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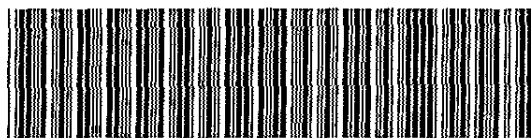
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JOHN M. McCORMICK, P.A.

ATTORNEY AT LAW  
501 EAST CHURCH STREET  
ORLANDO, FLORIDA 32801

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Orlando, Florida 32802  
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July 8, 2003

Secretary of State  
Division of Corporations  
409 E. Gaines Street  
Tallahassee, Florida 32399

Re: Brite Star Twirlers of Central Florida, Inc.

Dear Sir:

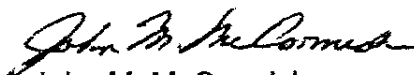
Enclosed is the original and one copy of the Articles of Incorporation for the above-captioned corporation.

Also enclosed is a check in the amount of \$78.75 which will cover the \$35.00 filing fee, \$8.75 fee for certified copy and \$35.00 registered agent fee.

The initial officer of the corporation will be as follows:

Candice D. Dowdy  
12252 Calaboose Court  
Orlando, Florida 32828  
President/Director

Sincerely,



John M. McCormick  
JMM/bmh  
enclosures

**ARTICLES OF INCORPORATION**  
**OF**  
**BRITE STAR TWIRLERS OF CENTRAL FLORIDA, INC.**  
(A non-profit organization)

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**ARTICLE I**

**NAME**

The name of this corporation is BRITE STAR TWIRLERS OF CENTRAL FLORIDA, INC. The principal place of business of the corporation shall be located at 12252 Calaboose Court, Orlando, Florida 32828.

**ARTICLE II**

**DURATION**

This corporation shall have perpetual existence commencing on July 8, 2003.

**ARTICLE III**

**PURPOSE**

This corporation is organized for the purpose of encouraging the development and growth of its members by increasing coordination through the skill of baton twirling and related activities with the ultimate object of enhancing self-esteem by participation in community activities, and for other educational purposes permitted to tax exempt organizations under the provisions of Section (501)(c)(3) of the Internal Revenue Code of 1986 as amended.

The foregoing shall not be construed as authority to carry on business or exercise any power or undertake any act which may be inconsistent with Chapter 617, Florida Statutes relating to corporations not for profit or Section 501(c)(3) of the Internal Revenue Code of 1986 as amended.

## **ARTICLE IV**

### **MANAGEMENT OF CORPORATION**

All power to control and manage the corporation shall be vested in the board of directors.

## **ARTICLE V**

### **MANNER OF SELECTION OF DIRECTORS**

The Bylaws of this corporation will govern its manner in which the directors are elected and when they shall be appointed.

## **ARTICLE VI**

### **NON-STOCK CORPORATION**

This corporation is organized under a non-stock basis.

## **ARTICLE VII**

### **INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial registered office of this corporation is 12252 Calaboose Court, Orlando, Florida 32828 and the name of the initial registered agent of this corporation at that address is Candice D. Dowdy.

## **ARTICLE VIII**

### **INITIAL BOARD OF DIRECTORS**

This corporation shall have three (3) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws but shall never be less than three (3) nor more than seven (7). The name and address of the initial director of this corporation is:

Candice D. Dowdy  
12252 Calaboose Court, Orlando, FL 32828

Director

Rodney E. Dowdy  
12252 Calaboose Court, Orlando, FL 32828

Director

Andrea J. Pustelnyk  
1107 Marcus Court, Winter Springs, FL 32708

Director

## **ARTICLE IX**

### **INCORPORATORS**

The name and address of the person signing these articles is:

Candice D. Dowdy, 12252 Calaboose Court, Orlando, Florida 32828

## **ARTICLE X**

### **BYLAWS**

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

## **ARTICLE XI**

### **PROVISIONS FOR REGULATION OF THE CORPORATION'S INTERNAL AFFAIRS**

Section 1. Meeting of Directors. Meetings of the directors of this corporation may be held either within or without the State of Florida at such place or places as may from time be designated in the code of bylaws or by resolution of the board of directors.

