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TALLAHASSEE, FLORIDA

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JOHN D. CASSELS, JR., P.A.
LAURA ANN McCALL, P.A.

LAW OFFICE OF
CASSELS & McCALL *a Partnership of Professional Associations*

P. O. BOX 968 • 400 NW 2nd STREET • OKEECHOBEE, FL 34973 • TELEPHONE 863-763-3131 • FAX 863-763-1031 • E-MAIL mail@legal-one.com

November 28, 2012

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Brahman Athletic Association, Inc.

Our File No: 12-6483

Dear Sir/Madam:

In connection with the above referenced matter, you will find enclosed the following:

1. Original executed Articles of Incorporation;
2. Our firms's check in the amount of \$70.00 to cover the filing fee.

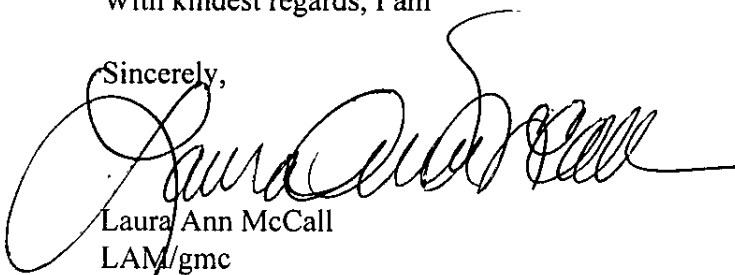
Please return the certified copy of the Articles, together with your Certification of Incorporation at your earliest convenience.

Should you have any questions regarding this matter, please do not hesitate to contact my office.

Thank you for your assistance in this matter.

With kindest regards, I am

Sincerely,



Laura Ann McCall
LAM/gmc
Enclosures: As stated.

ARTICLES OF INCORPORATION
OF
BRAHMAN ATHLETIC ASSOCIATION, INC.

FILED
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the laws of the State of Florida applicable to corporations not for profit (Florida Statutes Chapter 617), does hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of this corporation is BRAHMAN ATHLETIC ASSOCIATION, INC.

ARTICLE II

The principal office shall be located at 598 SW 72nd Terrace, Okeechobee, FL 34974.

ARTICLE III

The corporation is organized to operate exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 (or corresponding provision of any future United States Internal Revenue law) and more specifically:

- a. To disseminate information of, and promote the interest and community support in, athletics at Okeechobee High School Athletics, which shall hereafter be referred to as "OHS Athletics", or to enhance the value of its assets; and in general to do any and all things and exercise any and all powers, rights, and privileges which a corporation may now or hereafter be organized to do or to exercise under the Business Corporation Law of the State of Florida or under any act amendatory thereof, supplemental thereto, or substituted therefor.
- b. To hold meetings and other activities for the betterment of OHS Athletics.
- c. To aid, work with, and participate in the activities of other schools, organizations, individuals, and public and private entities located within and outside of Okeechobee County, Florida, engaged in similar purposes.
- d. To manage, solicit, receive, and administer by gift, grant, devise, bequeath, or otherwise, and from any private or public sources, personal or real property, and to hold, administer, sell, invest, reinvest, manage, use, disburse and distribute, and apply the income and/or principal of the same in accordance with the directions and intent of the donor or donors of such

property, or, in the absence of such directions, as the corporation may deem best from time to time, for the promotion of any and all of the foregoing purposes.

- e. To do any and all of the things, either alone or in cooperation with other organizations or institutions, and either directly or by contributions to such other organizations or institution, which it may deem necessary or proper in order to carry into effect any and/or all of the foregoing objects or purposes.
- f. Nothing herein shall authorize this cooperation directly or indirectly, to engage in or include among its purposes, any activity not authorized by Chapter 617, Florida Statutes, or in any way would jeopardize or inhibit this corporation's recognition as a non-profit corporation with tax exempt status under applicable state and federal statutes.

