

LAW OFFICE OF KENNETH G. WING  
P.O. Box 16098

TAMPA, FLORIDA 33687-6098

TELEPHONE (813) 985-7112

*N95000000437*

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

RECEIVED  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA  
JUN 27 1994

Re: WEST COAST YOUTH FOOTBALL CONFERENCE, INC.

Gentlemen:

We enclose the original and a copy of the articles of incorporation for WEST COAST YOUTH FOOTBALL CONFERENCE, INC., and our check for \$122.50 computed as follows:

Filing fee	35.00
Certified copy	52.50
Registered agent designation	35.00

TALLAHASSEE, FLORIDA  
JUN 27 1994  
5:10 PM

Please certify the copy of the articles and return it to us.

Very truly yours,

*Kenneth G. Wing*  
Kenneth G. Wing, Esquire

KGW/dtd

Enclosures.

*1/30*

*P.O.  
12945-37*



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

January 3, 1995

LAW OFFICE OF KENNETH G. WING  
P.O. BOX 16098  
TAMPA, FL 33687-6098

SUBJECT: WEST COAST YOUTH FOOTBALL CONFERENCE, INC.  
Ref. Number: W95000000037

We have received your document for WEST COAST YOUTH FOOTBALL CONFERENCE, INC. and check(s) totalling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

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 (904) 487-6934.

Loria Poole  
Corporate Specialist

Letter Number: 795A00000060

KENNETH G. WING  
ATTORNEY AT LAW  
P.O. Box 16098  
TAMPA, FLORIDA 33687-6098  
(813) 985-7112

Loria Poole  
Corporate Specialist  
Florida Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

RE West Coast Youth Football Conference, Inc.  
Ref Number: W9500000037  
Corrected articles of incorporation

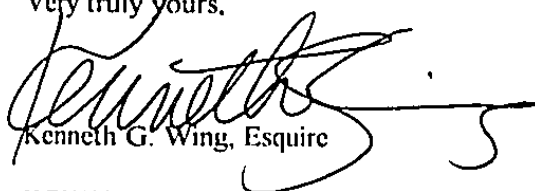
Dear Ms. Poole:

Enclosed please your letter of January 3, 1995, regarding the return of the above articles of incorporation due to the statutory requirement of address of principal office and mailing address. Also enclosed please find a new original and copy of the corrected articles of incorporation, which now include the principal address and mailing address (Article IV).

Kindly process these articles of incorporation and return a certified copy of the articles to my office. Your office is in receipt of our filing fees previously sent.

If you have any questions, please do not hesitate to contact my office.

Very truly yours,

  
Kenneth G. Wing, Esquire

KGW/dtd

Enclosures.

# ARTICLES OF INCORPORATION

OF

## WEST COAST YOUTH FOOTBALL CONFERENCE, INC.

FLORIDA NONPROFIT CORPORATION

RECEIVED  
JUL 27 1981  
15:00 PM

### ARTICLE I - CORPORATE NAME

The name of the corporation is WEST COAST YOUTH FOOTBALL CONFERENCE, INC.

### ARTICLE II - CORPORATE NATURE

This is a nonprofit corporation, organized solely for general athletic purposes pursuant to the Florida Corporations Not for Profit Law set forth in Section 617 of the Florida Statutes.

### ARTICLE III - DURATION

The term of the corporation is perpetual.

### ARTICLE IV - PRINCIPAL OFFICE

The principal place of business of the corporation shall be 8422 Fishermans Pointe Drive, Temple Terrace, Florida 33637, and mailing address of this corporation shall be P.O. Box 16098, Temple Terrace, Florida 33687-6098

### ARTICLE V - GENERAL AND SPECIFIC PURPOSES

The specific and primary purposes for which this corporation is formed are:

- a. For the advancement and operation of youth football and cheerleading programs, any other related or corresponding purposes.
- b. The religious and spiritual education and comfort of its members.
- c. To operate exclusively in any other manner for such athletic, educational, and social purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundation.

## ARTICLE VI - MANAGEMENT OF CORPORATE AFFAIRS

a. Board of Directors The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Conference Trustees consisting of not less than three (3) persons. Each league member shall be entitled to one (1) member on the Board of Conference Trustees, and such member shall be selected by each respective league member.

The Directors named herein shall hold office until the first meeting of members at which time each member league's Trustee shall take office.

Directors elected at the first annual meeting, and at all times thereafter, shall serve a term of one (1) year beginning with the first meeting in February of each year and until the qualification of the successors in office.

