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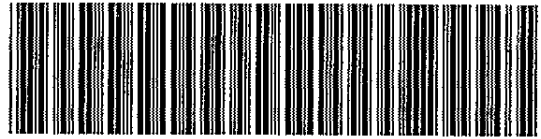
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TALLAHASSEE, FLORIDA

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LAW OFFICES

McGOWAN, LUCARELLI & QUINN, P.A.

March 17, 2006

Corporate Records Bureau
Division of Corporations
Department of State
Post Office Box 6327
Tallahassee, Florida 32314

Re: Naples Bears Youth Sports Association, Inc.

Dear Sir:

In reference to the above, please find enclosed the following:

1. Articles of Incorporation of Naples Bears Youth Sports Association, Inc.
2. Designation of Registered Agent.
3. Check in the amount of \$78.75 covering the following:

a. Amendment Filing Fee	\$ 35.00
b. Registered Agent Fee	\$ 35.00
c. Certified Copy	\$ 8.75

Please file the original, certify the copy, and return same to this office.

Sincerely,

McGOWAN, LUCARELLI & QUINN, P.A.

Annette M. Parr

Annette M. Parr, Legal Assistant to:
JEFFREY C. QUINN

JCQ/amp

Enclosures: (as stated)

**ARTICLES OF INCORPORATION
OF**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

NAPLES BEARS YOUTH SPORTS ASSOCIATION, INC.

PREAMBLE

KNOW ALL MEN BY THESE PRESENTS:

The undersigned citizens of the United States, desiring to form a not for profit corporation under the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, certify and acknowledge the following:

ARTICLE I

NAME

The name of the Corporation Not For Profit shall be NAPLES BEARS YOUTH SPORTS ASSOCIATION, INC. ("Corporation").

ARTICLE II

DURATION

The duration of the Corporation shall be perpetual.

ARTICLE III

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of the Corporation shall be:

15205 Collier Blvd., Suite 107
Naples, Florida 34120.

ARTICLE IV

PURPOSE

This corporation is organized as an amateur youth sports organization exclusively for charitable and educational purposes and to foster national or international amateur athletic competition within the meaning of §501(c)(3) of the Internal Revenue Code of 1986 (as amended), including for such purposes, the making of distributions to organizations which are recognized as exempt from tax under such section §501(c)(3).

ARTICLE V

ELECTION OF CORPORATE DIRECTORS

The directors of the Corporation shall be elected in accordance with methods and qualifications specified in the bylaws of the Corporation. In no event, shall the number of directors be fewer than three.

ARTICLE VI

POWERS

The powers of the Corporation shall be provided in the bylaws of the Corporation in accordance with Chapter 617, Florida Statutes with the following limitations within the meaning of §501(c)(3) of the Internal Revenue Code, as may amended:

1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to its members, directors, officers or other private interests. However, the Corporation shall be authorized and empowered to pay a reasonable flat salary for services rendered by its employees and to make payments and other distributions in furtherance of the purposes set forth in Article IV.
2. Only an insubstantial amount of the activities of the Corporation shall be in furtherance of a purpose not set forth in Article IV.
3. Only an insubstantial amount of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, within the meaning of §501(c)(3) of the Internal Revenue Code, as may be amended, unless the Corporation elects the provisions of § 501(h) of the Internal Revenue Code, as may amended.
4. In no event shall the Corporation have the power to participate in, or intervene in, including the publishing or distributing of statements, any political campaign on behalf of, or in opposition to, any candidate for public office, all within the meaning of § 501(c)(3) of the Internal Revenue Code, as may be amended.
5. In the event the Corporation chooses to litigate, using its own staff attorneys on behalf of its members or other clients, the Corporation shall comply with the guidelines provided within Revenue Procedure 92-59, 1992-2 C.B. 411-12, as may be amended, superseded or modified. The bylaws of the Corporation shall adopt these provisions accordingly.

ARTICLE VII

MEETINGS

1.) After incorporation, the appropriate members of the Corporation shall hold an organizational meeting in accordance with Chapter 617, Florida Statutes, as amended.

2.) The board of directors of the Corporation may participate in a regular or special meeting by, or conduct the meeting through, the use of any means of communication which allows all directors participating to simultaneously hear one another. A director participating in such a meeting is deemed present at the meeting. In the alternative, the board of directors may take actions through signed e-mail communications provided all board members agree.

ARTICLE VIII

INCORPORATORS

The names and addresses of the Incorporators are:

Name:	Ray Trujillo	Name:	Jennifer Campbell
Address:	1061 Oil Well Road	Address:	1320 Wilson Blvd North
	Naples, Florida 34120		Naples, Florida 34120
Name:	Holly Suarez	Name:	Isreal Ellidias
Address:	1191 24 th Ave NE	Address:	1210 19 th St. SW
	Naples, Florida 34120		Naples, Florida 34117
Name:	Teonta Fields		
Address:	P.O. Box 1261		
	Immokalee, Florida 34143		

ARTICLE IX

DISSOLUTION

Upon dissolution and upon payment or adequate discharge of all liabilities and obligations, the assets of the Corporation shall be distributed for one or more exempt purposes within the meaning of § 501(c)(3) of the Internal Revenue Code, as amended, or shall be distributed to a State or the Federal government for a public purpose.

ARTICLE X

REGISTERED AGENT AND OFFICE

The Registered Agent and Registered Office of the Corporation are:

Name Ray Trujillo
Address 1061 Oil Well Road
 Naples, Florida 34120

IN WITNESS WHEREOF, the undersigned has made and subscribed the foregoing Articles of Incorporation on this 17 day of March, 2006, in Naples, Collier County, Florida.


RAY TRUJILLO

STATE OF FLORIDA

COUNTY OF COLLIER

Before me personally appeared RAY TRUJILLO, known to me personally or identified to me by _____ as the person described in and who executed the foregoing instrument, and acknowledge to and before me that he executed said instrument for purposes therein expressed.

WITNESS my hand and official seal, this 7 day of March, 2006.



Annette M. Parr
Notary Signature

Printed Name ANNETTE M. PARR

Seal:

Commission No. DD 512 503

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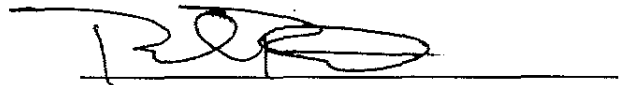
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ACCEPTANCE BY REGISTERED AGENT

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been appointed the Registered Agent of the NAPLES BEARS YOUTH SPORTS ASSOCIATION, INC. , and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment 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 this 17 day of March 2006.



SWORN TO and subscribed before me on this 17 day of March, 2006.


Notary Public

ANNETTE M. PARR
Printed Name of Notary Public

Seal:

My Commission Expires

