

N02000005560

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



100009175411

12/03/02--01018--006 **35.00

FILED
03 JAN 15 PM 12:11
SECRETARY
FALL ARIZONA

Arstart
T. Lewis 1/15/03

James P. Beard
Orlando Gold VBC Inc.
1700 Lorena Lane
Orlando, Florida 32806

December 17, 2002

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

Subject: ORLANDO GOLD VBC INC.
Ref. Number: N02000005560
Letter Number: 302A00065529


Thelma:

Please find two copies of the Amended and Restated Article of Incorporation for ORLANDO GOLD VBC INC. enclosed.

The document has been corrected for the current name of the entity. Additionally, Article 7 addresses that no members exist. The date of adoption by the board of directors is noted above the signature on page three.

Please file one copy of the Amended and Restated Articles of Incorporation and return a file-stamped copy of the original Articles to me at the above address.

Sincerely,


Signature

James P. Beard, President

Enclosures

RECEIVED
03 JAN 15 AM 11:21
DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Jim Smith
Secretary of State

December 11, 2002

JAMES P. BEAIRD
ORLANDO GOLD VBC INC.
5112 PARK CENTRAL DRIVE #631
ORLANDO, FL 32839

SUBJECT: ORLANDO GOLD VBC INC.
Ref. Number: N02000005560

We have received your document for ORLANDO GOLD VBC INC. and check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The current name of the entity is as referenced above. Please correct your document accordingly.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please return 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) 245-6905.

Thelma Lewis
Document Specialist Supervisor

Letter Number: 302A00065529

James P. Beard
Orlando Gold VBC, Inc.
5112 Park Central Drive #631
Orlando, Florida 32839

Date: November 25, 2002

Department of State
Division of Corporations
PO Box 6327
Tallahassee, Florida 32314

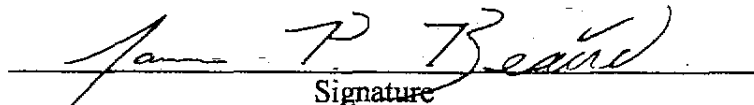
Re: Articles of Incorporation Filing

I have enclosed an original and one copy of the proposed Amended and Restated Articles of Incorporation of Orlando Gold VBC, Inc.

Please file the Amended and Restated Articles of Incorporation and return a file-stamped copy of the original Articles to me at the above address.

A check in the amount of \$35.00, made payable to your office, The Department of State, for total filing and processing fees is enclosed.

Sincerely,


Signature

James P. Beard, Registered Agent

**Amended and Restated Articles of Incorporation
of
ORLANDO GOLD VBC INC.
EIN: 36-4507592
A Non-Profit Corporation**

FILED
03 JAN 15 PM 12:11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporator of a Corporation pursuant to Chapter 617, Florida Statutes, adopts the following Amended and Restated Articles of Incorporation of such corporation:

Article 1

The name of this corporation is ORLANDO GOLD VBC INC.

Article 2

The name and address of the registered agent and registered office of this corporation is:

James P. Beaird
1700 Lorena Lane
Orlando, Florida 32806

Article 3

The purposes for which this corporation is organized are:

To foster national or international amateur sports competition and primarily to conduct national or international competition in sports or to support and develop amateur athletes for that competition.

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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 corresponding section of any future federal tax code.

Article 4

The number of directors of this corporation shall be three and the names and addresses of the directors are as follows:

James P. Beaird, Chairman and Director
1700 Lorena Lane
Orlando, Florida 32806

Rhonda L. Riesz, Director
1700 Lorena Lane
Orlando, Florida 32806

Mary Iandolo, Director
9661 Camberley Circle
Orlando, Florida 32836

Article 5

The name and address of the incorporator of this corporation is:

James P. Beaird
1700 Lorena Lane
Orlando, Florida 32806

Article 6

The period of duration of this corporation is perpetual.

Article 7

The classes, rights, privileges, qualifications and obligations of members of this corporation are as follows: This organization has no members.

Article 8

The manner in which the Directors are elected or appointed is: as stated in the Bylaws.

Article 9

The name and address of the registered agent is:

James P. Beaird
1700 Lorena Lane
Orlando, Florida 32806

Article 10

Additional Provisions:

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state and local government, for a public purpose.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this 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.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributed to, its members, directors, officers or other private persons, except that this corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles.

Notwithstanding any other provision of the Articles, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or (2) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code.

The board of directors has adopted these amendments as of November 25, 2002.

The undersigned has signed these Amended and Restated Articles of Incorporation as of November 25, 2002.



Signature

James P. Beaird, President