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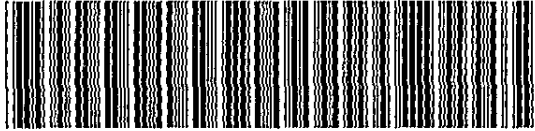
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DeLoach & Peterson, P.A.

ATTORNEYS AT LAW

J. BOYD DeLOACH  
SID C. PETERSON II  
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October 17, 2005

**FLORIDA DEPARTMENT OF STATE**

Division of Corporation  
Post Office Box 6327  
Tallahassee, Florida 32314

Re: Ormond Beach Sports Authority, Inc.  
(A Florida Not for Profit Corporation).  
Our File No. 05-12999

Dear Sirs:

Enclosed please find Articles of Incorporation, along with a copy of same concerning the above-referenced corporation. I have also enclosed Mr. Boehm's check in the amount of \$70.00 for your various filing fees.

Please return a conformed copy of the Articles of Incorporation to this office.

Sincerely yours,

  
SID C. PETERSON, JR.

SCP/bg  
Enclosures

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TALLAHASSEE, FLORIDA

*ARTICLES OF INCORPORATION* 05 OCT 20 PM 3: 25

*OF*

*ORMOND BEACH SPORTS AUTHORITY, INC.*  
*(A Florida Not For Profit Corporation)*

The undersigned, acting as incorporators of a not for profit corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation.

*ARTICLE I*  
*CORPORATE NAME, PRINCIPAL OFFICE*  
*AND MAILING ADDRESS*

The name of this Corporation shall be: *ORMOND BEACH SPORTS AUTHORITY, INC.*, with its principal office located at 5 Springwood Trail, Ormond Beach, Florida 32174 and its corporate mailing address being the same.

*ARTICLE II*  
*POWERS AND PURPOSE*

A. This corporation shall have and exercise all powers conferred upon not for profit corporations under the laws of the State of Florida generally and specifically as provided in Section 617.0302 of the Florida Not For Profit Corporation, Act, as amended.

B. The specific and primary purposes for which this corporation is organized is to promote recreational and physical activities in the City of Ormond Beach, Florida.

*ARTICLE III*  
*NONSTOCK CORPORATION*

This corporation is organized upon a nonstock basis and shall not issue shares of stock. No dividend shall be paid, and no part of the income of the corporation shall be distributed to its members, directors, or officers.

*ARTICLE IV*  
*TERM OF EXISTENCE*

This Corporation shall have perpetual existence, commencing upon filing of these Articles.

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

The Registered Agent and the street address of the initial registered office of this Corporation in the state of Florida shall be:

**J. R. BOEHM**  
5 Springwood Trail  
Ormond Beach, Florida 32174

The Board of Directors, from time to time, may move the Registered Office to any other address in the State of Florida.

**ARTICLE VI  
MEMBERSHIP**

The qualifications for members and the manner of their admission, the different classes of membership, the voting and other rights and privileges of members and the termination of membership, shall be as regulated by the by-laws.

**ARTICLE VII  
BOARD OF DIRECTORS**

The Board of Directors will be elected in accordance with the by-laws of this corporation.

**ARTICLE VIII  
OFFICERS**

The officers of this Corporation shall be elected in accordance with the by-laws of this corporation. Any two or more offices may be held by the same person.

**ARTICLE IX  
INCORPORATORS**

The names and addresses of the persons signing these Articles of Incorporation as the Incorporators are:

**J. R. BOEHM**

5 Springwood Trail  
Ormond Beach, Florida 32174

**DOUG THOMAS**

132 Riverbluff Drive  
Ormond Beach, Florida 32174

**MIKE McKERNAN**

400 Riverside Drive  
Ormond Beach, Florida 32176

**RICK FERRITTO**

1024 N. U. S. 1  
Ormond Beach, Florida 32174

**ARTICLE X  
AMENDMENTS**

These Articles of Incorporation may be amended by an affirmative vote of the majority of those members present at the annual meeting or at a special meeting called for that purpose.

**ARTICLE XI  
INDEMNIFICATION**

This corporation shall indemnify any officer, director, employee or agent, and any former officer, director, employee or agent, to the full extent permitted by law.


**ARTICLE XII  
DISSOLUTION**

In the event this corporation should be dissolved for any cause, all of its assets and any funds resulting from the sale of its property shall be used exclusively in furtherance of the purposes enumerated in these Articles, and none of its funds or property shall inure to the profit of any private individual or corporation. Any distributions hereunder shall be paid as determined by the Board of Directors, over to a local organization or local organizations, as the case may be, with similar aims to those of this corporation having qualified for exemption under 501(c)(3), 501(c)(7), or 170(c)(2), of the Internal Revenue Code of 1954.

**IN WITNESS WHEREOF**, the undersigned as Incorporators have executed the foregoing Articles of Incorporation on this 14<sup>th</sup> day of October, 2005.

  
\_\_\_\_\_  
**J. R. BOEHM**

  
\_\_\_\_\_  
**MIKE McKERNAN**

  
\_\_\_\_\_  
**DOUG THOMAS**

  
\_\_\_\_\_  
**RICK FERRITTO**

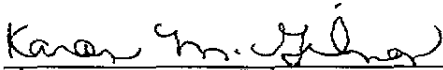
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STATE OF FLORIDA

COUNTY OF VOLUSIA

BEFORE ME, a Notary Public, personally appeared, **J. R. BOEHM, DOUG THOMAS, MIKE McKERNAN,** and **RICK FERRITTO**, who are personally known to me or who have produced \_\_\_\_\_ as identification and who executed the foregoing Articles of Incorporation, and acknowledged before me that they subscribed to these Articles of Incorporation on this 14<sup>th</sup> day of October, 2005.

  
\_\_\_\_\_  
Karan M. Gilman

(Notary - print name)  
Notary Public - State of Florida  
Commission No.:  
My Commission Expires:



**CERTIFICATE**

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That **ORMOND BEACH SPORTS AUTHORITY, INC.**, 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 Ormond Beach, County of Volusia, State of Florida, has named **J. R. BOEHM**, 5 Springwood Trail, Ormond Beach, Volusia County, Florida, as its agent to accept service of process within this State.

**ACKNOWLEDGMENT**

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida relative to keeping the designated office open.

  
\_\_\_\_\_  
**J. R. BOEHM**, as Registered Agent