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(Business Entity Name)

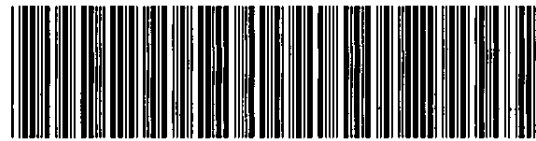
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08 MAR 17 PM 2:59  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

MRD  
3/17

# NOWELL & ASSOCIATES, P.A.

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P.O. Box 819  
1100 East Moody Blvd.  
Bunnell, FL 32110

386-437-1668 Phone

386-586-4014 Fax

March 12, 2008

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

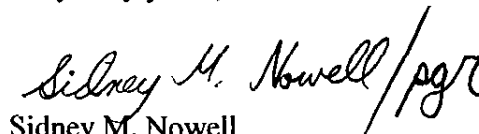
**Re: FLAGLER COUNTY ALL-STARZ, INC.**  
**A Not-For-Profit Corporation**  
**FEI / EIN Number: 26-0787679**

Dear Sir or Madam:

Enclosed please find the original and one copy of the Articles of Incorporation in connection with the above-referenced corporation. Also enclosed is our check in the amount of \$78.75 for the Filing Fee and a certified copy of the Articles.

Thank you for your assistance in this regard. If you have any questions or require additional information, please do not hesitate to give me a call.

Very truly yours,



Sidney M. Nowell

Signed in attorney's absence to avoid delay.

SMN/pgr  
Enclosures

**ARTICLES OF INCORPORATION**

**FILED**

**Of**

08 MAR 17 PM 2:59

**FLAGLER COUNTY ALL-STARZ, INC.  
A Not-For-Profit Corporation**

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**FEI / EIN No: 26-0787679**

The undersigned subscribers of these Articles of Incorporation, each a natural person competent to contract, hereby associate themselves together to form a corporation, pursuant to Chapter 617, Florida Statutes (Not-For-Profit).

**ARTICLE I. NAME**

The name of the corporation shall be:

**FLAGLER COUNTY ALL-STARZ, INC.**

**ARTICLE II. PRINCIPAL OFFICE**

The principal place of business and mailing address is:

Business Address:

Mailing Address:

1100 E. Moody Blvd.  
Bunnell, Florida 32110

P.O. Box 819  
Bunnell, FL 32110-0819

**ARTICLE III. NATURE OF BUSINESS**

This corporation is organized exclusively for charitable purposes, including providing recreation for youth and related activities, and the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

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 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.

#### **ARTICLE IV. MANNER OF ELECTION**

The manner in which the Directors are elected shall be as prescribed in the By-Laws.

#### **ARTICLE V. INITIAL DIRECTORS**

The corporation shall have three initial Directors. The name of the initial Directors are:

Sidney M. Nowell

Tony Zaksewicz

Ronnie Ryan

#### **ARTICLE VI. EARNINGS**

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 purposes set forth in Article III hereof.

#### **ARTICLE VII. DISSOLUTION OF ASSETS**

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 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.

#### **ARTICLE VIII. REGISTERED AGENT**

The name and address of the Registered Agent is:

Sidney M. Nowell  
1100 East Moody Blvd.  
Bunnell, FL 32110

**ARTICLE IX. INCORPORATOR**

The name and address of the Incorporator is:

Sidney M. Nowell  
1100 East Moody Blvd.  
Bunnell, FL 32110


**FILED**

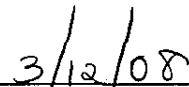
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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**DESIGNATION OF AND 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.

  
\_\_\_\_\_  
Sidney M. Nowell, Registered Agent

  
\_\_\_\_\_  
Date

  
\_\_\_\_\_  
Sidney M. Nowell, Incorporator

  
\_\_\_\_\_  
Date