

TRANSMITTAL LETTER
NA 0000002399

RECEIVED
MAY 13 1996

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

SUBJECT: Gainesville "Baby" Gator Boosters, Inc.
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

- \$70.00 Filing Fee
- \$78.75 Filing Fee & Certificate
- \$122.50 Filing Fee & Certified Copy
- \$131.25 Filing Fee, Certified Copy & Certificate

FROM: DAWN C. PROTO Name (Printed or typed) 700001802897
-05/01/96--01032--014
****150.00 ****150.00

Post Office Box 353 Address

Gainesville, Florida 32602 City, State & Zip

(352) 376-1611, Ext. 6710 Daytime Telephone number

5696
TD

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

ARTICLE I

Name

The name of the corporation shall be:

Gainesville "Baby" Gator Boosters, Incorporated.

ARTICLE II

Principal place of business and mailing address

The principal place of business and mailing address of this corporation shall be: Post Office Box 14022, Gainesville, Florida 32614-0222.

ARTICLE III

Not For Profit

The Corporation is a nonprofit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Member, Trustees or Officers, except to the extent permissible under law.

ARTICLE IV

Purpose(s)

The purpose for which the corporation is organized is exclusively for charitable and educational purposes, and in particular to provide financial support for youth who reside in Alachua County, State of Florida, and participate in the City of Gainesville Recreation and Parks Department youth sports programs. Such support will be demonstrated in the provision of equipment, transportation, awards for recognizing participation, and other uses approved by the Corporation.

Additionally, the corporation may exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donated or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein; and may do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE V
Duration

The duration of the Corporation is perpetual.

ARTICLE VI
Members

The Corporation shall have Voting Members with the qualification, rights and privileges thereof as determined in the Bylaws. The Bylaws may also provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote.

ARTICLE VII
Board of Directors

All powers and management of the Corporation shall be vested in a Board of Directors ("Directors"), including the power to adopt, alter, amend and repeal the Bylaws.

The manner in which the directors are chosen is as follows: The first Board of Directors shall consist of those persons listed as incorporators in the these Articles of Incorporation, and each Director shall hold office until the Annual Meeting of its Members, or until a successor has been duly elected.

Thereafter, at each Annual Meeting of Members, the membership shall elect Directors as provided for in the Bylaws. Any Director may be removed with or without cause by majority vote of the members of the Corporation. A Director may resign at any time by giving written notice to the Board of Directors or to an Officer of the Corporation. Unless otherwise specified in the notice, the resignation shall take effect upon receipt thereof by the Board of Officers or Officer. Acceptance of such resignation shall not be necessary to make it effective. Newly created vacancies in the Board of Directors may be filled by a vote of the majority of the Board of Directors then in office, although less than a quorum. A Director elected to fill a vacancy caused by resignation, death, or removal shall be elected to hold office for the unexpired term of his predecessor. Two or more offices may be held by the same person except for the office of the President and Secretary.

ARTICLE VIII
Limitation of corporate powers

The corporate powers of this corporation are as provided in section 617.0302, Florida Statutes, except such powers are also limited as follows:

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Directors or Officers, except 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 IV hereof.

ARTICLE IX
Officers

The Officers of the Corporation shall consist of a President, Secretary, Treasurer, and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer who shall serve for the first year of the Corporation and each office which shall be further described and provided for in the Bylaws is as follows:

Name:	Address:	Title:
Vincent DeBose	1612 S.E. 14th Ave Gainesville, Florida 32641	President
Deborah Anderson	1580 S.E. 32nd St Gainesville, Florida 32641	Vice President
Gloria Gordon	909 N.W. 7th Avenue Gainesville, Florida 32601	Treasurer
Lyn Fort	3505 N.W. 11th Ave Gainesville, Florida 32605	Assistant Treasurer
Dawn Proto	3616 N.W. 109th Terr Post Office Box 353 Gainesville, Florida 32602	Secretary

The offices of the Corporation may be amended from time to time as provided in the bylaws.

ARTICLE X
Initial registered agent and street address

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

Vincent DeBoso
1612 S.E. 14th Avenue
Gainesville, Florida 32641

ARTICLE XI
Amendment

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Directors 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 XII
Incorporators

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

Vincent DeBose
1612 S.E. 14th Avenue
Gainesville, Florida 32641

Deborah Anderson
1580 S.E. 32nd Street
Gainesville, Florida 32641

Gloria Gordon
909 N.W. 7th Avenue
Gainesville, Florida 32601

Lyn Fort
3505 N.W. 11th Avenue
Gainesville, Florida 32605

Dawn Proto
3616 N.W. 109th Terrace
Post Office Box 353
Gainesville, Florida 32606

The undersigned Incorporators have executed these Articles of Incorporation this 18th day of April, 1996.

