R. J. MARSHALL

Attorney at Law 618 8th Ave. W. - P. O. Box 905 Palmetto, Ft. 34220-0905

. Bar #050739

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TRANSMITTAL LETTER

(813) 722-3289 FAX (813) 729-4545

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May 15, 1995

Department of State Division of Corporation P. O. Box 6327 Tallahassee, FL 32314

SUBJECT: TEAM NEARFALL, INC.

Enclosed is an original and (1) copy of the articles of incorporation and a check for \$131.25 for filing fee, certified copy & certificate

FROM:

R. J. Marshall, Esq.

618 8th Ave. W.-P. O. Box 905 Palmetto, FL 34220-0905 TEL: (813) 722-3289

FAX: (813) 729-4545 Attorney for Applicant

Very Truly Yours,

R. Y. Marshall

RJM/da Enclosures

ARTICLES OF INCORPORATION

The undersigned, acting as incorporators of a corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation shall be: TEAM NEARFALL, INC.

ARTICLE II Principal place of business and mailing address

The principal place of business and mailing address of this corporation shall be: 3336 50th Avenue Court East, Bradenton, Florida 34203.

ARTICLE III Purpose

The specific purposes for which the corporation is organized are: To promote, develop and increase the skills of young athletes in amateur wrestling for preschool, grade school, high school, college, Olympic, regional, national and international competition.

Toward this end, to raise money from contributions of its members and others, and from such other sources as may be from time to time devised by its directors, committees or other agencies to defray the cost for travel, lodging, board and other expenses necessary to enable the participants to compete in the events wherever held, and excludes from its net earnings any expenditures for any other purpose including providing for athletic facilities or equipment.

ARTICLE IV Manner of election of directors

The marner and method of election of directors shall be stated in the bylaws.

ARTICLE V Initial registered agent and street address

The name and the street address of the initial registered agent is:

ROBERT YBARRA 3336 50th Avenue Court East Bradenton, Florida 34203

ARTICLE VI Incorporators

The names and the street addresses of the incorporators for these article of incorporation are:

ROBERT YBARRA 3336 50th Avenue Court East Bradenton, Florida 34203 BRYAN WILKES 367 34th Avenue Drive East Bradenton, Florida 34208

The undersigned incorporators have executed these Articles of Incorporation this 15th day of May, 1995.

ROBERT YBARRA

BRYAN WILKES

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617,0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the corporation is: TEAM NEARFALL, INC.
- 2. The name and address of the registered agent and office is:

ROBERT YBARRA 3336 50th Avenue Court East Bradenton, Florida 34203

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 ψ all statutes relating to the proper and complete performance of my duties, and I a familiar with and accept the obligations of my position as registered agent.

May 15, 1995

BØBERT YBARRA