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LAW OFFICE OF
SHEREE H. LANCASTER, P.A.
109 EAST WADE STREET
POST OFFICE BOX 1000
TRENTON, FLORIDA 32693

PHONE: (904) 463-1000
FAX: (904) 463-2939

January 15, 1996

Honorable Sandra B. Mortham
Secretary of State
Corporate Records Bureau
Post Office Box 6327
Tallahassee, Florida 32314

Re: BELL BOYS & GIRLS ATHLETIC ASSOCIATION, INC.

Dear Mrs. Mortham:

Enclosed please find the original and one copy of the Articles of Incorporation and the original and one copy of the Instrument Designating a Resident Agent for the above named corporation. Also enclosed is a check for payment of the following:

Filing Fee:	\$ 35.00
Certified Copy:	52.50
Designation of Resident Agent	<u>35.00</u>
TOTAL	\$122.50

Please return the certified copy of the Articles of Incorporation to this office when completed.

Thank you for your attention in this matter. If you have any questions, please do not hesitate to call my office.

Sincerely,



Sheree H. Lancaster

SHL/shs

Enclosures

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96 JAN 16 AM 9:23
TALLAHASSEE, FLORIDA

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56 JAN 16 AM 9:23
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION OF
BELL BOYS & GIRLS ATHLETIC ASSOCIATION, INC.**

The undersigned, acting as the incorporators for the purpose of forming a not for profit corporation, pursuant to Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation:

Article I

NAME

The name of the Corporation shall be BELL BOYS & GIRLS ATHLETIC ASSOCIATION, INC.

Article II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the Corporation is 3470 Northwest 57th Trail, Bell, Florida 32619. The current mailing address of the Corporation is 3470 Northwest 57th Trail, Bell, Florida 32619.

Article III

PURPOSE

The purposes for which the corporation is organized are as follows:

(a) The specific and primary purposes for which this corporation is formed are to operate for the promotion of the recreational interests of the citizens of Gilchrist County, Florida, and for other charitable purposes, including the prevention of drug abuse by youth, and to promote education and prevention programs of drug abuse among youth in the community by providing alternative recreational activities, by the distribution of its funds for such purposes.

(b) The general purposes for which this corporation is formed are to operate exclusively for such educational and charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

(c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

Article IV

TERM

Corporate existence shall commence upon filing these Articles of Incorporation with the Secretary of State and the term of the Corporation shall be perpetual.

Article V

POWERS

The Corporation shall have all of the common law and statutory powers of a corporation not for profit pursuant to the laws of the State of Florida that are not in conflict with the terms of these Articles; provided, however, that notwithstanding any other provision of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax pursuant to Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue Law.

Article VI

LIMITATIONS

The corporation shall be operated exclusively for charitable, educational and scientific purposes as a nonprofit corporation. No individual trustee or member of the corporation shall have any title to or interest in the corporate property or earnings in his or her individual or private capacity and no part of the net earnings of the corporation shall inure to the benefit of any director, trustee, officer, member or any private shareholder or individual. No substantial part of the activities of the corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation, nor shall the corporation participate in or intervene in any political campaign on behalf of (or in opposition to) any candidate for public office.

Article VII

MEMBERS

The Corporation shall have a membership distinct from the Board of Trustees. Any person paying dues as provided for in the Bylaws and agreeing to be bound by the Articles of Incorporation of this Corporation, by its Bylaws, and by such rules and regulations as the Trustees may from time to time adopt, is eligible for membership in the Corporation. Qualification for membership in the Corporation, the manner of members' admission, membership, voting rights, and termination shall be provided for in the Bylaws of the Corporation.

Article VIII

TRUSTEES

(a) Powers. All corporate powers shall be exercised by or under the authority of, and the affairs of the Corporation shall be managed under the direction of, the Board of Trustees.

(b) Number. The number of trustees shall be determined from time to time in accordance with the Bylaws, but shall never be less

than three trustees.

(c) Election; removal. Trustees shall be elected or removed in accordance with the procedure provided in the Bylaws.

(d) Initial trustees. The names and addresses of the initial trustees to hold office until the first annual meeting of members and until their successors shall have been elected and qualified are as follows:

<u>Name</u>	<u>Address</u>
Richard Eary	Rt. 2, Box 2210, Bell, FL 32619
Linda Philman	Rt. 2, Box 2674, Bell, FL 32619
Ara Bryant	P.O. Box 784, Bell, FL 32619
Dewitt Douglas	Rt. 1, Box 817, High Spgs, FL 32643
Joe Atwood	Rt. 1, Box 778, High Spgs, FL 32643

Article IX

CORPORATE OFFICERS

The general membership shall elect the following officers: president, vice president, treasurer, and secretary, and such other officers as the bylaws of this corporation may authorize the membership to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the membership. The following persons shall serve as corporate officers, until the 1996 annual meeting.

President -	Richard Eary Route 2, Box 2210 Bell, Florida 32619
Vice President -	Michael Mauldin Route 1, Box 886 High Springs, Florida 32643
Treasurer -	Ara Bryant Post Office Box 784 Bell, Florida 32619-0784
Secretary -	Linda Philman Route 2, Box 2674 Bell, Florida 32619

Article X

REGISTERED AGENT AND OFFICE

The name of the initial registered agent of the Corporation and the street address of the initial registered office of the Corporation are as follows:

<u>Name</u>	<u>Address</u>
Linda Philman	3470 Northwest 57th Trail Bell, Florida 32619

Article XI

INCORPORATORS

The name and street address of the person(s) signing these Articles are as follows:

<u>Name</u>	<u>Address</u>
Richard Eary	Rt. 2, Box 2210, Bell, FL 32619
Linda Philman	Rt. 2, Box 2674, Bell, FL 32619
Ara Bryant	P.O. Box 784, Bell, FL 32619
Dewitt Douglas	Rt. 1, Box 817, High Spgs, FL 32643
Joe Atwood	Rt. 1, Box 778, High Spgs, FL 32643

Article XII

BYLAWS

The Bylaws of the Corporation are to be made and adopted by the Board of Trustees and may be altered, amended or rescinded by the Board of Trustees.

Article XIII

AMENDMENT

The Corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Trustees and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law.

Article XIV

DISSOLUTION

In the event of dissolution, the residual assets of the Corporation shall be turned over to one or more organizations which themselves are exempted from federal income tax as organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended or the corresponding provisions of any future United States Internal Revenue Law, or to the federal, state, or local government for exclusively public purposes.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this 19th day of December, 1995.

Richard Eary
Richard Eary
Linda Philman
Linda Philman
Ara Bryant
Ara Bryant
Dewitt Douglas
Dewitt Douglas
✓ Joe Atwood
Joe Atwood

STATE OF FLORIDA
COUNTY OF GILCHRIST

The foregoing instrument was acknowledged before me this 12th
day of December, 1995, by Richard Eary, who ☒ is personally
known to me or ☐ has produced identification, and who did not take
an oath.

Identification Produced:

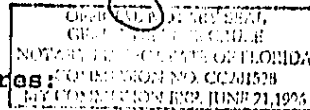
Richard Eary

NOTARY PUBLIC

Typed Name:

Commission No.:

Commission Expires:



STATE OF FLORIDA
COUNTY OF GILCHRIST

The foregoing instrument was acknowledged before me this 19th
day of December, 1995, by Linda Philman, who ☒ is
personally known to me or ☐ has produced identification, and who
did not take an oath.

Identification Produced:

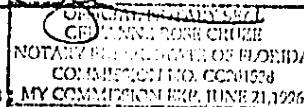
Linda Philman

NOTARY PUBLIC

Typed Name:

Commission No.:

Commission Expires:



STATE OF FLORIDA
COUNTY OF GILCHRIST

The foregoing instrument was acknowledged before me this 19th
day of December, 1995, by Ara Bryant, who ☒ is personally
known to me or ☐ has produced identification, and who did not take
an oath.

Identification Produced:

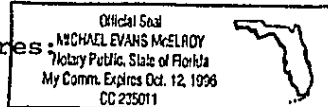
NA

NOTARY PUBLIC

Typed Name:

Commission No.:

Commission Expires:



STATE OF FLORIDA
COUNTY OF GILCHRIST

The foregoing instrument was acknowledged before me this
day of December, 1995, by Dewitt Douglas, who ☒ is personally
known to me or ☐ has produced identification, and who did not take
an oath.

Identification Produced:

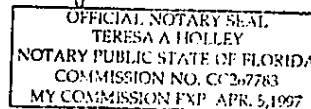
Dewitt Douglas

NOTARY PUBLIC

Typed Name:

Commission No.:

Commission Expires:



STATE OF FLORIDA
COUNTY OF GILCHRIST

The foregoing instrument was acknowledged before me this
day of December, 1995, by Joe Atwood, who ☒ is personally
known to me or ☐ has produced identification, and who did not take
an oath. Identified by credible return - Kim Jones

Identification Produced:

Joe Atwood

NOTARY PUBLIC

Typed Name:

Commission No.:

Commission Expires:



ROBERT URICH
COMMISSION # CC 379832
EXPIRES JUL 24, 1998
BOUNDED THRU
AT AMERICAN BONDING CO., INC.

