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FLORIDA PROFIT/NON PROFIT CORPORATION

N&N INTERNATIONAL FOOTBALL, INC.

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**ARTICLES OF ORGANIZATION
OF
N&N INTERNATIONAL FOOTBALL, INC.**

Pursuant to the provisions of Chapter 617, Florida Statutes, the undersigned Incorporators hereby adopt the following Articles of Organization.

ARTICLE I - NAME

The name of the Corporation shall be N&N INTERNATIONAL FOOTBALL, INC.

ARTICLE II - PRINCIPAL OFFICE

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

531 Constitution Drive
Orlando, FL 32809

ARTICLE III - PURPOSE

The company's specific purpose is to organize and sponsor youth football games between teams from the United States and other countries. The Corporation is formed for charitable purposes and will exclusively promote, organize, raise funds for hosting and participating in youth football games between central Florida teams and teams from foreign countries, and by offering financial assistance to other child-sports-oriented charitable organizations within the meaning of section 501(c)(3) of the Code. Additionally, the company's general purposes are as follows:

(1) To exist and operate solely for supportive, educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code");

(2) To have and exercise all powers of any corporation not for profit as the same now exists, or may hereafter exist under the laws of the State of Florida. No part of the assets, income, or profit of the Corporation shall be distributable to, or inure to the benefit of, its members, directors or officers of any private individual, except to the extent permitted under Chapter 617, Florida Statutes; and

(3) Notwithstanding any other provision hereof, this Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c)(3) of the Code and its regulations as they now exist, or as they may hereinafter be amended, or by an organization, contributions to which are deductible under Section 170(a) of such Code and regulations as they now exist, or as they may hereafter be amended.

ARTICLE IV - MANNER OF APPOINTMENT

The directors shall be appointed as provided in the By-Laws:

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There shall be a Board of Directors for this Corporation, which shall consist of not less than three (3) persons.

ARTICLE V – INITIAL DIRECTORS

The names and street addresses of the persons who shall serve as Directors of the Corporation, who, subject to these Articles of Incorporation and the laws of the State of Florida, shall hold office until their successors are appointed and qualified, or until their resignations, removal from office or deaths:

<u>NAME</u>	<u>ADDRESSES</u>
John Nagle	531 Constitution Drive Orlando, FL 32809
John Neubauer	2711 Parsley Drive Orlando, FL 32837
Andrew Harris	2547 Fletch Court Lake Mary, FL 32746

ARTICLE VI – CORPORATE POWERS

The Corporate powers of this Corporation are as provided in Section 617.0302, Florida Statutes.

ARTICLE VII – INITIAL REGISTERED AGENT AND STREET ADDRESS

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

<u>NAME</u>	<u>ADDRESS</u>
John Nagle	531 Constitution Drive Orlando, FL 32809

ARTICLE VIII - INCORPORATORS

The name and address of the incorporators for these Articles of Incorporation is:

<u>NAME</u>	<u>ADDRESS</u>
John Nagle	531 Constitution Drive Orlando, FL 32809
John Neubauer	2711 Parsley Drive Orlando, FL 32837

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Andrew Harris

2547 Fletch Court
Lake Mary, FL 32746

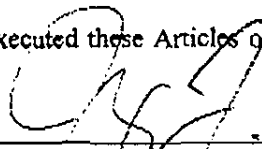
ARTICLE IX - EARNINGS AND ACTIVITIES

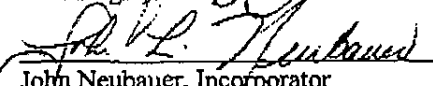
No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its Members, Trustees, Officers, or other private persons, except that the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purpose set forth in Article III hereof. 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 or in opposition to any candidate for public office. Notwithstanding any other provisions 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 Sections 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.

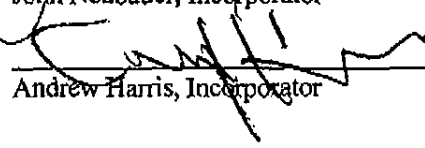
ARTICLE X - DISSOLUTION DESIGNATIONS

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or the corresponding Section of any future federal tax code, or shall be distributed to the federal government or to a state or local government for 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.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Organization this 10 day of March, 2008.



John Nagle, Incorporator

John Neubauer, Incorporator

Andrew Harris, Incorporator

Fax:

Mar 10 2008 11:20am P005/005

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ACCEPTANCE BY REGISTERED AGENT

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.



John Nagle, Registered Agent

March 10, 2008
Date

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