

NO3000003042

(Requestor's Name)

(Address)

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(City/State/Zip/Phone #)

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(Business Entity Name)

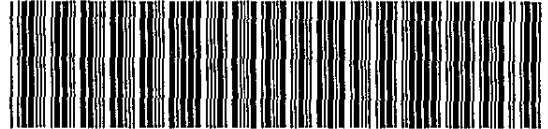
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FILED
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
2005 JAN 20 PM 3:06

Amended & Restated Art.
VS
1-20-05

Robert E. Devlin

CERTIFIED PUBLIC ACCOUNTANT

Telephone (941) 263-6864
Fax (941) 643-7752

Post Office Box 1105
Naples, Florida 3410

December 8, 2004

Florida Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: SWFTR, INC.

I respectfully submit the AMENDED AND RESTATED ARTICLES OF INCORPORATION OF SWFTR, INC. (A Florida Not-For Profit Corporation.) for filing.

I respectfully request a certified copy of this filing. Enclosed is the corporation's check in the amount of \$ 43.74. (Filing Fee - \$ 35.00 and certified copy fee - \$ 8.75)

Respectfully submitted,



Robert E. Devlin, CPA



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood
Secretary of State

January 5, 2005

ROBERT E. DEVLIN
POST OFFICE BOX 11052
NAPLES, FL 34101

SUBJECT: SWFTR, INC.
Ref. Number: N03000003042

We have received your document for SWFTR, INC. and your check(s) totaling \$43.74. However, the enclosed document has not been filed and is being returned for the following correction(s):

The above listed entity was administratively dissolved or its certificate of authority was revoked for failure to file the 2004 annual report. The entity must be reinstated before this document can be filed.

The above listed corporation was administratively dissolved or its certificate of authority was revoked for failure to file its 2004 corporate annual report form. To reinstate, the corporation must submit a completed reinstatement application or annual report and the appropriate fees.

The fees to reinstate the corporation are as follows: \$175 reinstatement fee, \$61.25 filing fee per year.

Therefore, the total amount due to reinstate the corporation is \$297.50. Add an additional \$8.75 for each certificate of status requested.

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) 245-6909.

Velma Shepard
Document Specialist

Letter Number: 305A00000613

RECEIVED
05 JAN 18 PM 12:39
DIVISION OF CORPORATIONS

AMENDED AND RESTATED ARTICLES OF INCORPORATION

OF

SWFTR, Inc.

A FLORIDA NOT-FOR-PROFIT CORPORATION

FILED STATE
SECRETARY OF CORPORATIONS
DIVISION OF CORPORATIONS
2005 JAN 20 PM 3:06

The undersigned, for the purposes of amending and restating the Articles of Incorporation, originally filed on April 8, 2003, of the SWFTR, Inc. (the Corporation), a Florida not-for-profit corporation under Chapter 617 of the Florida Business Corporation Act, does hereby certify as follows:

ARTICLE I – Name

The name of the Corporation shall be: SWFTR, Inc.

ARTICLE II – Principal Place of Business and Mailing Address

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

5207 2nd Street West

Lehigh Acres, Florida 33917

ARTICLE III – Purposes

The specific purpose(s) for which the corporation is organized are:

1. Exclusively for charitable, educational, religious or scientific purposes, within the meaning of section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

2. To raise funds for the above cause by organizing, promoting and administering bike races periodically.
3. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, 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 Section 501(c)(3) purposes. No substantial part of the activities of the corporation shall be the 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.
4. Notwithstanding any other provision of 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)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

ARTICLE IV – Manner of election of directors

The manner in which the directors are elected or appointed is as follows:

The incorporators are to be the first Board of Directors. Subsequent Board members will be elected by the membership at the annual meetings.

ARTICLE V – Limitation of corporate powers

The corporate powers of this corporation are a provided in section 617.0302, Florida Statutes, unless limited as follows:

The corporate powers are limited to carrying out the purpose of the Corporation.

ARTICLE VI – Initial registered agent and street address

The name and the street address of the initial registered agent is:

Joe Moulton
5207 2nd Street West
Lehigh Acres, Florida 33917

ARTICLE VII – Incorporators

The name(s) and the street address(es) of the incorporator(s) for these articles of incorporation is(are):

Joe Moulton, 5207 2nd Street West, Lehigh Acres, Florida 33917
Brian Thacker, 2372 Chandler Ave., Ft. Myers, Florida 33907
Mike Presler, 5810 Westport Lane, Naples, Florida 34116
Tony Dooner, 330 15th Street SW, Naples, Florida 34117

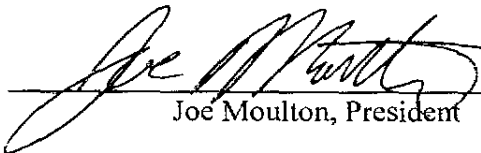
ARTICLE VIII – Dissolution

- A. In the event of dissolution, the residual assets of the Corporation will be distributed to one or more organizations decided in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code, as amended.
- B. However, if the named recipient is not then in existence or no longer a qualified distributee, or unwilling or unable to accept the distribution, then the assets of this corporation shall be distributed to a fund, foundation or corporation organized and

operated exclusively for the purposes specified in Section 501(c)(3) of the Internal Revenue Code (or corresponding section of any future Federal tax code.)

The Amended and Restated Articles of Incorporation have been approved by unanimous written consent of both the Board of Directors and the Members of SWFTR, Inc. on December 8, 2004.

IN WITNESS WHEREOF, the President of the Corporation has executed the foregoing Amended and Restated Articles of Incorporation this 8th day of December, 2004.



Joe Moulton, President