Section 2. Code of Bylaws. The initial code of bylaws of this corporation shall be adopted by its board of directors. The power to amend or repeal the bylaws or to adopt a new code of bylaws shall be in the shareholders, but the affirmative vote of majority of the shares outstanding (or their proxies) shall be necessary to exercise that power. The code of bylaws may contain any provisions for the regulation and management of this corporation which are consistent with the Florida Statutes and these Articles of Incorporation.

Section 3. Contracts in Which Directors Have an Interest. No contract or other transaction of this corporation with any person, firm or corporation or no other contract or other transaction in which this corporation is interested shall be invalidated or affected by (a) the fact that one or more of the directors of this corporation is interested in or is a director or officer of another corporation, or (b) the fact that any director, individually or jointly with others may be a party to or may be interested in the contract or transaction; and each person who may become a director of this corporation is hereby relieved from any liability that might otherwise arise by reason of his contracting with this corporation for the benefit of himself or any firm, or corporation in which he may be interested.

## ARTICLE XII

### POWERS

The corporation shall have all the powers granted to nonprofit athletic sports corporations under the laws of the government of the United States or the State of Florida.

## ARTICLE XIII

### PROHIBITED ACTIVITIES

At all time and notwithstanding merger, consolidation, reorganization, termination, dissolution or winding up of the Corporation (voluntary or involuntary by operation of law), or any other provisions hereof:

- (A) No substantial part of the activities of the corporation shall be carrying on propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in or intervene in (including the publishing or distribution of statements) of any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Code (or the corresponding provision of any future United States Internal Revenue law); (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Code (or the corresponding provision of any future United States internal revenue law); or (iii) by a nonprofit corporation in Compliance Chapter 617, F.S., (Not for Profit).

- (B) At no time shall the corporation engage in any activities that are unlawful under the laws of the United States, Florida, or any other jurisdiction where any of its activities are carried on.
- (C) The corporation shall not discriminate on the basis of race, color, religion, sex, age, or national or ethnic origin in the administration of its human service and civil activities in its community.

#### ARTICLE XIV

##### INDEMNIFICATION

The corporation shall indemnify any present or former officer or director, or person exercising powers and duties of a director, to the full extent now or hereafter permitted by law.

#### ARTICLE XV

##### DISSOLUTION

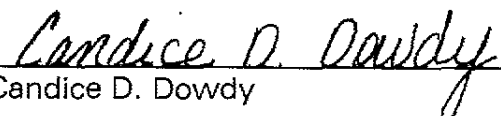
In the event of dissolution, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding sections of any prior or future law, or to the Federal, State or Local government for exclusive public purpose.

#### ARTICLE XVI

##### AMENDMENTS

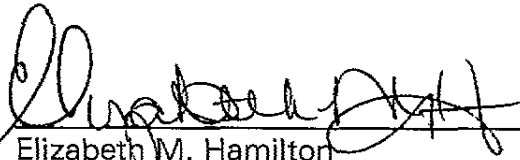
These Articles of Incorporation may not be amended to prevent the corporation from qualifying as an exempt organization under section 501(c)(3) of the Code.

IN WITNESS WHEREOF, the undersigned, being the incorporator of this corporation, executed these articles of incorporation and certifies to the truth of the facts herein stated this \_\_\_\_ day of July, 2003.

  
Candice D. Dowdy

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 8<sup>th</sup> day of July, 2003 by Candice D. Dowdy, who has produced a Florida Driver's License No. D300-104-71-639-D as identification and who did take an oath.



Elizabeth M. Hamilton  
Notary Public, State of Florida

My commission expires:

My Commission No.





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

Pursuant to the provisions of section 607.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the state of Florida.

The name of the corporation is: Brite Star Twirlers of Central Florida, Inc.

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

Candice D. Dowdy  
12252 Calaboose Court  
Orlando, Florida 32828

Signature Candice D. Dowdy  
Candice D. Dowdy  
Title: President  
Date: July 8, 2003.

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 PROPERTY AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

SIGNATURE Candice D. Dowdy  
Candice D. Dowdy  
DATE: July 8, 2003

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