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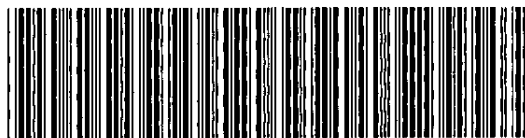
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KING & WOOD, P.A.

ATTORNEYS AT LAW

**3653 CAGNEY DRIVE, SUITE 202
TALLAHASSEE, FLORIDA 32309**

www.kwlaw.us

KIMBERLY L. KING
EDWARD W. WOOD
ELIZABETH J. MAYKUT
OF COUNSEL
SHELBY AUGUSTYNIAK
PARALEGAL

TELEPHONE (850) 580-7711
FACSIMILE (850) 205-4501

June 4, 2010

VIA HAND DELIVERY

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

SUBJECT: DEXTER CARTER FOOTBALL CAMPS, INC., a Florida Not-For-Profit Corporation

FROM:

Kimberly L. King
King & Wood, P.A.
3653 Cagney Drive
Suite 202
Tallahassee, FL 32309

Enclosed are an original and one (1) copy of the Articles of Incorporation and a check in the amount of \$87.50 in payment of the following fees:

Filing Fee \$35.00
Designation of Registered Agent \$35.00
Certified Copy \$8.75
Certificate of Status \$8.75

Please file the Articles and return the Certified Copy and the Certificate of Status to me in the enclosed, self-addressed, stamped envelope. If you should need any additional information, please call me at (850) 580-7711.

**ARTICLES OF INCORPORATION
OF
DEXTER CARTER FOOTBALL CAMPS, INC.**

A Florida Not-For-Profit Corporation

The undersigned person, who is a citizen of the United States, acting as incorporator of a corporation not for profit under the Florida Not-For-Profit Corporation Act, as set forth in Chapter 617, Florida Statutes, adopt the following articles of incorporation for the corporation:

ARTICLE I. NAME.

The name of the corporation is DEXTER CARTER FOOTBALL CAMPS, INC.
809 Reflection Cove Road E. Jacksonville, FL 32218

ARTICLE II. DURATION.

The corporation shall have perpetual duration.

ARTICLE III. PURPOSES.

The corporation is organized exclusively for charitable, scientific, and educational purposes, including, for such purposes, including, but not limited to, the following:

A. Sponsoring, organizing, administering, enhancing, and providing conferences, seminars, workshops, classes (including sports training camps for children), publications, websites, and other educational activities regarding the field of amateur athletics, which benefits the public through educating students, academics, professionals and the general public regarding the skills, arts, and science involved in amateur athletics.

B. Providing other means of education to improve the study and understanding of amateur athletics.

C. Engaging in other charitable, scientific, and educational activities that support the foregoing purposes and are not otherwise prohibited by these Articles of Incorporation or applicable law.

D. Making 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.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE IV. NOT-FOR-PROFIT.

The corporation is a not-for-profit corporation. The property of this corporation is irrevocably dedicated to charitable and educational purposes. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, 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 (Purposes) 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 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 V. MEMBERSHIP.

The sole class of members of this corporation shall be its directors. The members of this corporation shall have no right, title, or interest in its income, property, or assets, nor shall any portion of its income, property, or assets be distributed to any member on the dissolution or winding up of this corporation. Members of this corporation shall not be personally liable for the debts, liabilities, or obligations of the corporation, and shall not be subject to any assessments.

ARTICLE VI. INITIAL REGISTERED OFFICE AND AGENT.

The street address of the initial registered office of the corporation is 3653 Cagney Drive, Suite 202, Tallahassee, FL 32309. The name of its initial registered agent at that address is KING & WOOD, P.A., a Florida corporation.

ARTICLE VII. BOARD OF DIRECTORS.

Section 1. The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by, a board of directors consisting of at least three (3) but not more than fifteen (15) individuals.

Section 2. Each director shall hold office for the term to which he or she is elected or appointed and until his or her successor has been elected or appointed and qualified or until his or her earlier resignation, removal from office, or death. Any director may be removed without cause by a vote of two-thirds of the directors (including that director) then in office or such greater number as is set forth in the bylaws.

Section 3. The board of directors shall have the right to increase and decrease within the limits set out above the number of directors by a vote of the majority of the directors present at a properly called meeting of the board of directors. In the event the number of directors is increased, the then existing board of directors shall elect the additional directors by a vote of the majority of the directors present at a properly called meeting of the board of directors and the additional directors shall serve until the next annual meeting or until their successors are elected and assume their duties.

Section 4. Any vacancy occurring on the board of directors shall be filled by the board of directors by vote of the majority of the directors present at a properly called meeting of the board, and the director elected to fill such a vacancy shall serve until the next annual meeting or until his or her successor is elected and assumes his or her duties.

Section 5. The directors named here as the initial board of directors shall serve until the first annual meeting of the board or until their successors are elected and assume their duties:

Dexter Carter, Chair
809 Reflection Cove Road E.
Jacksonville, FL 32218

Kendrick Carter
135 NFL Drive
Baxley, GA 31513

Leavy Carter, III
3252 Normandy Ridge
Lawrenceville, GA 30044

ARTICLE VIII. OFFICERS.

Section 1. The board of directors shall elect or appoint the officers of the corporation. The election or appointment shall regularly take place at the annual meeting of the directors, provided, however, that elections of officers may be held at any other meeting of the board of directors. The officers of the corporation shall consist of a President and such other officers and assistant officers as may be provided for in the Bylaws or by resolution of the board of directors. Each officer will be elected by majority vote of the board of directors to serve at the pleasure of the board, and such officers need not be members of the board of directors. If the office of any officer becomes vacant for any reason, the vacancy shall be filled by the board of directors at such time and in such manner as may be prescribed by the Bylaws or by law. The names, titles and addresses of the initial officers are as follows:

Dexter Carter, President and Chief Executive Officer
809 Reflection Cove Road E.

Jacksonville, FL 32218

ARTICLE IX. BYLAWS.

The board of directors shall have the power to make, amend, and repeal the bylaws of the corporation by vote of a majority of all the directors present at any regular or special meeting of the board, provided that written notice of intention to make, amend, or repeal the bylaws in whole or in part shall have been given at the last preceding meeting or in the notice of the meeting, or without any such notice by vote of two-thirds (2/3) of all the directors then in office.

ARTICLE X. DISSOLUTION.

On the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, 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 XI. AMENDMENT OF ARTICLES.

The board of directors shall have the power to amend these articles of incorporation (i) by a majority vote of the directors then in office at any regular or special meeting of the board, provided that written notice of intention to amend these articles and the text of the proposed amendment have been given at the last preceding meeting or in the notice of the meeting, or (ii) without any such notice by vote of two-thirds (2/3) of all the directors then in office.

ARTICLE XII. INDEMNIFICATION AND CIVIL LIABILITY IMMUNITY.

The corporation shall indemnify each director and officer, including former directors and officers, to the fullest extent allowed by law, including but not limited to Chapter 617, Florida Statutes. It is intended that the corporation be an organization the officers and directors of which are immune from civil liability to the extent provided under Chapter 617, Florida Statutes, and other similar laws.

ARTICLE XIII. EFFECTIVE DATE.

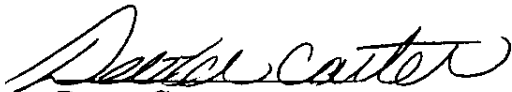
The effective date of these Articles of Incorporation, and the date upon which corporate existence begins, is June 4, 2010.

ARTICLE XIV. INCORPORATOR.

The incorporator's name and address are:

Dexter Carter
809 Reflection Cove Road E.
Jacksonville, FL 32218

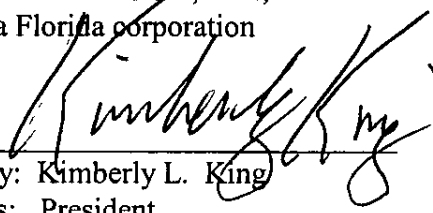
The undersigned, being the incorporator of this corporation, for the purpose of forming this not for profit charitable corporation under the laws of Florida, has executed these articles of incorporation on June 4, 2010.


Dexter Carter

ACCEPTANCE OF REGISTERED AGENT

Having been named as registered agent to accept service of process for DEXTER CARTER FOOTBALL CAMPS, INC. at the place designated in the foregoing articles of incorporation, the undersigned corporation is familiar with and accepts the appointment as registered agent and agrees to act in this capacity pursuant to section 617.0501, Florida Statutes.

KING & WOOD, P.A.,
a Florida corporation


By: Kimberly L. King
Its: President

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JUN - 4 AM 11:21
CLERK OF DISTRICT COURT
ALABAMA
TALLAHASSEE, FLORIDA