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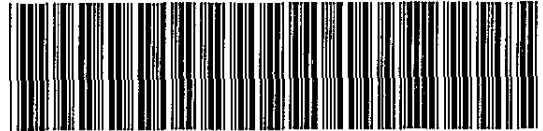
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TALLAHASSEE, FLORIDA
03 JUL -8 PM 1:12

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03 JUL -8 PM 3:58
TALLAHASSEE, FLORIDA

7/9/03 ✓

**ARTICLES OF INCORPORATION
OF
LEON VOLLEYBALL BOOSTERS, INC.
A Florida Not-For-Profit Corporation**

FILED STATE
SECRETARY OF FLORIDA
TALLAHASSEE
03 JUL - 8 PM 1:12

We, the undersigned hereby associate ourselves together for the purpose of becoming incorporated under the laws of the State of Florida, applicable to corporations not for profit, and respectfully petition the Secretary of State for approval of such incorporation under the following proposed Articles of Incorporation:

**ARTICLE I
NAME**

The name of this corporation shall be Leon Volleyball Boosters, Inc., and its principal place of business shall be located at 550 East Tennessee Street, Tallahassee, Florida 32308.

**ARTICLE II
GENERAL AND SPECIFIC PURPOSES**

This corporation is organized and operated exclusively for charitable and educational purposes. The specific and primary purpose for which the corporation is formed is to provide financial resources and services, including but not limited to distribution of funds, separate and apart from those provided by Leon County, Florida or any political subdivision thereof, as necessary to support and promote a competitive interscholastic fall volleyball program at Leon High School, Tallahassee, Florida which is publicly funded and operated by the State of Florida and the School Board of Leon County, Florida. The support and promotion provided by this corporation for the interscholastic fall volleyball program shall be year round. These funds shall not be used for the purpose of influencing management or coaching decisions or operations of the interscholastic volleyball program. At no time shall the corporation engage in partisan politics nor any political activities contrary to or in contravention of Section 501 (c) (3) of the Internal Revenue Code of 1986, as amended, or any successor provision thereof.

**ARTICLE III
USE OF INCOME**

No part of the net earnings of the 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 goods and services rendered and to make payments and distributions in furtherance of the purposes set forth in Article II hereof, including without limitation the funding of off-season clinics, camps and training programs. 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. All revenues received from the conduct of corporation business, and all property within its possession, shall be used solely to advance the purposes of the Corporation and to defray expenses and maintain the corporation and not for the direct benefit of the members of this corporation, either individually or collectively. Notwithstanding any other provision of these articles, this Corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this Corporation.

ARTICLE IV

POWERS OF CORPORATION

The powers of this corporation shall be exercised, and its affairs conducted, by a Board of Directors. The number of Directors of the corporation shall be no less than five (5) except as may be otherwise provided by amendment to these articles duly adopted by the members. The Directors named herein as the first Board of Directors shall hold office until December 31, 2003. The corporation is to have the power to do any and all things necessary or expedient for carrying out the objects and purposes of the corporation and, in general to possess all rights, privileges, and immunities, and enjoy all the benefits granted to corporations of similar character under the laws of the State of Florida.

ARTICLE V

QUALIFICATION FOR MEMBERSHIP

The qualifications for annual membership shall be determined by the Board of Directors, at its own discretion, each year. The rights of all members shall be equal. Each member in good standing shall be entitled to one vote. Members, and prospective members, must agree to be bound by these Articles, any amendments thereto, and the Bylaws of the corporation as adopted by the board of Directors from time to time.

ARTICLE VI

TERM OF EXISTENCE

This corporation shall have perpetual existence.

ARTICLE VII

NAMES OF SUBSCRIBERS

The name and address of the person subscribing to these Articles of Incorporation is:

Joy Becker
720 Derbyshire Drive
Tallahassee, Florida 32312

ARTICLE VIII
OFFICERS

The Officers of the Corporation shall consist of the following: President, Vice President, Secretary, Treasurer, Concession Coordinator(s), and such other officers as the By-Laws of this corporation may authorize the members to elect from time to time. The officers shall be elected in accordance with the corporation's By-Laws. The officers presently elected, and who shall retain office until December 31, 2003 or at such time as prescribed in the corporation's By-Laws, are as follows:

Michael P. Bist
President
7821 McClure Drive
Tallahassee, Florida 32312

Alice Earp
Concession Coordinator
3720 Longford Drive
Tallahassee, Florida 32309

Will Fassig
Vice President
751 Riggins Road
Tallahassee, Florida 32308

Benjie Bryan
Concession Coordinator
3522 Tulamore Lane
Tallahassee, Florida 32309

Becky Overton
Secretary
3502 Kilkenny Road, E.
Tallahassee, Florida 32309

Connie Davis
Treasurer/Program Coordinator
1001 Washington Street
Tallahassee, Florida 32303

ARTICLE IX
BOARD OF DIRECTORS

The Board of Directors shall consist of at least five (5) and no more than eleven (11) members. The Initial Board of Directors of this corporation shall consist of seven (7) members of the corporation, those being the current president, current vice president, current concession coordinators, current secretary, current treasurer, and the current head varsity coach. Each of these officers shall be elected by the corporation as provided in the By-Laws, and shall continue in office until December 31 of each year: or until their successors shall be elected, unless there occurs a vacancy by resignation, death or removal. In the event of such contingencies arising, vacancies will be filled as provided for in the By-Laws. The annual meeting of the Corporation shall be held at such time as may be provided by the By-Laws in order to elect new Officers, receive reports of Officers and committees, pass upon the same and turn over the affairs of the corporation to the newly elected Officers as constitutes the Board of Directors. Other meetings may be provided for at regular times or may be called by the Board of Directors. The business and affairs of this corporation shall be managed by the Board of Directors.

