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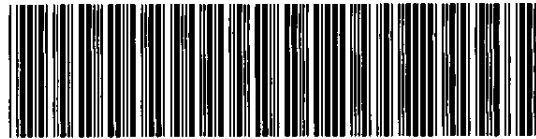
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APPROVED
AND
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16 FEB 17 PM 4:13

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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DEPARTMENT OF STATE
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The Law Office of Todd Sumner

February 17, 2016

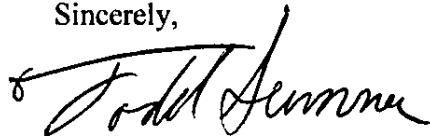
Department of State
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Re: Articles of Incorporation for Boys & Girls Clubs in Florida, Inc.

To Whom it may concern:

Please file the enclosed Articles of Incorporation for the Boys & Girls Clubs in Florida, Inc. which includes a registered agent designation. This office is also requesting a Certified copy and Certificate of Status for said Articles. Please feel free to contact my office at 850-591-6119 or todd@sumnerlawoffices.com if you may have any questions.

Sincerely,



Todd Sumner

**ARTICLES OF INCORPORATION
FOR
BOYS & GIRLS CLUBS IN FLORIDA, INC.**

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

16 FEB 17 PM 4:15

APPROVED
AND
FILED

THE UNDERSIGNED, acting as incorporator of a Not For Profit corporation pursuant to Chapter 617, Florida Statutes submits the following Articles of Incorporation:

Article I Name

The name of the corporation shall be **BOYS & GIRLS CLUBS IN FLORIDA, INC.** ("the Corporation").

Article II Principal Place of Business and Mailing Address

The principal address of the Corporation shall be 3100 Fruitville Road, Sarasota, Florida 34237 and the mailing address of the Corporation shall be P.O. Box 4068, Sarasota, Florida 34230.

Article III Purpose

The Corporation is organized exclusively for charitable, religious, educational, literary and scientific purposes, including, for such purposes, 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. More specifically, the Corporation is organized to raise charitable funds for Boys and Girls Clubs within Florida that serve Florida children.

Article IV Manner of Election of Directors

The Board of Directors shall be vested with the management and control of the affairs of the Corporation. The Directors will be elected or appointed as provided in the bylaws.

Article V Initial Officers

The name and address of the initial officers are as follows:

President

Tim Knowles, 1205 Manatee Avenue West, Bradenton, FL 34205

Vice President

Tom Moseley, 1724 Manatee Avenue West, Bradenton, FL 34205

Secretary/Treasurer

Alex Rodriguez-Roig, P.O. Box 330219, Miami, FL 33233

Article VI Registered Agent

The name and street address of the registered agent is:

Daniel Lyons

3130 Fruitville Road

Sarasota, FL 34237

Article VII Initial Incorporator

The name and address of the initial incorporator is:

Todd Sumner

1102 Mimosa Drive

Tallahassee, FL 32312

Article VIII Operations of Corporation

Provisions for the regulation of the internal affairs of the Corporation are as follows:

A. The Corporation is intended to be tax-exempt, is constituted so as to accept substantial support from contributions and has not been formed for the pecuniary profit or financial gain. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its directors, officers of the Corporation 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.

B. 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.

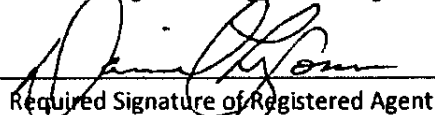
C. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under section 501(c) (3) of the Internal Revenue Code or the corresponding section of any future federal tax code.

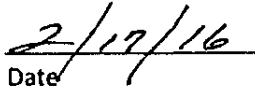
D. Upon the dissolution or winding up of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed on an equitable basis, as determined by the Corporation's Board of Directors, to the members of the Florida Alliance of Boys & Girls, Inc., provided each such participating member is a tax exempt organization under 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

Article IX Effective Date

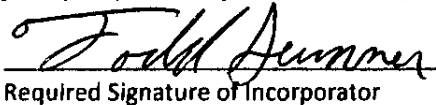
These Articles are to be effective upon filing with the Florida Department of State.

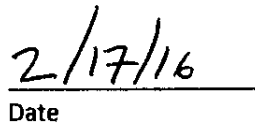
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.


Required Signature of Registered Agent


Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.


Required Signature of Incorporator


Date