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Florida Department of State
Division of Corporations
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FLORIDA PROFIT/NON PROFIT CORPORATION

FWB Falcons Inc.

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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: FWB Falcons Inc.**(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)**

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00
Filing Fee☐ \$78.75
Filing Fee &
Certificate of
Status☒ \$78.75
Filing Fee
& Certified Copy☐ \$87.50
Filing Fee,
Certified Copy
& Certificate**ADDITIONAL COPY REQUIRED**

FROM: Tina Pham, Legalzoom.com, Inc.
Name (Printed or typed)

7083 Hollywood Blvd., Ste. 180
Address

Los Angeles, CA 90028
City, State & Zip

323.962.8600 x 529
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

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ARTICLES OF INCORPORATION

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In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be:

FWB Falcons Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1765 Hunt Club St., Fort Walton Beach, FL 32547

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Please see attached

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

The method by which the directors of the corporation are elected or appointed will be stated in the bylaws

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

Brian C. Lewis, President
 Bridget Lewis, Secretary
 Teena Cjarello, Treasurer

1765 Hunt Club St., Fort Walton Beach, FL 32547
 1765 Hunt Club St., Fort Walton Beach, FL 32547
 1765 Hunt Club St., Fort Walton Beach, FL 32547

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

United States Corporation Agents, Inc.
 1111 Lincoln Rd., Suite 400
 Miami Beach, FL 33139

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:

Tina Pham, Legalzoom.com, Inc., 7083 Hollywood Blvd., Ste. 180, Los Angeles, CA 90028

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

 Signature/Registered Agent Tina Pham, United States
 Corporation Agents, Inc.

2/9/07

Date

 Signature/Incorporator Tina Pham, LegalZoom.com, Inc.,
 Asst. Secretary

2/9/07

Date

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**Attachment to
Articles of Incorporation of
FWB Falcons Inc.**

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TALLAHASSEE, FLORIDA

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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. This Corporation shall be a nonprofit corporation. The specific purpose for which this corporation is organized is to provide our fans with the most exciting sporting environment possible at the best value for their dollar. Our program is dedicated to being competitive and giving our fans a fun experience at all times. The Fort Walton Beach Falcons is also dedicated to being a developmental program to our players. It is our goal to help all members of our program advance to the level by promoting our players so they can reach their respected goals. Whether they are players out of High School still wishing to reach a strong college program or a past college athlete trying to reach the professional levels, it is our goal to help them get there by working with such scouting departments to give them their deserved opportunity.

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 in these articles.

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 the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

All references to sections of the Internal Revenue Code shall include such sections as of the date hereof and the corresponding section of any future federal tax code.

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