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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

TS8h/04

SUNRISE SPORTS FOUNDATION, INC.
216 Hillcrest Drive
Safety Harbor, FL 34695
Telephone (727) 698-7814

Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Articles of Incorporation - SUNRISE SPORTS FOUNDATION, INC.

Dear Division of Corporations:

Enclosed are the Articles of Incorporation and Certificate Designating Place of Business or Domicile for the Service of Process Within this State, Naming Agent upon Whom Process May Be Served for recording.

Enclosed also is my check in the amount of \$78.75 for Filing fees, Registered Agent Designation, and a Certified Copy of the registered Articles of Incorporation.

Sincerely Yours,


ALFRED J. PALUMBO

Encl

ARTICLES OF INCORPORATION
OF
SUNRISE SPORTS FOUNDATION, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation of the undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the Florida Not for Profit Corporation Act, Florida Statutes Chapter 617, do hereby certify:

First: The name of the Corporation shall be

SUNRISE SPORTS FOUNDATION, INC.

Second: The street address of the initial principal office of the Corporation is 216 Hillcrest Drive, Safety Harbor, Florida 34695 and the mailing address shall be the same.

Third: The Corporation is organized exclusively for charitable purposes, including, for such purposes, the making of distributions to organizations under section 501(c)(3) if the Internal Revenue Code or the corresponding section of any future federal tax code.

Fourth: This Corporation shall have perpetual existence.

Fifth: The business affairs of the Corporation shall be managed by the Board of Directors. This Corporation shall have three Directors initially. The number of Directors may be increased from time to time by the By-Laws, but shall never be less than three. The names and addresses of the persons who are the initial Directors and the subscribers of the Corporation are as follows:

| NAME | ADDRESS |
|-------------------|--|
| ALFRED J. PALUMBO | 216 Hillcrest Drive, Safety Harbor, FL 34695 |
| RAY LOOK | 1736 Ranchwood Drive, Dunedin, FL 34698 |
| MARJORIE LINDSAY | 2391 Sumatran Way #5, Clearwater, FL 33763 |

Fifth: 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 service rendered and to make payments and distributions in furtherance of the purposes set forth in Article Third hereof. 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 any candidate for public office. 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 the 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 the corresponding provision of any future federal tax code.

Sixth: Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding provision of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Seventh: The membership of the Corporation shall consist of all persons hereinafter named as subscribers and such other persons who shall make application to the Secretary and who shall be accepted by majority vote of the Board of Directors. No person shall be denied membership on the basis of age, disability, race, religion, or ethnic background.

Eighth: The Officers of the Corporation shall be a President, a Secretary, a Treasurer, and such other officers as may be provided in the By-Laws. The officers shall be elected by the Board of Directors at the first regular meeting of the Board of Directors after the annual meeting of the Corporation or as soon thereafter as may be convenient. The names of the persons who are to serve as Officers of the Corporation until the first meeting of the Board of Directors are:

| NAME | OFFICE |
|-------------------|---------------------|
| ALFRED J. PALUMBO | President |
| RAY LOOK | Vice President |
| MARJORIE LINDSAY | Secretary/Treasurer |

Ninth: These Articles of Incorporation may be amended upon a two-thirds vote of the Directors at a special meeting of the Board of Directors, providing a one (1) month notice of the meeting is given.

Tenth: The street address of the initial registered office of this Corporation is **216 Hillcrest Drive, Safety Harbor, FL 34695**, and the name of the initial registered agent of this Corporation at that address is **ALFRED J. PALUMBO**.

IN WITNESS WHEREOF, we the undersigned subscribing incorporators, have hereunto set our hands and seals, on the dates indicated for the purpose of forming this Corporation not for profit under the laws of the State of Florida.

Date Signed 8/3/04

Alfred J. Palumbo
ALFRED J. PALUMBO

Date Signed 8-3-04

Ray Look
RAY LOOK

Date Signed 8/3/04

Marjorie Lindsay
MARJORIE LINDSAY

STATE OF FLORIDA
COUNTY OF PINELLAS

BEFORE ME, a Notary Public duly authorized in the State and County named above to take acknowledgments, personally appeared ALFRED J. PALUMBO, RAY LOOK, and MARJORIE LINDSAY, to me known to be the persons described as subscriber in and who executed the foregoing ARTICLES OF INCORPORATION, and they acknowledged before me that they executed and subscribed to these ARTICLES OF INCORPORATION.

WITNESS my hand and official seal in the County and State first above written this 3rd day of August, 2004.

ROBERT E. WHARRIE
Notary Public, State of Florida
My comm. exp. May 22, 2007
Comm. No. DD 194640

Robert E. Wharrie
Notary Public, State of Florida
My Commission Expires:
My Commission Number is:

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

Pursuant to Florida Statutes section 48.091, the following is submitted:

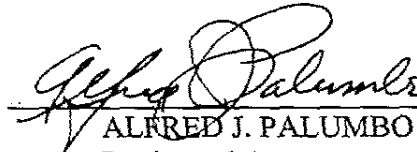
That desiring to organize under the laws of the State of Florida with its principal office as indicated in the ARTICLES OF INCORPORATION, at the City of St. Petersburg, County of Pinellas, State of Florida, has named ALFRED J. PALUMBO, as its Registered Agent and its Registered Office is at 216 Hillcrest Drive, Safety Harbor, FL 34695, to accept services of process within this State.

ACKNOWLEDGMENT

Having been named to accept services of process for the above stated Corporation, at the place designated in this Certificate, I hereby agree to act in this capacity, and agree to comply with the provisions of said Act relative to keeping open said office.

Date Signed: _____

8/3/04



ALFRED J. PALUMBO
Registered Agent

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA