

00300000 8480

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

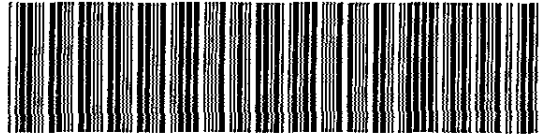
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



000023208360

09/26/03--01038--020 \*\*87.50

03 SEP 26 AM 10:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED

75/10/01/03

LITCHFORD & CHRISTOPHER

PROFESSIONAL ASSOCIATION

*Attorneys and Counselors at Law*

BANK OF AMERICA CENTER  
390 NORTH ORANGE AVENUE

POST OFFICE BOX 1549  
ORLANDO, FLORIDA 32802

www.litchris.com

(407) 422-6600  
TELECOPIER (407) 841-0325

September 24, 2003

Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

Re: Ajax Orlando Youth Development, Inc.

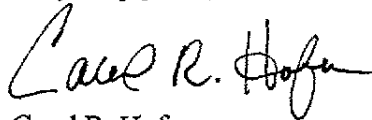
Dear Sir:

Enclosed is an original and two (2) copies of the articles of incorporation for the above-referenced entity and a check in the amount of \$87.50.

If you have any questions concerning this filing, please contact:

Hal K. Litchford  
P. O. Box 1549  
Orlando, FL 32802  
(407) 422-6600

Very truly yours,



Carol R. Hofen  
Legal Secretary to Hal K. Litchford

/crh  
Enclosures

**ARTICLES OF INCORPORATION**  
**OF**  
**AJAX ORLANDO YOUTH DEVELOPMENT, INC.**  
**a Florida Not For Profit Corporation**

The undersigned persons, acting as incorporators of a corporation not for profit under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation:

**ARTICLE I**  
**NAME**

The name of this Corporation shall be **AJAX ORLANDO YOUTH DEVELOPMENT, INC..**

**ARTICLE II**  
**DURATION**

The corporation shall have perpetual duration.

**ARTICLE III**  
**NON-PROFIT STATUS**

The corporation is a not for profit corporation. The purposes for which the corporation is organized are:

- a. The specific and primary purposes for which this corporation is formed are to acquire and develop facilities for the promotion of youth and other soccer related events and activities, including the training of youth soccer players.
- b. The general purposes for which this corporation is formed are to engage in such other activities in connection with the primary purposes for the corporation as may be authorized from time to time by the board of directors of the corporation.
- c. This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall participate or intervene (by publication or distribution of any statement or otherwise) in any political campaign on behalf of any candidate for public office.

**FILED**  
**03 SEP 26 AM 10:46**  
**SECRETARY OF STATE**  
**TALLAHASSEE, FLORIDA**

**ARTICLE IV**  
**NON-STOCK CORPORATION**

The corporation is a Florida not for profit corporation. Accordingly, there shall be no stock authorized or issued by it for any purpose or purposes whatsoever.

**ARTICLE V**  
**INITIAL REGISTERED OFFICE AND AGENT**  
**AND INITIAL CORPORATE OFFICE ADDRESS**

The name of the initial registered agent and the street address of the initial registered office of the corporation is Hal K. Litchford, Esquire, 390 North Orange Avenue, Suite 2200, Orlando, Florida 32801.

The initial principal address of the Corporation shall be: 390 N. Orange Avenue, Suite 2200, Orlando, Florida 32801.

**ARTICLE VI**  
**DIRECTORS**

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of the directors of the corporation shall be not less than three; provided, however, that such number may be increased (but not decreased below three directors) by a by law duly adopted pursuant to the bylaws of this corporation.

The directors named herein as the first board of directors shall hold office until the first annual meeting of the members pursuant to the bylaws of this corporation.

The directors elected at the first meeting, and at all times thereafter, shall serve for a term of one year until the next annual meeting of the directors following the election of the directors and until the qualification of the successors in office. Annual meetings shall be held as determined by the bylaws of the corporation at such times and place or places as the board of directors may designate from time to time by resolution.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action taken by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action so taken shall state that the action was taken by unanimous written consent by the board of directors without a

meeting and that the Articles of Incorporation and bylaws of this corporation authorize the directors to so act. Such a statement shall be prima facia evidence of such authority.

The name and address of the incorporator is:

| <u>Name</u>               | <u>Address</u>  |
|---------------------------|---|
| Hal K. Litchford, Esquire | 390 North Orange Avenue<br>Suite 2200<br>Orlando, Florida 32801 |

#### **ARTICLE VII** **OFFICERS OF THE CORPORATION**

The board of directors shall elect the following officers:

1. Chairman of the Board of Directors
2. President
3. Treasurer / Treasurer
4. Such other officers as the bylaws of this corporation may authorize the directors to elect from time to time.

Initially, such officers shall be elected at the first annual meeting of the board of directors.

#### **ARTICLE VIII** **BYLAWS OF THE CORPORATION**

Subject to the limitations contained in the bylaws and any limitations set forth in the Not For Profit Corporation Act of Florida described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by resolution of the board of directors or by following the procedure set forth therefore in the bylaws.

#### **ARTICLE IX** **CORPORATE PROPERTY**

The property of this corporation is irrevocably dedicated to the purposes for which this corporation is formed.

No part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

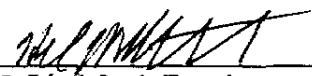
**ARTICLE X**  
**DISSOLUTION**

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit 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.

**ARTICLE XI**  
**AMENDMENTS TO THE ARTICLES OF INCORPORATION**

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two thirds of a quorum of members of the corporation.

The undersigned, being the sole incorporator of this corporation, for the purpose of forming this not for profit charitable corporation under the laws of Florida, have executed these Articles of Incorporation on September 24, 2003.

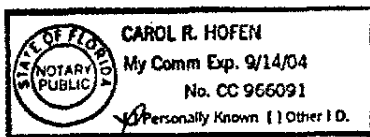
  
\_\_\_\_\_  
Hal K. Litchford, Esquire  
Incorporator

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 24<sup>th</sup> day of September, 2003, by Hal K. Litchford, who is personally known to me and who did take an oath.

  
\_\_\_\_\_  
NOTARY PUBLIC

Carol R. Hofen  
\_\_\_\_\_  
Name of Notary Typed or Printed




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

Pursuant to the provisions of Section 617.0501 of the Florida Corporations Not For Profit Act, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating its registered office and registered agent, in the State of Florida.

1. The name of the corporation is AJAX ORLANDO YOUTH DEVELOPMENT, INC.
2. The name and address of the registered agent and office of the corporation is:

Hal K. Litchford, Esquire  
390 North Orange Avenue, Suite 2200  
Orlando, Florida 32801

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

  
\_\_\_\_\_  
Hal K. Litchford  
September 24, 2003

03 SEP 26 AM 10:46  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

FILED