ARTICLE IV

Manner of Election in which the directors are elected and appointed. The business of the corporation shall be managed by a Board of Directors which shall contain a minimum of five (5) and a maximum of seven (7) directors. The directors elected each year at the annual meeting of the members shall be for a term of three (3) years; provided, however, that the initial Board of Directors may be staggered with one, two, or three year terms in order to provide continuity to future Boards. These directors shall receive no compensation for their services. Vacancies occurring on the Board of Directors may be filled by the Board for the unexpired term whenever in its opinion, the appointment of such additional directors is in the best interest of the corporation. The names and addresses of those individuals who are to serve as members of the initial Board of Directors are as follows:

Larry Davis 598 SW 72 nd Terrace Okeechobee, FL 34974	3 year term
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Andrew Bowers 19755 Reservation Road, NE Okeechobee, FL 34974	3 year term
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Cheryl Hollin Post Office Box 332 Okeechobee, FL 34973	3 year term
--	-------------

William R. McCall, Jr. 2573 SW 18 th Court Okeechobee, FL 34974	2 year term
--	-------------

Kristy Crawford
5418 NE 53rd Way
Okeechobee, FL 34972

Dawn Hoover
1949 SW 67th Drive
Okeechobee, FL 34974

Bruce Jahner
3241 NW 36th Avenue
Okeechobee, FL 34972

ARTICLE V

The name and address of the initial registered agent and office of the Corporation is: Larry Davis,
598 SW 72nd Terrace, Okeechobee, Florida 34974.

ARTICLE VI

The name and address of the subscriber of the Articles of Incorporation is: Larry Davis, 598 SW 72nd Terrace, Okeechobee, Florida 34974.

ARTICLE VII

The Corporation shall have members. Members of the Corporation will be required to meet the following qualifications: every contributor of cash donations or cash equivalent, shall thereby become a member of the corporation and shall be entitled to voice opinions and votes at the annual meeting of the members during the annual year of the corporation following the contribution. Failure to make an annual cash donation, or cash equivalent contribution, shall automatically terminate the membership of the contributor for the following annual year of the corporation. Further, qualifications and specifics as to membership notifications shall be regulated by the by-laws of the corporation provided they are not inconsistent with these articles.

ARTICLE VIII

The Corporation shall indemnify any officer or director, or any former officer or director to the full extent permitted by law.

ARTICLE IX

The annual meeting of the members of the Brahman Athletic Association, Inc. for the transaction of business of the Corporation and the election of members to the Board of Directors shall be held the 1st Monday in December, or at such other time as may be determined by the by-laws of the Corporation.

ARTICLE X

The quorum of any meeting of the membership of the Corporation shall consist of six (6) members; vote of a majority of such quorum shall serve to transact any and all business properly coming before such meeting, except as otherwise provided by the by-laws of the Corporation.

ARTICLE XI

Upon 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, State or Local government for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Competent Jurisdiction of the county in which the principal office of the Corporation if then located, exclusively for such purposes.

Executed by the undersigned at Okeechobee, Florida on this 28th day of November, 2012.



LARRY DAVIS

STATE OF FLORIDA
COUNTY OF OKEECHOBEE

The foregoing instrument was sworn to and subscribed before me this 28th day of November, 2012, by **LARRY DAVIS** (✓) who is personally known to me, or () who has produced _____ as identification.

Gina Morgan-Coleman
Signature of NOTARY PUBLIC

Gina Morgan-Coleman
Printed name of NOTARY PUBLIC
My commission expires: -



CONSENT OF REGISTERED AGENT TO ACCEPT SERVICE

I, LARRY DAVIS, hereby agree to be the registered agent for BRAHMAN ATHLETIC ASSOCIATION, INC., and further hereby agree to accept any and all correspondence directed to said corporation and addressed to the registered office at 598 SW 72nd Terrace, Okeechobee, Florida 34974.

Larry Davis

LARRY DAVIS

STATE OF FLORIDA
COUNTY OF OKEECHOBEE

The foregoing instrument was sworn to and subscribed before me this 28th day of November, 2012, by **LARRY DAVIS**, (✓) who is personally known to me or () who has produced _____ as identification.

Gina Morgan-Coleman
Signature of NOTARY PUBLIC

Gina Morgan-Coleman
Printed name of NOTARY PUBLIC
My commission expires:

