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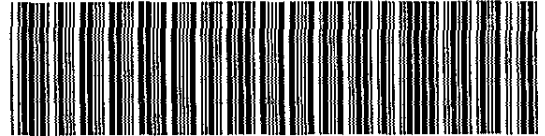
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**LAW OFFICES OF
JAMES M. HAMMOND**

BELCHER POINT PROFESSIONAL CENTER
1831 N. BELCHER ROAD, SUITE A-1
CLEARWATER, FL 33765

JAMES M. HAMMOND

(727) 791-0044
FAX (727) 791-1130

December 28, 2005

Secretary of the State
Division of Corporations
409 E. Gaines Street
Tallahassee, FL 32399

Re: Incorporation of: Clearwater High School Alumni Association, Inc.

Dear Sir/Madam:

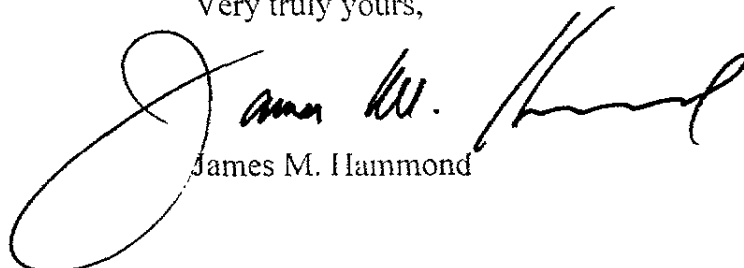
I enclose herein an original and copy of Articles of Incorporation and Certificate Designating Registered Agent/Registered Office for the above-named corporation. In addition, enclosed please find check no. 8004 in the amount of \$78.75 representing the following fees as enclosed:

Filing Fee	\$35.00
Certified Copy Fee	8.75
Registered Agent Fee	<u>35.00</u>
Total	\$78.75

Please file the original Articles of Incorporation and return a certified copy thereof to the undersigned at your earliest convenience. A self-addressed, stamped envelope is enclosed for your convenience.

Your prompt attention to this matter is appreciated.

Very truly yours,


James M. Hammond

JMH/cmj
Encl.

ARTICLES OF INCORPORATION
OF
CLEARWATER HIGH SCHOOL
ALUMNI ASSOCIATION, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation not-for-profit pursuant to Chapter 617, Florida Statutes, does hereby adopt the following Articles of Incorporation:

ARTICLE I
CORPORATE NAME

The name of the corporation is: CLEARWATER HIGH SCHOOL ALUMNI ASSOCIATION, INC.

ARTICLE II
PRINCIPAL PLACE OF BUSINESS AND MAILING ADDRESS

The principal place of business and the mailing address for this corporation shall be: 611 S. Fort Harrison Avenue, Suite 319, Clearwater, Florida 33756.

ARTICLE III
TERM OF EXISTENCE

This corporation shall have perpetual existence, commencing upon the filing of these articles.

ARTICLE IV
PURPOSE OF ORGANIZING

The purposes for which the corporation is organized are exclusively for charitable and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Code Law). This exclusivity of purposes includes the operating to receive, hold, invest and administer property and to make expenditures to or for the benefit of the Clearwater High School Alumni Association.

This corporation shall operate as an organization that is supporting, by charitable contributions and educational programs, the Clearwater High School Alumni, and not for pecuniary profit, and shall be subject to the Corporations Not for Profit Act, Chapter 617 of the Florida Statutes.

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to, its members, trustees, officers, or other private persons, except that the corporation shall be

authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of these purposes. 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 (b) by a corporation contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE V NON-STOCK BASIS

This corporation is organized upon a non-stock basis and shall not issue shares of stock.

ARTICLE VI MEMBERS

The qualification for members, if any, and the manner for their admissions will be regulated as stated in the by-laws, if applicable.

ARTICLE VII DIRECTORS

The qualification for Directors and the manner for their election or appointment will be regulated as stated in the by-laws. This corporation shall have three (3) Directors initially. The number of Directors may increase or decrease from time to time by the manner prescribed in the by-laws to be adopted by the Directors, but shall never be less than three (3).

ARTICLE VIII INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and street address of the initial Registered Agent is:

John C. Tsacrios
1644 Cleveland Street
Clearwater, Florida 33755

ARTICLE IX INCORPORATOR

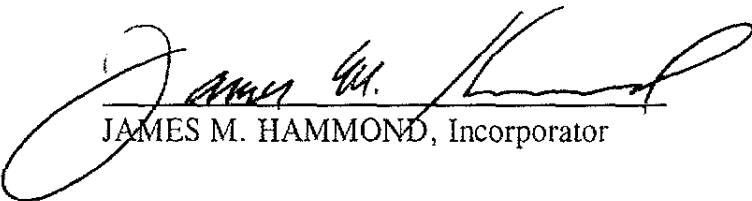
The name and street address of the Incorporator of these Articles of Incorporation is:

James M. Hammond, Esq.
1831 N. Belcher Road, Suite A-1
Clearwater, FL 33765

ARTICLE X
DISSOLUTION

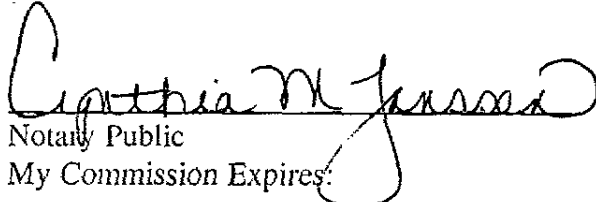
Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or 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 corresponding provision of any future United States Internal Revenue law), as the Board of Directors shall determine.

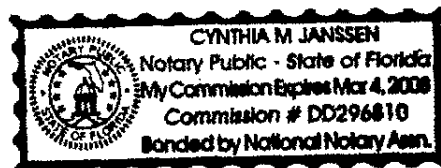
IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on the 27 day of December, 2005.


JAMES M. HAMMOND, Incorporator

STATE OF FLORIDA
COUNTY OF PINELLAS

The foregoing instrument was acknowledged before me this 27th day of December, 2005, by JAMES M. HAMMOND, who is personally known to me or who has produced _____ as identification and who did not take an oath.


Notary Public
My Commission Expires:



Designation and Acceptance of Registered Agent

Pursuant to the provisions of Florida Statute §617.0202, the below named corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent in the State of Florida.

1. The name of the corporation is CLEARWATER HIGH SCHOOL ALUMNI ASSOCIATION, INC.
2. The name of the registered agent is John C. Tsacrios.
3. The address of the registered agent/registered office is 1644 Cleveland Street, Clearwater, Florida 33755.

Acceptance

Having been named as registered agent and designated to accept service of process for the above corporation, 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 performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: December 27, 2005.


JOHN C. TSACRIOS

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA