



Jack Locklin, Jr.
Board Certified
Real Estate Attorney

Angela J. Jones

Daniel P. Saba

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February 1, 2006

UPS

Florida Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, Florida 32301

Re: **Florida Adaptive Sports Association, Inc.,
Non-Profit Corporation**

Dear Sirs:

Enclosed are an original and one copy of the Articles of Incorporation and Registered Agent Certification of **Florida Adaptive Sports Association, Inc.**, a non-profit corporation. Our firm's check in the amount of \$78.75 in payment of the following fees is also enclosed:

Filing Fee	\$35.00
Certificate Designating	
Resident Agent	35.00
Certified Copy	8.75
Total	<u>\$78.75</u>

Please file these originals and certify and return the copies of the enclosed Articles of Incorporation and Resident Agent Certification. Thank you.

Yours very truly,

Sheila T. Taylor
Legal Assistant

Enclosures

ARTICLES OF INCORPORATION
OF
FLORIDA ADAPTIVE SPORTS ASSOCIATION, INC.

A Florida Not-for-Profit Corporation

FILED
02 FEB - 2 10:55
TALLAHASSEE, FLORIDA

ARTICLE I
Name

The name of this corporation is **FLORIDA ADAPTIVE SPORTS ASSOCIATION, INC.**

ARTICLE II
Address

The address of the principal office and the mailing address of the corporation is 4661 Evelyn Street, Pace, Florida 32571.

ARTICLE III
Purpose

The corporation is organized, and shall be operated exclusively for charitable, scientific and educational purposes which shall at the time qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws, including but not limited to:

- (a) Provide sports, recreation, and leisure activities for disabled children and adults;
- (b) Provide facilities and equipment adapted to the needs and requirements of disabled children and adults;
- (c) Promote and expand the independence, self respect, and self esteem, and improve the quality of life of disabled children and adults through participation in sports, recreation, and leisure activities;

- (d) Receive and hold by gift, bequests, devise, and purchase any real or personal property and manage, invest and reinvest the same or use and dispose of the same, all for the advancement of the corporation and its objectives;
- (e) Hold funds and property of all kinds, subject only to any limitations or conditions imposed by law or the instrument under which said property is received, and sell, lease, convey or otherwise dispose of any such property and invest and reinvest the same or any proceeds thereof and deal with and expend the principal and income for any of the purposes herein;
- (f) Upon specific approval of the Board of Directors or Executive Committee, borrow such sums on such terms and with such surety, if any, as may be prescribed in such approval;
- (g) Own, buy, lease, sell, mortgage or exchange real estate and to improve the same by erecting buildings thereon and any other type of improvements or developments; and
- (h) Engage in and transact any other lawful activity as may be necessary or convenient, solely in furtherance of the above purposes, for which nonprofit corporations are permitted under the Florida Not For Profit Corporation Act, and any successor or amendment to the Florida Not For Profit Corporation Act.

ARTICLE IV **Directors**

There shall be three (3) members of the initial Board of Directors of the corporation. The method of electing Directors shall be as stated in the Bylaws of the corporation. There shall be no less

than three members of the Board of Directors. The names and addresses of the persons who are to serve as the initial Directors are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Christopher Reed Lynch	4661 Evelyn Street Pace, Florida 32571
Cheryl Lynch	4661 Evelyn Street Pace, Florida 32571
Josh Sharpe	2115 Indigo Street Navarre, FL 32566
Col. John W. Thames	4840 Cove Creek Road Brownsboro, AL 35741
William Bledsoe	6288 Hamilton Bridge Road Milton, FL 32570

ARTICLE V
Membership

Membership in the Corporation shall be governed by the Bylaws. The Corporation shall not issues shares of stock.

ARTICLE VI
Registered Office and Registered Agent

The initial registered office, principal office, and mailing address of the corporation shall be located at 4661 Evelyn Street, Pace, Florida 32571. The initial registered agent of the corporation at that address shall be Christopher Reed Lynch.

ARTICLE VII
Incorporators

The names and addresses of the subscribers and incorporators to these Articles of

Incorporation are:

<u>NAME</u>	<u>ADDRESS</u>
Christopher Reed Lynch	4661 Evelyn Street Pace, Florida 32571
Cheryl Lynch	4661 Evelyn Street Pace, Florida 32571

ARTICLE VIII Officers

The officers and agents of the corporation shall be a President, Vice-President, Secretary and Treasurer, Executive Director and any such other officers or agents as may be provided by the Bylaws or appointed and authorized by the Directors.

