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Faul Will Haugham

- H. BCX 251246

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- Chy/state/Zip Phone 11246

Other

Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

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NEW FILINGS			
NonProfit	Amendment Resignation of R.A.,		ို် မွာ
Limited Linbility Domestication	Change of Registered Dissolution/Withdraw		***
Other	Метдет		1962) (1)
OTHER FILINGS Annual Report	REGISTRATI QUALIFICAT	ON/	D ON THE PROPERTY OF THE PROPE
Fictitious Name	Foreign		
Name Reservation	Limited Partnership		
- 	Reinstatement		
	Trademark	J	•

Examiner's Initials

Articles of Incorporation

FILED 96 MAY -1 AND 04

of

TALLAHALLE FLORIDA

Sports Combine Unlimited, Inc.

ARTICLE I

NAME

The name of the Corporation is Sports Combine Unlimited, Inc..

ARTICLE II

DURATION

This corporation shall have perpetual existence commencing on the date of this filing of these Articles with the Department of State.

ARTICLE III

PURPOSE

- a. This corporation is a not-for-profit corporation organized under Chapter 617, Florida Statues. It is not organized for the private gain of any person. The specific purposes of this corporation are:
 - (1) To promote sports with minor children and adults to further education.
- b. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations.
- c. Provided, however, that the corporation shall not engage in any action which is not permitted to be carried on by nonprofit

corporations under the Internal Revenue Code and no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors, or officers, but the Corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make and distributions in furtherance of its stated purposes.

ARTICLE IV

QUALIFICATIONS OF MEMBERS

The qualifications of members of this corporation and the manner of their admission shall be regulated by the bylaws of said corporation.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 3432 Uphill Terrace Jacksonville, Florida 32277 and the name of the initial registered agent of this corporation at that address is FAUL B. WHITTINGHAM.

ARTICLE VI

INITIAL BOARD OF DIRECTORS

This corporation shall have three (3) Director constituting the initial Board of Directors. The Bylaws shall provide the method of election of all Directors, and the number of Directors may be raised or lowered by amendment of the bylaws but shall in no case be less

than three (i). The name and address of the initial Board of Directors of the corporation is:

PAUL B. WHITTINGHAM 3432 Uphill Torrace Jacksonville, Florida 32277

TONY E. ARMSTRONG 3432 Uphill Torrace Jacksonville, Florida 32277

ALISA P. SEYMORE 3432 Uphill Terrace Jacksonville, Florida 32277

ARTICLE VII

INCORPORATORS

The name and address of the Incorporator signing these articles is: PAUL B. WHITTINGHAM, 3432 Uphill Terrace, Jacksonville, Florida 32277.

ARTICLE VIII

INDEMNIFICATION

The Corporation shall, to the fullest extent permitted by the Florida Corporation Act, as the same may be amended and supplemented, indemnify any and all persons whom it shall have power to indemnify under the said provisions from and against any and all the expenses, liabilities, or other matters referred to in or covered by said provisions, and the indemnification provided for herein shall not be deemed exclusive of any other rights to which those indemnified may be entitled under any Bylaw, vote of stockholders, or disinterested

directors, or otherwise, both as to action in his or her official capacity and as to action while holding such office, and shall continue as to a person who has ceased to be a director, officer, employee, or agent and shall inure to benefit of the heirs, executors, and administrators of such a . n.

ARTICLE IX

AMENDMENT

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, or any amendment hereto, by a majority vote of the Board of Directors, and any right conferred upon the shareholders is subject to this reservation.

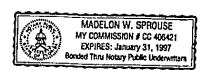
STATE OF FLORIDA COUNTY OF DUVAL PAUL B. WHITTINGHAM

Incorporator

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above personally appeared PAUL B. WHITTINGHAM, known to be and known by me to be the person who executed the foregoing Articles of Incorporation, and he acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have set my hand and seal in the State and County above, this 29 day of _______, 1996.

NOTARY PUBLIC IN AND FOR THE STATE OF FLORIDA.



CERTIFICATE DESIGNATING REGISTERED AGENT AND PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA, AND ACCEPTANCE OF AGENT UPON WHOM PROCESS MAY BE SERVED

In compliance with Sections 48.091 and 607.034, Florida Statutes, the following is submitted:

FIRST, that Sports Combine Unlimited, Inc. desiring to organize or qualify under the laws of the State of Florida, with its principle place of business at 3432 Uphill Terrace Jacksonville, Florida 32277 has named PAUL B. WHITTINGHAM as its agent to accept service or process within Florida. Dated this 29 day of 1996.

Director

SECOND, that having been named to accept service of process for the above named corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper performance of my duties.

Registered Agent