Any action required or permitted to be taken by the Board of Conference Trustees under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Trustees. Any certificate of other document filed under any provision of law which relates to action so taken shall state the action was taken by unanimous written consent of the Board of Conference Trustees without a meeting, and that the Articles of Incorporation and the By-Laws of this corporation authorize the Trustees to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Conference Trustees are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Kenneth G. Wing	P.O. Box 16098 Temple Terrace, Florida 33687-6098
Dave Sutherland	6610 Seabird Way Apollo Beach, Florida 33572
Mike Albritton	741 Fortuna Drive Brandon, Florida 33511
Larry LaPointe	2228 Wildwood Hollow Drive Valrico, Florida 33594
Peter Abraham	4408 Hickory Branch Court Brandon, Florida 33511

Randy Proctor

P O Box 1787  
Dover, Florida 33527

#### **ARTICLE VII - EARNINGS AND ACTIVITIES OF THE CORPORATION**

a. 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 make payments and distributions in furtherance of the purposes set forth in Article IV 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 any candidate for public office.

c. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section 503(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

d. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

#### **ARTICLE VIII - DISTRIBUTION OF ASSETS**

Upon dissolution of the corporation, the Board of Conference Trustees shall, after paying or making provision for the payment of all liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 503(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Conference Trustees shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

### **ARTICLE IX - MEMBERSHIP**

The qualification for members and the manner of their admission shall be regulated by the By-Laws for this corporation.

### **ARTICLE X - SUBSCRIBERS**

The name and residence address of the Subscribers of this corporation are as follows:

<b><u>NAME</u></b>	<b><u>ADDRESS</u></b>
Kenneth G. Wing	P.O. Box 16098 Temple Terrace, Florida 33687-6098
Dave Sutherland	6610 Seabird Way Apollo Beach, Florida 33572
Mike Albritton	741 Fortuna Drive Brandon, Florida 33511
Larry LaPointe	2228 Wildwood Hollow Drive Valrico, Florida 33594
Peter Abraham	4408 Hickory Branch Court Prandon, Florida 33511
Randy Proctor	P.O. Box 1787 Dover, Florida 33527

### **ARTICLE XI - AMENDMENT OF BY-LAWS**

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Conference Trustees, or by following the procedure set forth therefor in the By-Laws.

### **ARTICLE XII - DEDICATION OF ASSETS**

The property of this corporation is irrevocably dedicated to athletic, educational, and social purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

### ARTICLE XIII - REGISTERED AGENT AND OFFICE

The address of the corporations registered office shall be 11201 North McKinley Drive, Tampa, Florida 33612-6403, and the name of its registered agent at said address shall be Kenneth G. Wing, Esquire.

### ARTICLE XIV - AMENDMENT OF ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Conference Trustees and presented to a quorum of members for their vote in the manner set forth in the By-Laws of this corporation.

We, the undersigned, being Subscribers and Incorporators of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation on this 18 day of January, 1995.

WITNESS:

JOH HALL  
JOH HALL

JOH HALL

JOH HALL

JOH HALL

JOH HALL

Kenneth G. Wing, Esquire  
Kenneth G. Wing, Esquire  
Temple Terrace Youth Sports Association, Inc.

Dave Sutherland  
Dave Sutherland  
East Bay Buccaneers

Mike Albritton  
Mike Albritton  
Brandon Bears

Larry LaPointe  
Larry LaPointe  
Brandon Steelers

Peter Abraham  
Peter Abraham  
Brandon Broncos

Randy Proctor  
Randy Proctor  
Dover Cowboys



STATE OF FLORIDA )

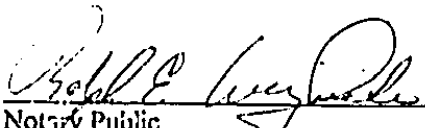
COUNTY OF HILLSBOROUGH )

BEFORE ME, the undersigned authority, personally appeared **KENNETH G. WING, ESQUIRE, DAVE SUTHERLAND, MIKE ALBRITTON, LARRY LaPOINTE, PETER ABRAHAM, and RANDY PROCTOR**, to me well known or who produced the following identification:

All Are Well Known to Me

and known to be the persons who executed the foregoing Articles of Incorporation, and they acknowledged to and before me that they executed such instrument for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 18 day of January, 1995.

  
Notary Public

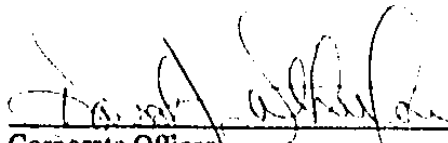
My commission expires:

Notary Public  
State of Florida at Large  
My Commission Expires:  
August 12, 1995

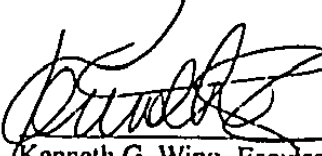
**CERTIFICATE OF DESIGNATION  
REGISTERED AGENT/RESIDENT OFFICE**

Pursuant to the provisions of Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement designating the registered office/registered agent, in the State of Florida.

1. The name of the corporation is **WEST COAST YOUTH FOOTBALL CONFERENCE, INC.**
2. The name and address of the registered agent and office is: **Kenneth G. Wing, Esquire, 11201 North McKinley Drive, Tampa, Florida 33612-6403.**

  
\_\_\_\_\_  
Corporate Officer  
(Title) Secretary  
Dated 1/18/98

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

  
\_\_\_\_\_  
(Kenneth G. Wing, Esquire  
Registered Agent  
Dated: 1-18-98

55 JAN 27 10:51  
LL/James L. FLEGG