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

In pursuance to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

First that BELL BOYS & GIRLS ATHLETIC ASSOCIATION, INC., desiring to be organized under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, County of Gilchrist, State of Florida, has named Linda Philman located at 3470 Northwest 57th Trail, Bell, Florida 32619, County of Gilchrist, State of Florida, as its agent to accept service of process within this state.

ACKNOWLEDGEMENT

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

By: 

Linda Philman
Registered Agent

FILED
96 JAN 16 AM 9:23
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA

LAW OFFICE OF
SHEREE H. LANCASTER, P.A.
109 EAST WADE STREET
POST OFFICE BOX 1000
TRENTON, FLORIDA 32693

PHONE: (352) 463-1000
FAX: (352) 463-2939

July 20, 1996
N960000000305

Honorable Sandra B. Mortham
Secretary of State
Corporate Records Bureau - Amendment Section
Post Office Box 6327
Tallahassee, Florida 32314

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Re: BELL BOYS & GIRLS ATHLETIC ASSOCIATION, INC.

Dear Mrs. Mortham:

Enclosed please find the original and one copy of the Articles of Amendment to Articles of Incorporation of Bell Boys & Girls Athletic Association, Inc.

Also enclosed is a check from Bell Boys & Girls Athletic Association, Inc. check for payment of the following:

Filing Fee:	\$ 35.00
Certified Copy:	52.50
TOTAL	\$ 87.50

Please return the certified copy of the Articles of Amendment to this office when completed.

Thank you for your attention in this matter. If you have any questions, please do not hesitate to call my office.

Sincerely,


Sheree H. Lancaster

SHL/shs

Enclosures

ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION
OF BELL BOYS & GIRLS ATHLETIC ASSOCIATION, INC.

We, the undersigned, being the President and Secretary of Bell Boys & Girls Athletic Association, Inc., a nonprofit corporation organized under the laws of the State of Florida, hereby certify that the following Amendment to the Articles of Incorporation was duly adopted by the members and the Board of Trustees at a meeting duly held by them on the 25th day of July, 1996.

AMENDMENT

1. Article III Subsection (a) of the Articles is hereby amended to read as follows:

(a) The specific and primary purposes for which this corporation is formed are to operate to promote development of sporting activities of children and youth under the age of eighteen in Gilchrist County, Florida, and for other charitable purposes, including the prevention of drug abuse by youth, and to promote education prevention programs of drug abuse among youth in the community by providing alternative recreational activities, by the distribution of its funds for such purposes.

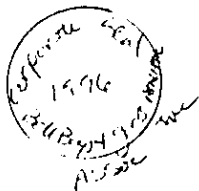
In all other respects, the Articles of Incorporation shall remain as they were prior to this Amendment being adopted.

IN WITNESS WHEREOF, we hereby set our hands and seals this 26th day of July, 1996.

By: Richard Eary
RICHARD EARY,
President

Attest: Linda S. Philman
LINDA PHILMAN,
Secretary

{Corporate Seal}



STATE OF FLORIDA
COUNTY OF GILCHRIST

I HEREBY CERTIFY, that on this 26th day of July A.D. 1996, before me personally appeared RICHARD EARY, President of BELL BOYS & GIRLS ATHLETIC ASSOCIATION, INC., a Corporation under the laws of the State of Florida, who is personally known to me or who has produced N/A (personally known) as identification, and who executed the foregoing and severally acknowledged the execution thereof to be his free act and deed as such officer, for the uses and purposes therein mentioned; and that he affixed thereto the official seal of said corporation, and the said instrument is the act and deed of said corporation.

WITNESS my signature and official seal at Tavernier in the County of Gilchrist and State of Florida, the day and year last aforesaid.

Sherree H. Lancaster
NOTARY PUBLIC

My commission expires:



SHEREE H LANCASTER
My Commission CC405205
Expires Oct. 22, 1998

STATE OF FLORIDA
COUNTY OF GILCHRIST

I HEREBY CERTIFY, that on this 26th day of July A.D. 1996, before me personally appeared LINDA PHILMAN, Secretary of Bell Boys & Girls Athletic Association, Inc., a Corporation under the laws of the State of Florida, who is personally known to me or who has produced N/A (personally known) as identification, and who executed the foregoing and severally acknowledged the execution thereof to be her free act and deed as such officer, for the uses and purposes therein mentioned; and that she affixed thereto the official seal of said corporation, and the said instrument is the act and deed of said corporation.

WITNESS my signature and official seal at Tavernier in the County of Gilchrist and State of Florida, the day and year last aforesaid.

Sherree H. Lancaster
NOTARY PUBLIC

My commission expires:



SHEREE H LANCASTER
My Commission CC405205
Expires Oct. 22, 1998