Signature of Incorporators:

Vincent D. DeBose
Vincent DeBose

Lyn Fort
Lyn Fort

Deborah Anderson
Deborah Anderson

Dawn Proto
Dawn Proto

Gloria Gordon
Gloria Gordon

STATE OF FLORIDA
COUNTY OF ALACHUA

Before Me personally appeared Vincent DeBose, who is personally known to me (yes no) or who produced _____ as identification, Deborah Anderson, who is personally known to me (yes no) or who produced _____ as identification, Gloria Gordon, who is personally known to me (yes no) or who produced _____ as identification, Lyn Fort, who is personally known to me (yes no) or who produced _____ as identification, and Dawn Proto, who is personally known to me (yes no) or who produced _____ as identification, and who executed the foregoing instrument, and acknowledged to and before me that they executed said instrument for the purposes therein expressed.

Witness my hand and official seal this 18th day of April, 1996, in the aforesaid County and State.


OFFICIAL NOTARY SEAL
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. 1000000000
MY COMMISSION EXPIRES NOV. 29, 1999

NOTARY PUBLIC STATE OF FLORIDA AT LARGE
Printed Name: HA THO N N PRO TO

OFFICIAL NOTARY SEAL
NOTARY PUBLIC STATE OF FLORIDA
COMMISSION NO. 1000000000
MY COMMISSION EXPIRES NOV. 29, 1999

ACCEPTANCE BY REGISTERED AGENT

HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE GAINESVILLE "BABY GATOR" BOOSTERS, INCORPORATED, AT THE PLACE DESIGNATED IN THE ARTICLES, 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.


VINCENT DEBOSE

doan18ra1b001art.doc

FILED
55 APR 30 AM 9:43
TALLAHASSEE, FLORIDA

N 960000023 99



August 4, 1997

Gainesville "Baby" Gator Boosters, Inc.
Post Office Box 140222
Gainesville, Florida 32614-0222

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

Dear Sir or Madame;

Please find enclosed the Articles of Amendment to Articles of Incorporation for the Gainesville "Baby" Gator Boosters, Incorporated. Also enclosed is a check in the amount of \$87.50; \$35.00 filing fee and \$52.50 for a certified copy.

Should you have any questions concerning this issue, please contact me at the above address or telephone (352) 379-4019. Your assistance in this matter is appreciated.

Sincerely,

Dawn C. Proto
DAWN C. PROTO
Vice President

enc. 4

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-08/07/97--01061--003
*****87.50 *****87.50

97 SEP -8 AM 9:07
FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amendment

SEP 9 1997



September 5, 1997

Florida Department of State
Division of Corporations
Post Office Box 6327
Tallahassee, Florida 32314

IN RE: Gainesville "Baby" Gator Boosters, Inc.
Ref. Number: N960002399

Dear Mr. Lewis:

Please find enclosed your letter dated August 18, 1997, in which you requested additional information prior to filing the Articles of Amendment. Specifically, attached is: (1) The 1997 Annual Report certification; (2) the date of amendment adoption has been corrected to read "11 November, 1996"; the vice president signed in the space indicated on the form; and (4) third on the amendment form was completed.

Please be advised that the cashier's check which was originally sent with these documents was not enclosed with your letter dated August 18, 1997, and should therefore be available to you for processing.

Should you have any further questions, please contact me by phone at (352) 379-4019.

Sincerely,

DAWN C. PROTO

enc. 4



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

August 18, 1997

DAWN C. PROTO
GAINESVILLE BABY GATOR BOOSTERS, INC.
P. O. BOX 140222
GAINESVILLE, FL 32614-0222

SUBJECT: GAINESVILLE "BABY" GATOR BOOSTERS, INCORPORATED
Ref. Number: N96000002399

We have received your document for GAINESVILLE "BABY" GATOR BOOSTERS, INCORPORATED and check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The date of adoption of each amendment must be included in the document.

Our records indicate the corporation has not filed its 1997 corporation annual report. Please file the report and change the registered agent on the form. Third on the amendment form must be completed. Also please have the vice president sign in the space provided.

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 (850) 487-6905.

Theima Lewis
Corporate Specialist Supervisor

Letter Number: 997A00041598

RECEIVED
97 SEP -8 11 8:15
DIVISION OF CORPORATIONS

ARTICLES OF AMENDMENT
to
ARTICLES OF INCORPORATION
of

FILED
97 SEP -8 AM 9:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

GAINESVILLE "BABY" GATOR BOOSTERS, INCORPORATED

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida nonprofit corporation adopts the following articles of amendment to its articles of incorporation.

FIRST: Amendment(s) adopted (INDICATE ARTICLE NUMBER(S) BEING AMENDED, ADDED OR DELETED.)

Article III. Not for Profit - Please see attached.

SECOND: The date of adoption of the amendment(s) was: 11 November, 1996

THIRD: Adoption of Amendment (CHECK ONE)

- The amendment(s) was(were) adopted by the members and the number of votes cast for the amendment was sufficient for approval.
- There are no members or members entitled to vote on the amendment. The amendment(s) was(were) adopted by the board of directors.

Gainesville "Baby" Gator Boosters, Inc.
Corporation Name

Dawn C. Proto

Signature of Chairman, Vice Chairman, President or other officer

DAWN C. PROTO

Typed or printed name

Vice President

Title

August 4, 1997

Date

ARTICLE III
Purpose (n)

Said organization is organized exclusively for charitable, religious, education, 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 corresponding section of any future federal tax code.

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set for in the purpose clause hereof. No substantial part of the activities of the organization shall be the carrying of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or interver. in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.