The officers shall be elected at the annual meeting of the Board of Directors or as provided in the Bylaws.

ARTICLE III Duration

This corporation shall exist perpetually.

ARTICLE V Not For Profit

The corporation is a not for profit corporation under Chapter 617, Florida Statutes. The corporation is not formed for pecuniary profit. No part of the income or assets of the corporation is distributable to or for the benefit of its directors or officers, except to the extent permissible under these Articles, under law and under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any subsequent federal tax laws. If the corporation ever has members, no member shall have any vested right, interest or privilege in or to the assets, income or property of

the corporation and no part of the income or assets of the corporation shall be distributable to or for the benefit of its members, except to the extent permissible under these Articles, under law and under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any subsequent federal tax laws.

ARTICLE VIII **Limitation**

No part of the net earnings of the corporation shall inure directly or indirectly to the benefit of or be distributable to its members (if the corporation ever has any), directors, officers, or to the benefit of any private individual, but the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth herein.

ARTICLE IX **Tax Exempt Status**

Notwithstanding any other provisions of these Articles, it is intended that the corporation shall have and continue to have the status of a corporation that is exempt from federal income taxation as an organization described in Section 501(c)(3) of the Internal Revenue Code of 1986. These Articles shall be construed accordingly, and all powers and activities of the corporation shall be limited accordingly. The corporation shall not carry on any activities to such an extent as would result in the loss of exemption under Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any subsequent federal tax laws.

This corporation shall not carry on propaganda or otherwise attempt to influence legislation, nor shall the corporation participate or intervene, by publication or distribution of any statements or otherwise, in any political campaign on behalf of any candidate for public office.

ARTICLE IX

Bylaws

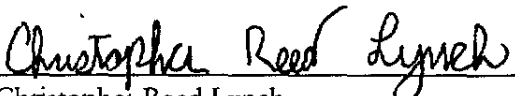
The power to adopt, alter, amend or repeal Bylaws shall be by majority vote of the Board of Directors or by majority vote of the Members.

ARTICLE X

Amendment

These Articles of Incorporation may be amended by an affirmative vote of 2/3 of the members of the corporation present at a meeting duly called for that purpose. Notice for a meeting called for the purpose of amending these Articles of Incorporation shall be satisfied if the date, time and place of the meeting is announced at a regular meeting of the corporation at least seven (7) days in advance of the meeting.

IN WITNESS WHEREOF, I have subscribed my name this the 30 day of January, 2006.


Christopher Reed Lynch

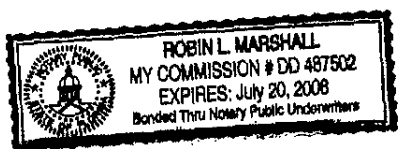

Cheryl Lynch

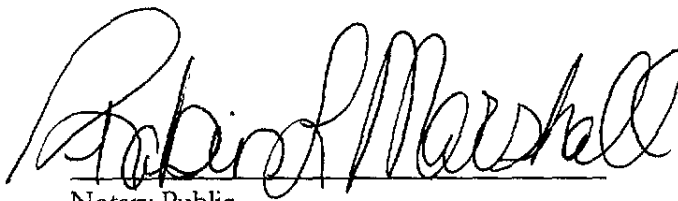
STATE OF FLORIDA
COUNTY OF SANTA ROSA

Before me, the undersigned Notary Public in and for the State of Florida at large, personally appeared Christopher Reed Lynch and Cheryl Lynch before me well known and known to me to be

the individual described in and who executed the foregoing Articles of Incorporation of **Florida Adaptive Sports Association, Inc.**, and being duly sworn acknowledged that he executed the same for the uses and purposes therein expressed.

Given under my hand and official seal this the 30 day of January, 2006.





Notary Public

My commission expires: _____

CERTIFICATE OF DESIGNATION AND ACCEPTANCE BY REGISTERED AGENT

Pursuant to the provisions of §617.0501, Florida Statutes, the undersigned corporation organized under the not for profit corporation laws of the State of Florida submits the following statement in designating the registered office and registered agent of the corporation in the State of Florida:

1. Name of the corporation:

Florida Adaptive Sports Association, Inc.

2. Name and address of the registered agent and office:

Christopher Reed Lynch
4661 Evelyn Street
Pace, Florida 32571

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation at the place designated in this statement, 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: 1/30/06

Christopher Reed Lynch
Christopher Reed Lynch

05 FEB - 2 10:56
STATE
TALLAHASSEE, FLORIDA

FILED