name of an existing entity.

Please select a new name and make the correction in all appropriate places. One or more major words may be added to make the name distinguishable from the one presently on file.

Adding "of Florida" or "Florida" to the end of a name is not acceptable.

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) 245-6973.

Claretha Golden
Document Specialist
New Filings Section

Letter Number: 601A00042795

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DIVISION OF CORPORATIONS

RESUBMIT

Please give original
filing date as file date.

ARTICLES OF INCORPORATION

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SECRETARY OF STATE
TALLAHASSEE FLORIDA

OF

CHARGER YOUTH FOOTBALL LEAGUE OF LAKELAND, INC.

The undersigned Incorporators adopt these Articles of Incorporation under the Florida Not-For-Profit Corporation Act, Florida Statutes, Chapter 617:

ARTICLE I - NAME

The name of this corporation not for profit is CHARGER YOUTH FOOTBALL LEAGUE OF LAKELAND, INC.

ARTICLE II - NOT FOR PROFIT

CHARGER YOUTH FOOTBALL LEAGUE OF LAKELAND, INC. is not formed for pecuniary profit. Rather, it is intended to be a Florida not-for-profit corporation. No part of the income or assets of the corporation shall be distributable to or for the benefit of the corporation's Members, Directors or Officers, except as to the extent permitted by law and these Articles of Incorporation.

ARTICLE III - DURATION

This corporation shall have perpetual existence commencing on the date these Articles are filed with the Florida Secretary of State.

ARTICLE IV - PURPOSES

This corporation is organized and shall be operated exclusively for the following religious, charitable and educational purposes:

- A. To minister to the needs of children, adults and families through athletic training and competition;

- B. To expose children, adults and families to Christian principles through athletic training and competition;
- C. To educate children, adults and families in Christian principles through athletic training and competition;
- D. To support healthy athletic competition between and among different schools and groups in ways which promote the greater central Florida community and improve communication and the exchange of ideas between differing social groups, races and ethnic groups;
- E. To facilitate the religious, charitable and educational purposes listed above through community involvement, fund raising and outreach programs; and
- F. To exercise all rights and powers conferred by the laws of the State of Florida upon not-for-profit corporations, including, without limiting the generality of the foregoing, the rights and powers to acquire any property or thing of value, of any sort or nature, by donation, gift, bequest, devise, purchase, lease or otherwise; and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the principal, income and proceeds of such property, for any of the purposes authorized for the corporation under these Articles.
- G. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Notwithstanding the foregoing, the corporation's purposes shall be accomplished only in a manner consistent with the exempt purposes set forth in the subsection of Section 501(c)(3) of the Internal Revenue Code of 1954 (as it now exists, and as it may be amended from time to time) during any period of time when the corporation may choose to qualify for such exemption.

ARTICLE V - POWERS

The corporation shall have full power to transact and perform such acts and things as shall be necessary or appropriate for the attainment of the purposes described in Article IV, above. Without limiting the generality of the foregoing language, the corporation shall have the power:

- A. To acquire, receive and accept, by way of grant, gift, devise, bequest, purchase, lease or otherwise, real property and personal property of every kind, including security interests in real property (which term, for the purposes hereof, includes without limiting the generality thereof, first mortgages on real property and receipts, notes, certificates or other instruments representing any rights or interests therein or with respect thereto) created or ensued by any person, firm, association, corporation or government or subdivision thereof;
- B. To exercise all rights, powers and privileges in respect to any kind of property which may come into the corporation's possession from time to time, including the power to hold, administer, sell, convey and dispose of, invest and reinvest such property and the income and proceeds thereof;

- C. To use, apply or disburse any of its property or the income or proceeds thereof, exclusively for or toward any one or more of the purposes as enumerated in Article IV;
- D. To borrow money, issue bonds, issue debentures, issue notes or other undertake obligations or issue other securities;
- E. To receive gifts, bequests and other income and to solicit funds and raise money to fulfill the above stated purposes;
- F. To receive gifts or conveyances in trust and to hold properties in trust for the purposes set forth above;
- G. To exercise the powers described in Sections 617.0302-.0303, Florida Statutes, as these Sections exists upon the date of these Articles, together with any additional powers which may be added to Chapter 617, Florida Statutes, or its successor, at any time in the future;
- H. To take any other lawful action necessary to the accomplishment of the purposes described in Article IV.

ARTICLE VI - PRIVATE INUREMENT PROHIBITED

No part of the net earnings of the corporation shall inure to the benefit of or be distributable to its Members, Directors, Officers or employees, but the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make reasonable payments and distributions in furtherance of the purposes set forth in Article IV hereof.

ARTICLE VII - MEMBERS

The corporation shall have Voting Members who shall be elected (and may be removed) by the corporation's Directors in accordance with the corporation's Bylaws.

Voting Members shall have such rights and privileges as may be described in the corporation's Bylaws from time to time. If the rights or privileges of Voting Members are not described in the corporation's Bylaws, then Voting Members shall have only the right to vote upon such matters as the Directors of the corporation shall submit to the Voting Members for their consideration from time to time. All rights of a Voting Member shall end when the Voting Member resigns from membership, when the corporation's Directors terminate the Voting Member's status as a Voting Member, or when the Directors determine to otherwise terminate such rights. The Bylaws may also provide for one or more classes of Nonvoting Members. Nonvoting Members shall be admitted and dismissed to and from nonvoting membership in such manner as may be determined by the corporation's Directors from time to time. Nonvoting Members shall not have the right to vote on any matter affecting the corporation, its Voting Members or its Directors.