ARTICLE X

INDEMNIFICATION OF DIRECTORS OR OFFICERS

The corporation hereby indemnifies any Officer or Director made a party or threatened to be made a party to any threatened, pending or completed action, suit or proceeding to the maximum extent allowable by law:

a) Whether civil, criminal, administrative or investigative, other than on, by or in the right of the Corporation to procure a judgment in its favor, brought to impose a liability or penalty on such person in his or her capacity as Officer or Director, against judgments, fines, amounts paid in settlement and expenses, including attorney's fees, actually and reasonably incurred as a result of such action, suit or proceeding to any appeal therein, if such person acted in good faith in the reasonable belief that such action was in or not opposed to the best interests of the Corporation, and in criminal actions or proceeding, without reasonable ground for belief that such action was unlawful. The termination of any such action, suit or proceeding by judgment, order, settlement, conviction or upon a plea of nolo contendere or its equivalent shall not in itself create a presumption that any such Officer or Director did not act in good faith in the reasonable belief that such action was in or not opposed to the best interests of the Corporation or that he or she had reasonable grounds for belief that such action was unlawful.

b) Any indemnification under Section (a) shall be made by the Corporation only as authorized in the specific case upon a determination that amounts for which an officer or director needs indemnification were properly incurred and that such Officer or Director acted in good faith and in a manner he or she reasonably believed to be in or not opposed to the best interests of the Corporation, and that with respect to any criminal proceeding or action, he or she had no reasonable ground for belief that such action was unlawful. The Board of Directors shall make such determination by a majority vote of a quorum consisting of Directors who are not parties to such action, suit or proceeding.

c) The Corporation shall be entitled the defense of any person seeking indemnification pursuant to the provisions of Section (a) above upon a preliminary determination by the Board of Directors that such person has met the applicable standard of conduct set forth in Section (a) above, and upon receipt of an undertaking by such person to repay all amounts expended by the Corporation in such defense, unless it shall ultimately be determined that such person is entitled to be indemnified by the Corporation as authorized in the Section. If the Corporation elects to assume the defense, such defense shall be conducted by counsel chosen by it and not objected to in writing for valid reason by such person. In the event the Corporation elects to assume the defense of any such person and retain such counsel, such person shall bear the fees and expenses of any additional counsel retained by him or her, unless there are conflicting

interests between or among such persons and other parties represented in the same action, suit or proceeding by such counsel retained by such person, in which case the reasonable expenses or such additional representation shall be within the scope of the indemnification intended of such person is ultimately determined to be entitled thereto as authorized in the Section.

d) The foregoing rights of indemnification shall not be deemed to limit in any way the powers of the Corporation to indemnify under applicable law.

ARTICLE XI **BY-LAWS**

The members of the corporation entitled to vote shall have the right to make and adopt such By-Laws as they shall deem proper and advisable and such By-Laws shall be made, adopted, altered and rescinded pursuant to the procedures outlined in the By-Laws.

ARTICLE XII **AMENDMENTS TO BY-LAWS AND** **ARTICLES OF INCORPORATION**

The By-Laws of the corporation and these Articles of Incorporation may be altered, changed or amended by the affirmative vote of a majority of all Directors (not just those attending the meeting at which the action is taken), and a majority vote of the members in attendance at a properly noticed meeting of the members, or at the annual meeting of the Corporation and, if approved, such proposed alteration, change or amendment shall be and form a part of the By-Laws or Articles of Incorporation. Amendments to the Articles of Incorporation, when approved as set forth herein and in the By-Laws, must also be forwarded to the Secretary of the State of Florida and filed and approved by the Secretary before the same shall become effective.

ARTICLE XIII **REGISTERED AGENT**

The Registered Agent for the corporation, who shall serve until officially changed, shall be:

Joy Becker
720 Derbyshire Drive
Tallahassee, Florida 32312

ARTICLE XIV **DISBURSEMENT OF ASSETS UPON DISSOLUTION**

Upon the dissolution of this corporation, all of its assets remaining after payments of all costs and expenses of such dissolution, including residual assets, shall be distributed to

Leon High School for the purpose of support of the Leon High School fall interscholastic Volleyball Program to the extent allowable within the meaning of section 501 C (3) of the Internal Revenue Code, and none of the assets will be distributed to any member, officer, or director of this corporation. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principle office of the corporation is then located, exclusively for such purposes or to such organization, as said Court shall determine, which are organized and operated exclusively for such purposes.

WITNESS the hand and seal of the Incorporation in Leon County, State of Florida, this
7th day of July, 2003.

Joy Becker
Incorporator
Joy Becker
720 Derbyshire Drive
Tallahassee, Florida 32312

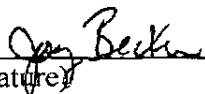
**CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/ REGISTERED**

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES,
THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE
STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN
DESIGNATING THE REQUIRED OFFICE/REGISTERED AGENT, IN THE STATE
OF FLORIDA.

1. The name of the corporation is: Leon Volleyball Boosters, Inc.
2. The name and address of the registered agent and office is:

Joy Becker
720 Derbyshire Drive
Tallahassee, Florida 32312

Having been named as registered agent and to accept service of process for the above
stated corporation at the place designated in this certificate, 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 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.



(Signature)
Joy Becker

7/8/03
(Date)

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