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FILED
12 MAR 28 PM 1:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

EFFECTIVE DATE 3/21/12

mrs
3/29/12



204 West University Avenue # 10
Gainesville, Florida
32601
(352)505-5451
Fax (352)872-5060
www.fabianihopelaw.com

Richard H. Fabiani II

J. Eric Hope

David M. Sams

Wednesday, March 21, 2012

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

Re: Florida not for profit Incorporation: Florida Players Network, Inc.
Department of State Document No.: W12000014413

Division of Corporations:

Please find the following enclosed:

- Original Articles of Incorporation for Florida Players Network, Inc. with corrections requested by this Department as follows:
 - Street Address of Principal Place of Business
 - Incorporator with Address
 - Corrected Affective Date
 - Correct Scrivener's Error to Comply with Numeric Ordering

We would like a certified copy of these articles to be returned to the address listed above. Please call us if you have any questions at (352)505-5451 (ext. 103). Thank you for your help in this matter.

Sincerely,

A handwritten signature in dark ink, appearing to read "R. Fabiani II", is written over the word "Sincerely,".

Richard H. Fabiani II



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 13, 2012

FABIANI & HOPE P.A.
ATTN: RICHARD H FABIANI II
204 W UNIVERSITY AVE, #10
GAINESVILLE, FL 32601

SUBJECT: FLORIDA PLAYERS NETWORK, INC.
Ref. Number: W12000014413

We have received your document for FLORIDA PLAYERS NETWORK, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The Florida Statutes require an entity to designate a street address for its principal office address. A post office box is not acceptable for the principal office address. The entity may, however, designate a separate mailing address. The mailing address may be a post office box.

You must list at least one incorporator with a complete business street address.

The effective date is not acceptable since it is not within five working days of the date of receipt.

Articles must be in numeric order. You are missing article VI.

Please return the corrected original and one copy of 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) 245-6052.

Ruby Dunlap
Regulatory Specialist II
New Filing Section

Letter Number: 912A00009180

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

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ARTICLE I
NAME OF CORPORATION AND PRINCIPAL PLACE OF BUSINESS

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The name of the Corporation is: Florida Players Network, Inc. The principal place of business of the Florida Players Network is 204 West University Avenue, Suite 10, Gainesville, Florida 32601.

ARTICLE II
REGISTERED OFFICE AND REGISTERED AGENT

EFFECTIVE DATE 3/21/12

The street address of the Corporations initial registered office and mailing address is c/o Fabiani & Hope, P.A., 204 West University Avenue, Suite 10, Gainesville, Florida 32601; the initial registered agent at this registered address is Richard H. Fabiani II, Esq.

ARTICLE III
PURPOSE

This Corporation is organized:

- i. to promote the goodwill and charitable aims of former University of Florida football players, as well as current and former football coaches, managers, and support staff;
- ii. to raise and expend funds for charity, to include: identifying and choosing charities in need of funds; organizing and carrying out fund raising events involving Former Florida Football Players; the leasing, buying or selling of materials, equipment, land or other valuable goods; and the hiring of contractors, consultants, officers, staff or other experts in furtherance of these goals;
- iii. to be exclusively engaged in, advance, promote and administer charitable, scientific and educational purposes, including, for such purposes, to act, assist and contribute to the support of corporations, associations and institutions 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; and
- iv. to do all other things in furtherance of the items above or in any way related to the Corporations purposes, as may be legally permissible and in keeping with the tax-exempt status of the Corporation.

ARTICLE IV
NET 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 Three. 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 (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
DISSOLUTION

Upon the dissolution of the Corporation, assets shall be distributed to one or more exempt organizations which are exempt as organizations 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 VI DIRECTORS

The Directors shall have the rights and duties of directors as specified in Chapter 617 of the Florida Statutes and the Bylaws of the Corporation. The Directors of the Corporation shall be elected and their terms set in accordance with the methods and qualifications set out in the Bylaws. The number of directors may be changed by the Board, but in no event shall the number of directors be fewer than seven (7). The initial Board of Directors shall be set at the initial meeting adopting the bylaws.

ARTICLE VII OFFICERS

The Corporation shall initially have four (4) officers: a President, Vice President, Secretary and Treasurer. The manner of election of all officers and their terms shall be set forth in the Bylaws. The initial officers shall be chosen at the meeting adopting the bylaws after the appointment of the initial directors.

ARTICLE VIII MEETINGS, AMENDMENTS & BYLAWS

After incorporation, the appropriate members of the Corporation shall hold an organizational meeting in accordance with Chapter 617, Florida Statutes, as amended.

The Board of Directors of the Corporation may participate in a regular or special meeting by, or conduct the meeting through, the use of any means of communication which allows all directors participating simultaneously hear one another. A Director participating in such a meeting is deemed present at the meeting. In the alternative, the Board of Directors may take actions through signed e-mail communications provided all board members agree, but may not make amendments to the Articles or Bylaws in this manner. The Bylaws may limit the manner of any meetings.

These Articles may be amended at a meeting of the Board of directors by a two-thirds (2/3) majority vote of the Directors then in office, provided that ten days before the meeting for vote, the Secretary of the Corporation has given notice of any proposed amendment and has sent the text of the proposed amendment to all of the Directors. Only Directors then in office shall propose amendments. A proposed amendment shall not be put to a vote until thirty (30) days after the proposed amendment has been submitted to the Secretary of the Corporation.

The Bylaws of this Corporation shall be created, amended and/or rescinded by a two-thirds (2/3) majority vote of the Directors present and voting at any regular or special meeting called for that purpose, provided quorum is present. The manner for creating, amending or repealing Bylaws shall be set forth in the Bylaws

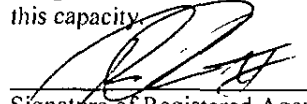
ARTICLE IX INCORPORATOR

The Incorporator of this Corporation who has subscribed to these Articles is Terry Jackson. Terry Jackson's mailing address is P.O. Box 13491, Gainesville, Florida 32604.

ARTICLE X

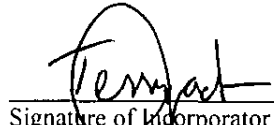
Pursuant to Florida Statute 617.0203(1), the Effective Date of this Corporation's existence shall be five (5) business days prior to this filing.

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



Signature of Registered Agent
Richard H. Fabiani II, Esq.

3/19/11
Date



Signature of Incorporator
Terry Jackson

3-19-11
Date

FILED
12 MAR 28 PM 1:57
SECRETARY OF STATE
TALLAHASSEE, FLORIDA