

11000011545

(Requestor's Name)

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(City/State/Zip/Phone #)

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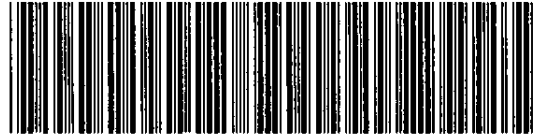
(Business Entity Name)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

MAR 05 2013
J. LEMIEUX
[Signature]

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: Belleair Football and Cheer Association, Inc.

DOCUMENT NUMBER: N110000 11545

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Johnness K. Regan

(Name of Contact Person)

Belleair Football and Cheer Association, Inc.

(Firm/ Company)

918 Osceola Rd.

(Address)

Belleair, FL. 33756

(City/ State and Zip Code)

jmikregan@msn.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Johnness K. Regan at 727, 365-5246

(Name of Contact Person)

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- | | | | |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &
Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed) | <input type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
Enclosed) |
|---|--|---|--|

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

RECEIVED
13 MAR -4 AM 8:11
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA



FLORIDA DEPARTMENT OF STATE
Division of Corporations

February 7, 2013

JOHNESS K REGAN
918 OSCEOLA RD
BELLEAIR, FL 33756

SUBJECT: BELLEAIR FOOTBALL AND CHEER ASSOCIATION INC
Ref. Number: N11000011545

We have received your document for BELLEAIR FOOTBALL AND CHEER ASSOCIATION INC and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Articles of Correction must be filed within 30 days of the file date of the document that is being corrected. As the time period for filing Articles of Correction has expired, an amendment to the articles of incorporation could be filed at this time.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Tracy L Lemieux
Regulatory Specialist II

Letter Number: 813A00003109

Articles of Amendment
to
Articles of Incorporation
of

Belleair Football and Cheer Association, Inc.

(Name of Corporation as currently filed with the Florida Dept. of State)

N11000011545

(Document Number of Corporation (if known))

Pursuant to the provisions of section 607.1006, Florida Statutes, this *Florida Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

Belleair Youth Football and cheerleading Association, Inc. The new name must be distinguishable and contain the word "corporation," "company," or "incorporated" or the abbreviation "Corp.," "Inc.," or "Co.," or the designation "Corp.," "Inc.," or "Co.". A professional corporation name must contain the word "chartered," "professional association," or the abbreviation "P.A."

B. Enter new principal office address, if applicable:

(Principal office address MUST BE A STREET ADDRESS)

C. Enter new mailing address, if applicable:

(Mailing address MAY BE A POST OFFICE BOX)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent

(Florida street address)

New Registered Office Address:

(City)

Florida

(Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:

(Attach additional sheets, if necessary)

Please note the officer/director title by the first letter of the office title:

P = President; V = Vice President; T = Treasurer; S = Secretary; D = Director; TR = Trustee; C = Chairman or Clerk; CEO = Chief Executive Officer; CFO = Chief Financial Officer. If an officer/director holds more than one title, list the first letter of each office held. President, Treasurer, Director would be PTD.

Changes should be noted in the following manner. Currently John Doe is listed as the PST and Mike Jones is listed as the V. There is a change, Mike Jones leaves the corporation, Sally Smith is named the V and S. These should be noted as John Doe, PT as a Change, Mike Jones, V as Remove, and Sally Smith, SV as an Add.

Example:

<input checked="" type="checkbox"/> Change	<u>PT</u>	<u>John Doe</u>
<input checked="" type="checkbox"/> Remove	<u>V</u>	<u>Mike Jones</u>
<input checked="" type="checkbox"/> Add	<u>SV</u>	<u>Sally Smith</u>

<u>Type of Action</u> (Check One)	<u>Title</u>	<u>Name</u>	<u>Address</u>
1) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	<u>EM</u> (Equipment Manager)	<u>Darrell Perry</u>	<u>918 Osceola Rd.</u> <u>Belleair Fl</u> <u>33764</u>
2) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>EM</u> (Equipment Manager)	<u>Devon Goodloe</u>	<u>918 Osceola Rd</u> <u>Belleair Fl</u> <u>33756</u>
3) <input type="checkbox"/> Change <input type="checkbox"/> Add <input checked="" type="checkbox"/> Remove	<u>VP</u>	<u>Mark Quinn</u>	<u>918 Osceola Rd</u> <u>Belleair Fl</u> <u>33756</u>
4) <input type="checkbox"/> Change <input checked="" type="checkbox"/> Add <input type="checkbox"/> Remove	<u>VP</u>	<u>Andrew Moore</u>	<u>918 Osceola Rd</u> <u>Belleair Fl</u> <u>33764</u>
5) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u> </u>	<u> </u>	<u> </u> <u> </u> <u> </u>
6) <input type="checkbox"/> Change <input type="checkbox"/> Add <input type="checkbox"/> Remove	<u> </u>	<u> </u>	<u> </u> <u> </u> <u> </u>

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

* See Attached

ARTICLES OF INCORPORATION
OF
BELLEAIR YOUTH FOOTBALL AND CHEERLEADING ASSOCIATION, INCORPORATED
A Corporation Not-For-Profit
Under the Laws of Florida

The undersigned, desiring to form a corporation not-for-profit under the laws of the State of Florida, Chapter 617, do hereby certify as follows:

ARTICLE 1 – Name

The of the corporation shall be Belleair Youth Football and Cheerleading Association, Inc., and it is to be located at 918 Osceola Road, Belleair, Florida 33756.

ARTICLE 2 – Purpose

The general purpose of the corporation shall be to operate exclusively for charitable, educational, religious or scientific purposes as said terms are defined within Section 501(c)3 of the Internal Revenue Code of 1954, as amended, as well as any other exempt purposes described in Section 501(c)3 of the Internal Revenue Code of 1954, as amended.

ARTICLE 3 – General Scope of Activity

The corporation shall be a corporation no-for-profit, and no part of the income is distributable to its members, directors, or officers. The corporation is organized and shall be operated exclusively for the above-described purposes, no part of the net earnings of which shall inure to the benefit of any private individual, no substantial part of the activities of which shall be carrying on propaganda, or otherwise attempting to influence legislation, and which does not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these articles, this corporation will not carry on any activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)3 of the Internal Revenue Code of 1954, as amended.

ARTICLE 4 – Membership

The qualifications of members and the manner of their admission shall be determined from time to time as needed or required by the Board of Directors in accordance with the By-Laws, these Articles of Incorporation, and with any applicable laws of the State of Florida or under the United States of America, upon an applicant submitting an application and dues for membership and approval by the Board of Directors.

ARTICLE 5 – Term

This corporation shall have perpetual existence.

ARTICLE 6 – Incorporator

The name and residence of the incorporator is as follows:

Larry Crow, PA

1247 Pinellas Avenue

Tarpon Springs, FL 34689

The incorporator hereto is over the age of eighteen (18) years and is a resident of the State of Florida.

ARTICLE 7 – Executive Board of Directors

The Executive Board of Directors shall consist of not less than three (3) or more than fifteen (15) persons, elected by the membership at the annual membership meeting. The initial members of the Board of Directors, who shall serve until the first annual meeting of the membership shall be:

Michael Fritz	Athletic Director	918 Osceola Road Belleair, FL 33756
Devon Goodloe	Equipment Mgr. /Asst AD	918 Osceola Road Belleair, FL 33756
Johness Regan	President	918 Osceola Road Belleair, FL 33756
Andrew Moore	Vice President	918 Osceola Road Belleair, FL 33756
Tara Ford	Registrar	918 Osceola Road Belleair, FL 33756
Garrett Grimes	Treasurer	918 Osceola Road Belleair, FL 33756

ARTICLE 8 - Officers

The corporation shall be managed by the Executive Board of Directors as a group. They are as listed above in Article 7. The duties of each Officer shall be determined from time to time by the By-Laws governing the Belleair Youth Football and Cheerleading Association.

ARTICLE 9 – Address

The street address of the initial registered office of the Corporation in the State of Florida shall be:

918 Osceola Road

Belleair, Florida 33756

and the name of its initial Registered Agent at such address is:

Johness Regan

This corporation may have and establish offices, conduct business and promote its objectives within any part of the State of Florida, or in any state, District of Columbia, and Territories and colonies of the United States and in foreign countries, as the Directors may designate.

ARTICLE 10 – By-Laws

The initial By-Laws of the corporation shall be established and adopted by the corporation by unanimous agreement of the corporation's first Executive Board of Directors. Thereafter, the By-Laws of the corporation are to be made, altered or rescinded by a two-thirds (2/3) majority of the Executive Board of Directors, subject to the approval of a majority of the membership present and voting at a duly called meeting of membership.

The By-Laws of the corporation, among other matters, shall set forth the requirements for membership, and the requirement for a meeting of the membership of the corporation to conduct such business as is necessary to be conducted in a meeting of the membership of the corporation.

ARTICLE 11 – Amendments

Amendments to these Articles of Incorporation shall be adopted by a two-thirds (2/3) majority of the Executive Board of Directors, subject to the approval of a majority of the membership present and voting at a duly called meeting of the membership; PROVIDED HOWEVER, that the amendment is filed with the Department of State, approved by it, and all filing fees are paid.

ARTICLE 12 – Corporate Powers

This corporation is to have the power to do any and all things necessary or expedient for carrying out the purposes of the corporation and to possess all rights, privileges and immunities, and enjoy all the benefits granted to the corporation's not-for-profit under the laws of the State of Florida, including but not limited to the following powers:

