

Division of Corporations  
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Florida Department of State  
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**FLORIDA NON-PROFIT CORPORATION**

**g.a.m.e., inc.**

Certificate of Status	0
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FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

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TALLAHASSEE FLORIDA

January 16, 2004

EMPIRE

SUBJECT: G.A.M.E., INC.  
REF: W04000002403

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Becky McKnight  
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New Filings Section

FAX Aud. #: H04000009810  
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ARTICLES OF INCORPORATION

OF

G.A.M.E., INC.

A NON-PROFIT FLORIDA CORPORATION

ARTICLE I - NAME

The name of this Corporation is:

G.A.M.E., INC.

A NON-PROFIT FLORIDA CORPORATION

Having its initial principal office at 4953 Coconut Creek Parkway, Coconut Creek, Florida 33063.

ARTICLE II - DURATION

This Corporation shall have perpetual existence, commencing upon the filing of these Articles of Incorporation with the Department of State, State of Florida.

ARTICLE III - PURPOSE

The primary purpose of this corporation is to assist children with learning disabilities and special educational needs how to participate in various athletic and sporting activities.

ARTICLE IV - NON-PROFIT OPERATION

This Corporation will not have to issue shares of stock. No dividends will be paid and no part of the income of this Corporation will be distributed to any of its members, officers or directors; however, any member, officer or director incurring any expense or obligation on behalf of the Corporation will be entitled to be reimbursed by the Corporation.

ARTICLE V - DIRECTORS

The initial Board of Directors of the Corporation shall have two (2) Directors. The names and addresses of the persons who are to serve as Directors until the first election thereof

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are as follows:

ERIC SCHNEIDER, 921 NW 126<sup>th</sup> Ave., Coral Springs, FL 33071  
EVAN MOODY, 811 NW 85<sup>th</sup> Terr., Apt. 2314, Plantation, FL 33324.

The Directors constituting the first Board of Directors will hold office until December 31, 2004. Thereafter, Directors will be elected for a term of one (1) year. Any vacancy occurring in the Board of Directors will be filled by appointment made by a majority of the remaining Board of Directors.

#### **ARTICLE VI - REGISTERED OFFICE AND AGENT**

The initial registered office of the Corporation shall be located at 4953 Coconut Creek Parkway, Coconut Creek, FL 33063. The initial registered agent of the Corporation at that address shall be BARRY A. EISENSEN, ESQ.

#### **ARTICLE VII - INCORPORATORS**

The name and address of the Incorporators of this Corporation are ERIC SCHNEIDER, 921 NW 126<sup>th</sup> Ave., Coral Springs, FL 33071 and EVAN MOODY, 811 NW 85<sup>th</sup> Terr., Apt. 2314, Plantation, FL 33324.

#### **ARTICLE VIII - OFFICERS**

The initial Officers of this Corporation are:

CHIEF FINANCIAL OFFICER-  
CHIEF EXECUTIVE OFFICER-

ERIC SCHNEIDER  
EVAN MOODY

Each of the Officers of this Corporation will be appointed annually by the Board of Directors. Each Officer will remain in office until a successor to such office has been selected at a meeting of the Board of Directors. Duties of the Officers of this Corporation are as follows:

**CHIEF EXECUTIVE OFFICER-** The Chief Executive Officer of this Corporation will perform all duties incident to such office and such other duties as may be provided in the Bylaws or as may be prescribed from time to time by the Board of Directors. His duties shall include keeping minutes of all meetings of Members and of the Board of Directors, will be the custodian of the corporate records, will give all notices as are required. His duties shall also include

performing all duties and exercise all powers of the Chief Financial Officer when the Chief Financial Officer is absent or is otherwise unable to act.

**CHIEF FINANCIAL OFFICER**-The Chief Financial Officer will have charge and custody of all funds of this Corporation, will deposit the funds as required by the Board of Directors, will keep and maintain adequate and correct accounts of the Corporation's properties and business transaction, will render reports and accountings to the Directors and to the Members as required by the Board of Directors. His duties shall also include performing all duties and exercise all powers of the Chief Executive Officer when the Chief Executive Officer is absent or is otherwise unable to act.

#### ARTICLE IX - OPERATION

##### **1. FISCAL YEAR**

The fiscal year of the Corporation will be calendar.

##### **2. MEETINGS**

A) The meetings of the Board of Directors will be periodically held at the registered office of the Corporation or at any other noticed location within the State of Florida to discuss the operations and business of the Corporation.

B) Meetings of the members may be periodically called to discuss such matters as may from time to time be deemed necessary.

C) Each member present at each meeting will be entitled to vote on all matters put to vote concerning the operations and business of the corporation. A majority of those present who cast votes will be required on any matter put to vote.

D) This Corporation may have certain committees which will be chaired by one of the Directors of this Corporation. Such committees will have the power to exercise some prescribed authority of the Board of Directors in the management of this Corporation.

##### **3. BOOKS AND RECORDS**

This Corporation will keep accurate and complete books and records of account, and will also keep minutes of the proceeding of its members, Board of Directors, committees and will maintain a membership register giving the names and addresses of all members of this Corporation.

4. **INSPECTION OF BOOKS AND RECORDS**

All books and records may be inspected by any member or his agent for any proper purpose at any reasonable time provided reasonable notice is given.


5. **AMENDMENTS**

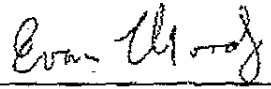
Unless otherwise set forth herein, the Corporation reserves the right, to amend, alter, modify or repeal any provision or provisions contained in these Articles of Incorporation, or any amendment hereto.

**ARTICLE X - GOVERNING STATUTE**

This Corporation is organized not for pecuniary profit and is governed by Chapter 617 of Florida Statutes.

IN WITNESS WHEREOF, I have hereunto set my hand and seal, acknowledge and filed the foregoing Articles of Incorporation under the Laws of the State of Florida, this 18 day of December, 2003.

  
ERIC SCHNEIDER

  
EVAN MOODY

STATE OF FLORIDA )  
COUNTY OF BROWARD )

BEFORE ME personally appeared ERIC SCHNEIDER, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the county and state named above on this 17 day of December, 2003.

  
Notary Public

My commission expires:

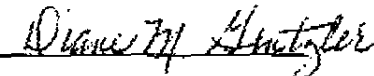


Tony A. Elwood  
MY COMMISSION # 0014884 EXPIRES  
September 15, 2006  
My Notary Term Expires September 15, 2006

STATE OF FLORIDA )  
COUNTY OF BROWARD )

BEFORE ME personally appeared EVAN MOODY, to me well known and known to me to be the individual described in and who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed the same for the purpose therein expressed.

WITNESS my hand and official seal in the county and state named above on this 18<sup>th</sup> day of December, 2003.

  
Notary Public

My commission expires:



Diane M. Gentler  
My Commission DO181118  
Expires October 27, 2006

TOTAL P.08

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**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted, in compliance with said act:

First--That G.A.M.E., INC. a Non-Profit Florida corporation, under the laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation at City of Margate, County of Broward, State of Florida, has named BARRY A. EISENSON, as its agent to accept service of process within this state.

**ACKNOWLEDGEMENT:**

Having been named to accept service of process for the above stated corporation, at the place designated in this certificate, the undersigned hereby accepts to act in this capacity, and agrees to comply with the provisions of said Act relative to keeping open said office.

  
BARRY A. EISENSEN

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