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SMITH AND HAMM, P. A.

ATTORNEYS AT LAW

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December 29, 1994

Secretary of State
Division of Corporations
The Capitol
Tallahassee, FL 32304

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01-04/95-01012 017
***122.50 ***441.71.00

Re: Central Florida Wildcats, Inc.

Gentlemen:

I am enclosing herewith an original and one (1) copy of Articles of Incorporation for the above-named corporation. In addition, a check in the sum of \$122.50 is enclosed which represents the following fees:

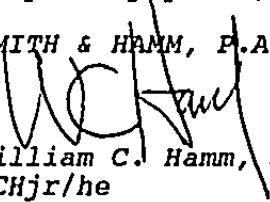
Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent Fee	<u>35.00</u>
TOTAL	\$ 122.50

Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

Your prompt attention to this matter would be appreciated.

Very truly yours,

SMITH & HAMM, P.A.


William C. Hamm, Jr.
WCHjr/he

Enclosures

FILED
95 JAN -3 PM 2:21
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

D. BROWN JAN - 5 1995

ARTICLES OF INCORPORATION
OF
CENTRAL FLORIDA WILDCATS, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, hereby organize for the purpose of becoming a Corporation under the laws of the State of Florida, by and under the provisions of the Statutes of the said State of Florida, providing for the formation, rights, privileges, immunities and liabilities of Corporation not for profit.

ARTICLE I

The name of the Corporation shall be CENTRAL FLORIDA WILDCATS, INC.

ARTICLE II

The address of the principal office of this Corporation is 3059 Lantana Circle, Auburndale, Florida 33823, and the mailing address is the same.

ARTICLE III

The purpose for which this non-profit Corporation is formed is to:

- 1.) form a youth football team consisting of players selected from central Florida;
- 2.) acquire and own equipment and property, real or personal, necessary for the operation of the Wildcats;
- 3.) to borrow money, contract debts, make contacts and to exercise any and all other powers as a natural person could lawfully make, do, perform or exercise which may be necessary, convenient or expedient for the accomplishment of any of its objects or purposes, providing the same be not inconsistent with the laws of the State of Florida and to that end, enumeration of such powers shall not be deemed inclusive.

ARTICLE IV

The officers of this Corporation shall be President, Vice-President, Secretary/Treasurer, Head Coach and Public Relations/Rules Officer. The officers may be elected at the annual meeting of the Corporation as provided for in the by-laws of the Corporation. Officers may also be appointed by majority of the Board of Directors. The names and street addresses of the members of the first Board of Directors are as follows:

President:	CLYDE STORIE
Vice-President:	JUDSON SMITH
Secretary/Treasurer:	DENNIS JENKINS
Head Coach:	TONY ANDERSON
Public Relations/Rules Officer:	SPORT SUTTON

ARTICLE V

The term of existence of the Corporation shall be perpetual or until such time as it is dissolved as provided by the laws of the State of Florida.

ARTICLE VI

The street address of the Corporation's initial registered office is 3059 Lantana Circle, Auburndale, Florida 33823, and the name of the initial registered agent of this Corporation is Clyde Storie, 3059 Lantana Circle, Auburndale, FL 33823.

ARTICLE VII

The membership of this non-profit corporation shall consist of all persons herein named as subscribers and such other persons as, from time to time, hereafter may be appointed by the Board of Directors.

CLYDE STORIE	3059 Lantana Circle Auburndale, FL 33823
JUDSON SMITH	3522 Cindy Lane Lakeland, FL 33801

DENNIS JENKINS

202 Carol Boulevard, "A"
Auburndale, FL 33823

TONY ANDERSON

319 Bolondar Road
Auburndale, FL 33823

SPORT SUTTON

319 Bolondar Road
Auburndale, FL 33823

ARTICLE VIII

The Board of Directors of this Corporation may provide by-laws for the conduct of its business and the carrying out of its purposes as they deem necessary from time to time. These by-laws may be amended at any meeting of the Board of Directors provided that 10 days written notice is given of the meeting and the notice indicates the purpose and content and suggested wording for the amendment. The by-laws may be altered, made or rescinded by 2/3 vote of the directors present and voting.

ARTICLE IX

The Articles of Incorporation may be amended in the manner provided by law and may be amended at a special meeting called for that purpose. Any member of the Board of Directors may propose provisions.

ARTICLE X

Should this Corporation be dissolved, other than incident to merger or consolidation, the assets shall be dedicated, granted, conveyed and assigned to any non-profit public or private agency, corporation, association, trust or similar organization devoted to and used for purposes similar to those for which this Corporation was created, so long as said grant, dedication, conveyance or assignment shall not be inconsistent with Section 501(c)(3) of Internal Revenue Code of 1954, as amended. That it is an express purpose of the organization to receive donations by gift, trust inheritance as a charitable institution under

the tax laws of the United States Government.

IN WITNESS WHEREOF, We have herunto subscribed our names and affixed our seals to these Articles of Incorporation, on this 2nd day of September, 1994.

Clyde Storie
CLYDE STORIE

Judson Smith
JUDSON SMITH

Dennis Jenkins
DENNIS JENKINS

Tony Anderson
TONY ANDERSON

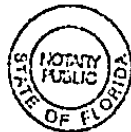
Sport Sutton
SPORT SUTTON

STATE OF FLORIDA
COUNTY OF POLK

BEFORE ME, the undersigned authority, personally appeared CLYDE STORIE, JUDSON SMITH, DENNIS JENKINS, TONY ANDERSON and SPORT SUTTON who, being first duly sworn, depose and say they are the individuals described in and who executed the foregoing Articles of Incorporation and acknowledged before me that they executed same for the purposes therein expressed.

WITNESS my hand and official seal in the above named County and State this 7th day of SEPTEMBER, 1994.

Marian B. Skelly
Notary Signature



MARIAN B. SKELLY
My Comm. Exp. 1-25-96
Bonded By Service Ins. Co.
CC172346

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN THIS STATE
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

CENTRAL FLORIDA WILDCATS, INC.

desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation at Auburndale, County of Polk, State of Florida, has named CLYDE STORIE as its agent to accept service of process within this State.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above stated Corporation, at the place designated in this certificate, I hereby agree to act in this capacity and agree to comply with the provision of said Act relative to keeping open said office.


CLYDE STORIE

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FILED