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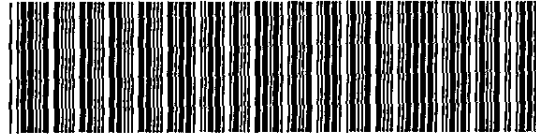
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James M. Wallace

Attorney and Counsellor At Law

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747-0598

October 19, 2004

Secretary of State
Bureau of Corporate Records
Post Office Box 6327
Tallahassee, FL 32314

RE: BRADENTON SEA DRAGONS SWIM TEAM, INC.

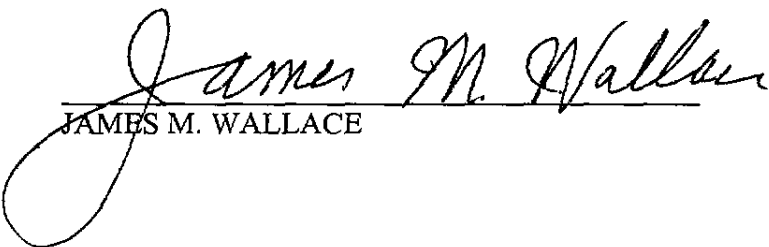
Dear Folks:

Enclosed herewith is the original Articles of Incorporation of BRADENTON SEA DRAGONS SWIM TEAM, INC., together with my check in the amount of \$78.75 for filing fees and a certified copy.

I would appreciate your filing the above Articles and furnishing me with the certified copy for this Corporation.

Thank you for your assistance in this matter.

Sincerely yours,


JAMES M. WALLACE

JMW:gmc

Enc.

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TALLAHASSEE, FLORIDA

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ARTICLES OF INCORPORATION
OF
BRADENTON SEA DRAGONS SWIM TEAM, INC.

The undersigned, acting as incorporators of a corporation under the Florida Corporation Not For Profit Act, adopt the following Articles of Incorporation of such corporation:

FIRST: The name of the corporation is BRADENTON SEA DRAGONS SWIM TEAM, INC.

SECOND: The period of duration of the corporation is perpetual.

THIRD: This corporation shall have corporate existence upon filing of these Articles by the Department of State.

FOURTH: The purposes for which the corporation is organized are:

1. Said corporation is organized exclusively for educational and recreational purposes; that being mainly to provide a program for children under the age of eighteen (18) years, to learn to swim and to have a competitive swim organization all within the meaning of Section 501 (C) (3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law). Notwithstanding any other provisions of these articles, the corporation shall not carry on any other activities not permitted to be carried on by any organization exempt from Federal Income tax under Section 501 (c) (3) of the Internal Revenue Code.

In general, doing anything necessary, proper, advisable and convenient for the accomplishment of the above said purposes, and to do all other things incidental to them or connected with them that are not forbidden by the Florida Corporation laws or by these Articles of Incorporation.

FIFTH: No part of the net earnings of this corporation shall inure to and for the benefit of or be distributed to its members, officers, or other private persons, except that the corporation shall be empowered to pay reasonable compensation for services rendered and to make payments and distributions for charitable or religious purposes and costs.

SIXTH: The General Membership of this corporation shall be the incorporators hereof and those persons specifically elected to General Membership by the Board of Directors by majority vote at any regular meeting. General members shall have full voting authority

SEVENTH: The names and addresses of the initial incorporators and general members are as follows:

<u>NAME</u>	<u>ADDRESS</u>
RANDY FRENCH	1007 39 th Street West Bradenton, FL 34205
SUE TROXLER	8754 21 st Avenue NW Bradenton, FL 34209
LESLIE SCHNERING	102 48 th Street West Bradenton, FL 34209
TYLER WYATT	307 46 TH Street Boulevard East Bradenton, FL 34208

EIGHTH: The Charter of this corporation may be amended, altered or revised by a majority vote of the Board of Directors at any regular meeting of said Board.

NINTH: The location of this corporation shall be 307 43rd Street Boulevard East, Bradenton, County of Manatee, State of Florida. Said location may be subject to change by the Board of Directors.

TENTH: The initial Registered Agent of the corporation will be TYLER WYATT, 307 43rd Street Boulevard East, Bradenton, FL 34208.

ELEVENTH: The initial Board of Directors shall consist of four (4) members, who need not be residents of the State of Florida. The conduct of the affairs of the Corporation will be by Directors and such Officers as are elected or appointed by the Directors. The number of Directors may be increased by unanimous vote of the then Directors but there shall never be less than three (3) Directors nor more than fifteen (15). Member-Directors will be elected for original terms consisting of two (2) years. Directors shall be elected by the general members. Directors may replace any resigned or deceased Director by election by the surviving or remaining Directors. The Board of Directors shall meet at least once annually and may conduct meetings by electronic means.

TWELFTH: The powers of the corporation are to be in the complete control of the Board of Directors. The Board of Directors may at its discretion appoint or elect the following Officers: President, Vice President, Secretary, Treasurer who at the direction of the Board of Directors may perform the usual duties of such Officers, at the sole discretion and leadership of the elected Directors. The powers of the Directors are unlimited and complete as to the operation of the Corporation.


THIRTEENTH: The names, addresses and offices of the persons who are to serve now as member Directors for two (2) years and then until the first annual meeting thereafter when their successors are elected and shall qualify are:


<u>NAME</u>	<u>OFFICE</u>
RANDY FRENCH 1007 39 TH Street West Bradenton, FL 34205	PRESIDENT/DIRECTOR
SUE TROXLER 8754 21 ST Avenue NW Bradenton, FL 34209	SECRETARY/DIRECTOR
LESLIE SCHNERING 102 48 TH Street West Bradenton, FL 34209	TREASURER/DIRECTOR
TYLER WYATT 307 43 RD Street Boulevard East Bradenton, FL 34208	DIRECTOR

FOURTEENTH: Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purpose of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501 (c) (3) of the Internal Revenue Code of 1954 (or the correspondent provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of the County in which the principal office of the corporation is then located, exclusively for such purposes or such organization, or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, we the undersigned have made and subscribed our names to these Articles of Incorporation at Bradenton, Manatee County, Florida, on the 7th day of October A.D., 2004.

 (SEAL)
RANDY FRENCH

 (SEAL)
SUE TROXLER

 (SEAL)
LESLIE SCHNERING

 (SEAL)
TYLER WYATT

STATE OF FLORIDA
COUNTY OF MANATEE

BEFORE ME, the undersigned authority, personally appeared RANDY FRENCH, who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to the law that he made and subscribed the same for the uses and purposes therein mentioned and set forth and did present his: State of Florida Driver's Licenses or other appropriate form of identification.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in said County and State this 19th day of October, A.D., 2004.

 (SEAL)
NOTARY PUBLIC

MY COMMISSION EXPIRES:



STATE OF FLORIDA
COUNTY OF MANATEE

BEFORE ME, the undersigned authority, personally appeared SUE TROXLER, who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and she did freely and voluntarily acknowledge before me according to the law that she made and subscribed the same for the uses and purposes therein mentioned and set forth and did present her: State of Florida Driver's Licenses or other appropriate form of identification.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in said County and State this 18th day of October, A.D., 2004.

Gail M. Calandra (SEAL)
NOTARY PUBLIC

MY COMMISSION EXPIRES:



Gail M. Calandra
MY COMMISSION # DD053200 EXPIRES
October 22, 2005
BONDED THRU TROY FAIN INSURANCE, INC

STATE OF FLORIDA
COUNTY OF MANATEE

BEFORE ME, the undersigned authority, personally appeared LESLIE SCHNERING, who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and she did freely and voluntarily acknowledge before me according to the law that she made and subscribed the same for the uses and purposes therein mentioned and set forth and did present their: State of Florida Driver's Licenses or other appropriate form of identification.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in said County and State this 7th day of October, A.D., 2004.

Linda K. Johnson (SEAL)
NOTARY PUBLIC

MY COMMISSION EXPIRES:



Linda K. Johnson
MY COMMISSION # DD010145 EXPIRES
May 16, 2005
BONDED THRU TROY FAIN INSURANCE, INC

STATE OF FLORIDA
COUNTY OF MANATEE

BEFORE ME, the undersigned authority, personally appeared TYLER WYATT, who is to me well known to be the person described in and who subscribed the above Articles of Incorporation, and he did freely and voluntarily acknowledge before me according to the law that he made and subscribed the same for the uses and purposes therein mentioned and set forth and did present his: State of Florida Driver's Licenses or other appropriate form of identification.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in said County and State this 8th day of October, A.D., 2004.

 (SEAL)
NOTARY PUBLIC

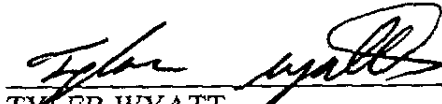
MY COMMISSION EXPIRES:



Gail M. Calandra
MY COMMISSION # DD053200 EXPIRES
October 22, 2005
BONDED THRU TROY FAIN INSURANCE, INC.

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

I, TYLER WAYTT, agree as Registered Agent to accept service of process; to keep office open during prescribed hours; and to post my name in some conspicuous place in the office as required by law at 307 43RD Street Boulevard East, Bradenton, FL 34208.


TYLER WYATT

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