

FROM HILL, WARD & HENDERSON, P.A.

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NO. 4260294598 P. 1

Client 2714-1
Pages 3

Florida Department of State

Division of Corporations

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SECRETARY OF STATE
DIVISION OF CORPORATIONS

FLORIDA NON-PROFIT CORPORATION

Hernando Football League, Inc.

Certificate of Status	1
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**ARTICLES OF INCORPORATION
OF
HERNANDO FOOTBALL LEAGUE, INC.,
A FLORIDA NOT FOR PROFIT CORPORATION**

The undersigned, acting as incorporator of a Florida corporation under the Florida Not For Profit Corporation Act, Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation for such Corporation:

**ARTICLE I
NAME**

The name of the Corporation is: **HERNANDO FOOTBALL LEAGUE, INC.**

**ARTICLE II
PRINCIPAL OFFICE OR MAILING ADDRESS**

The principal office and mailing address of the Corporation is: 24051 Martin Drive, Brooksville, Florida 34601.

**ARTICLE III
PURPOSE**

The Corporation is a not for profit corporation and is not organized for the private gain of any person. It is organized under the Florida Not For Profit Corporation Act for charitable purposes. The purposes for which the Corporation is formed are confined to such purposes as would qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws.

The Corporation shall have and exercise all rights and powers conferred on corporations generally under the laws of the State of Florida. However, the Corporation is not empowered to engage in any activity which is not in itself in furtherance of its purposes as a corporation exempt under Section 501(c)(3), as set forth in the preceding paragraph of this Article, or as a corporation to which contributions are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 or corresponding provisions of any subsequent federal tax laws, nor is it empowered to engage in any activities described in the succeeding paragraphs of this Article.

The Corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation. Nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

No part of the net earnings, properties, or assets of the Corporation shall inure to the benefit of any private person or individual, or any member, officer, or trustee of the Corporation on dissolution or otherwise, and on liquidation or dissolution, all properties and assets of the Corporation remaining after payment or provision for all debts and obligations shall be distributed and paid over to such fund, foundation, or corporation organized and operated for charitable purposes as the board of directors shall determine, and as shall at that time qualify as a tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

**ARTICLE IV
DEDICATION OF PROPERTY**

The property of the Corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of the Corporation shall ever inure to the benefit of any director, officer, or member

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thereof, or to the benefit of any private individual. Upon the dissolution or winding up of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

If the Corporation holds any assets in trust, such assets shall be disposed of in such manner as may be directed by decree of the Circuit Court of the county in which the Corporation has its principal office, upon petition therefore by the Attorney General of the State of Florida or by a person concerned in the liquidation, in a proceeding to which the Attorney General is a party.

ARTICLE V
METHOD OF ELECTING DIRECTORS

The directors of the Corporation shall be elected from time to time in the manner set forth and otherwise as provided in the Bylaws of the Corporation.

ARTICLE VI
INITIAL REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the Corporation is Kevin H. Sutton and the street address of the initial registered office of the Corporation is 101 East Kennedy Blvd., Suite 3700, Tampa, Florida 33602.

Having been named to accept service of process for the above stated corporation, I hereby accept appointment as its agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Kevin H. Sutton

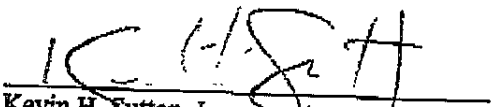
ARTICLE VIII
INCORPORATOR

The name and address of the person signing these Articles as incorporator is Kevin H. Sutton, 101 East Kennedy Blvd., Suite 3700, Tampa, Florida 33602.

ARTICLE IX
INDEMNIFICATION

The Corporation shall indemnify any person who is or was a Director, Officer, employee, or agent of the Corporation or was serving at the request of the Corporation as a Director, Officer, employee, or agent of another corporation, partnership, joint venture, trust, or other enterprise, to the fullest extent permitted by law and the Code and which is not inconsistent with the federal tax exempt status of the Corporation.

Dated: August 21, 2001.


Kevin H. Sutton, Incorporator

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