- (1) Sue and be sued and appear and defend in all actions and proceedings in its corporate name to the same extent as a natural person.
- (2) Adopt and use a common corporate seal and alter the same; PROVIDED HOWEVER, that such seal shall always contain the words "corporation not-for-profit".
- (3) Elect or appoint such Officers and agents as its affairs shall require and allow them reasonable compensation.
- (4) Adopt, change, amend and repeal By-Laws, not consistent with law or its Articles of Incorporation, for the administration of the affairs of the corporation and the exercise of its corporate powers.
- (5) Increase, by a vote of its members casts the By-Laws may direct, the number of its Directors, managers, or trustees so that the number shall not be less than three (3) but may be any number in excess thereof.
- (6) Make contracts and incur liabilities, borrow money at such rates of interest as the corporation may determine, issue its notes, bonds and other obligations, and secure any of its obligations by mortgage and pledge of all or any of its property, franchise or income.
- (7) Purchase, take, receive, lease, take by gift, devise or bequest, or otherwise acquire, own, hold or improve, use of otherwise deal in and with real or personal property or any interest therein, wherever situated.
- (8) Acquire, enjoy, utilize and dispose of patents, copyrights and trademarks and any licenses and other rights or interests thereunder or therein.
- (9) Sell, convey, mortgage, pledge, lease, exchange, transfer or otherwise dispose of all or any part of its property assets.
- (10) Make donation for the public welfare or for religious, charitable, scientific, educational or other similar purpose.
- (11) Have and exercise all powers necessary or convenient to effect any or all of the purposes for which the corporation is organized.
- (12) Merge and consolidate with other corporations not-for-profit, domestic and foreign, provided that the surviving corporation is a corporation not-for-profit and exempt under Section 501(c)3 of the Internal Revenue Code of 1954, as amended.
- (13) Conduct its affairs, carry on its operations, and have offices and exercise the power granted buy this part in any state, territory, district, or possession of the United States or any foreign country.
- (14) Purchase, take, receive, subscribe for, or otherwise acquire, own, hold,, vote, use, employ, sell, mortgage, lend, pledge, or otherwise dispose of an otherwise use and deal in and with , shares and other interests in, obligations of, other domestic or foreign corporations, whether for profit or not-for-profit, associations, partnerships or individuals, or direct or indirect obligations of the United States, or of any other government, state, territory, governmental district, municipality, or any instrumentality thereof.
- (15) Lend money for its corporate purposed, invest and reinvest its fund, and take and hold real and personal property as security for the payment of funds so loaned or invested.

ARTICLE 13 – Limitations on Corporate Power

Notwithstanding any provisions of these Articles of Incorporation to the contrary, or any provision of state or federal law not inconsistent herewith, the following shall be controlling restrictions upon the corporation:

- (1) The corporation shall not exercise any power, right or privilege or immunity, except in furtherance of an exempt purpose as defined in the relevant statutes of the Internal Revenue Code.
- (2) The corporation shall not exercise any power, right, privilege, or immunity that would constitute the carrying on of a trade or business for profit within the meaning of the relevant statutes of the Internal Revenue Code.
- (3) The corporation shall not have nor issue shares of stock. No dividends shall be paid, and not part of the income of the corporation shall be distributed to its members, Directors or officers, PROVIDED HOWEVER, that the corporation may pay compensation in a reasonable amount to its members Directors and Officers for services rendered, and may confer benefits upon its members in conformity with its purposes.
- (4) If at any time the corporation is deemed to be a private foundation as defined in Internal revenue Code Section 509(a), the following restrictions shall apply:
 - a. The corporation shall engage in any act of "self dealing" as defined in Internal Revenue Code Section 4941(d)k, which would give rise to any liability for the tax imposed by Internal Revenue Code Sections 4943(a).
 - b. Retain any "excess business holdings", as defined in Internal Revenue Code Section 4943(c) which would give rise to any liability for the tax imposed by Internal Revenue Code Section 4944(a).
 - c. Make any investment which would jeopardize the carrying out any of its exempt purposes, within the meaning of Internal Revenue Code section 4944, so as to give rise to any liability for the tax imposed by Internal revenue Code Section 4944(a).
 - d. Make any "taxable expenditures" as defined in Internal Revenue Code Section 4945(d), which would give rise to any liability for the tax imposed by Internal Revenue Code Section 4945(a).
 - e. Distribute, for the purposes as specified in its Articles of Incorporation, for each taxable year, amounts at least sufficient to avoid liability for the tax imposed by Internal Revenue Code Section 4942(a).

ARTICLE 14 – Distribution of Dissolution or Liquidation

In the event of the liquidation or dissolution of the corporation, whether voluntary or involuntary, no Officer, Director or member shall be entitled to any distribution or division of its remaining property or to its proceeds, and the residual assets of the corporation from any source, after the payment of all debts and obligations of the corporation, shall be used or distributed, subject to the Order of any Court of competent jurisdiction, exclusively for purposes within the intendment of the Internal Revenue Code Sections 501(c)3 and 17(c)s and the regulations thereunder s the same now exist or as they may be hereafter amended from time to time, to one or more organizations which are exempt as organization s described in said Sections 501(c)3 with purposes consistent with the purposed of this corporation as set forth in Article 2 herein.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 10th day of December, 2012.

Larry Crow, PA
1427 Pinellas Avenue
Tarpon Springs, FL 34689

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-named Corporation at a place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said office for service of process.

Dated this 10th of December, 2012.

The date of each amendment(s) adoption: December 10, 2012

Effective date if applicable: _____
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated February 24, 2013

Signature Johnness K. Regan
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator -- if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Johnness K. Regan
(Typed or printed name of person signing)

Director President
(Title of person signing)