ARTICLE VIII - INITIAL REGISTERED OFFICE AND AGENT

The corporation's initial registered agent is Greg Gillman. The street address of the initial registered office is 777 Carpenter's Way, Lakeland, Florida 33809

ARTICLE IX - INITIAL PRINCIPAL OFFICE AND MAILING ADDRESS

The corporation's initial principal office is at 777 Carpenter's Way, Lakeland, Florida 33809. The corporation's initial mailing address is 777 Carpenter's Way, Lakeland, Florida.

ARTICLE X - INITIAL BOARD OF DIRECTORS

The corporation shall be managed by a Board of Directors. The members of the initial Board of Directors shall be appointed by the Incorporator. Thereafter, members of the corporation's Board of Directors shall be elected in accordance with the provisions of the corporation's Bylaws, and shall serve for such terms as may be specified in the

corporation's Bylaws. The initial Board of Directors shall consist of three members. The number of Directors may be increased or decreased from time to time in accordance with the corporation's Bylaws, but shall never be less than three.

ARTICLE XI - OFFICERS

The Officers of the corporation shall be identified and described in the Bylaws. Officers shall be elected or appointed by the Board of Directors. Elections or appointments shall occur at such time and in such manner as may be prescribed by the Bylaws. Officers may be removed by the Board of Directors as provided in the Bylaws.

ARTICLE XII - INCORPORATOR

The name and address of the incorporator is Greg Gillman, 777 Carpenter's Way, Lakeland, Florida 33809.

ARTICLE XIII - BYLAWS

The Bylaws of the corporation are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by majority vote of the Directors present at any meeting of the Board of Directors when a quorum of the Board of Directors has been established.

ARTICLE XIV - AMENDMENT

The corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Directors and Officers in these Articles are subject to this reservation. However, no amendment or repeal of any provision of these Articles shall be adopted or, if adopted, effective, if such amendment or repeal is inconsistent with the exempt purposes set forth in Article IV, above.

ARTICLE XVI - INDEMNIFICATION

The corporation shall indemnify any officer or Director, or any former officer or Director, in accordance with the provisions of Florida Law or the Bylaws of the corporation.

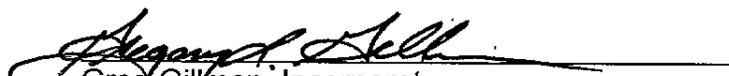
ARTICLE XVII - TAX EXEMPT STATUS

It is the intention of this corporation at all times to qualify and remain qualified as exempt from Federal and Florida income taxes, sales taxes, excise taxes, and the like, as the statutes and rules authorizing, appropriating or levying such taxes may from time to time be amended. Accordingly, during any period when the corporation shall have an application pending for recognition of exempt status under Section 501(c)(3) of the Internal Revenue Code, and during any period when the corporation shall be currently recognized as an exempt organization under Section 501(c)(3) of the Internal Revenue Code:

- A. The corporation is not to have authority to issue capital stock.
- B. The corporation shall not be conducted or operated for profit, and no part of the net earnings of the corporation shall inure to the benefit of any member, Director, Officer, employee or individual nor shall any of such net earnings nor any of the property or assets of the corporation be used other than for the purposes of the corporation set out in Article IV hereof.
- C. Except as permitted under Section 501(h) of the Internal Revenue Code (which allows the corporation to elect to engage in limited lobbying activities), no substantial part of the activities of the corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation; nor shall the corporation participate or intervene, by publishing or distributing statements or otherwise, in any political campaign of any candidate for public office.

- D. In the event of a liquidation, dissolution or termination, or winding up of the corporation, whether voluntary, involuntary, or by operation of law, all of the property or assets of the corporation remaining after discharge of valid obligations, including costs and expenses of dissolution, shall be distributed among organizations which are qualified for exemption under Section 501(c)(3) and Section 170(c)(2) of the Internal Revenue Code, for a public purpose, and none of the assets shall be distributed to any member, officer, or director of this corporation.
- E. Notwithstanding any of the provisions of these Articles, this corporation will not carry on any other activities not permitted to be carried on by (i) a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States Internal Revenue law.

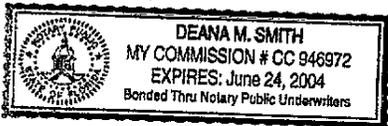
IN WITNESS WHEREOF, the undersigned has signed these Articles of Incorporation on this 19th day of July, 2001.


Greg Gillman, Incorporator

STATE OF FLORIDA
COUNTY OF POLK

I HEREBY CERTIFY that on this day, before me, an officer duly authorized to administer oaths and take acknowledgments, personally appeared Greg Gillman, known to me to be the person described in and who executed the foregoing instrument, who acknowledged before me that he executed the same, that he is personally known to me or I relied upon the following form of identification of the above-named person: Florida Driver's License.

Witness my hand and official seal in the County and State last aforesaid this 19th day of July, 2001.



Deana M. Smith
NOTARY PUBLIC
My Commission Expires:

ACCEPTANCE BY REGISTERED AGENT

Greg Gillman, the person appointed in the foregoing Articles of Incorporation as the registered agent for CHARGER YOUTH FOOTBALL LEAGUE OF LAKELAND, INC., hereby accepts such appointment this 19th day of July, 2001.

Gregory A. Hill

Greg Gillman

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