

LAW OFFICES OF

LANE, TROHN, CLARKE, BERTRAND, VREELAND & JACOBSEN, P.A.

JOHN A. ATTAWAY, JR.
ROBERT J. BERTHARD
ROBERT M. BRUSH
HANK D. CAMPBELL
CHRISTINE M. CASHGAL
THOMAS L. CLARKE, JR.
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CHRISTOPHER N. FEAR
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LYNN H. GROBECCLORE
NANCY C. HANNIBON
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FAX (841) 888-0310

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KINGWODD SPOTT, JR.
ROBERT G. STOKES
JANET M. STUART
JONATHAN B. TROHN
ROBERT L. TROHN
JOHN K. VREELAND

A.H. LANE (RETIRED)

IN REPLY REFER TO:

Lakeland

N96000002502
April 4, 1996

Division of Corporations
Florida Secretary of State
409 East Gaines Street
Tallahassee, Florida 32301

100001787501
-04/19/96--01077--010
****122.50 ****122.50

Re: POLK COUNTY YOUTH HOCKEY, INC.

Gentlemen:

Enclosed please find the original and one copy of Articles of Incorporation for a new Florida not-for-profit corporation to be known as POLK COUNTY YOUTH HOCKEY, INC. Please file the original Articles and return the copy to me, duly certified to show the date of filing. Please note that the corporate existence is to commence as of the date of execution and acknowledgment of the Articles.

Also enclosed is a check payable to Florida Department of State in the amount of \$122.50 to cover the following:

Filing Fee	\$ 35.00
Registered Agent Fee	35.00
Certified Copy Fee	52.50

If there are any questions concerning these Articles, I would appreciate your telephoning me collect at (941)284-2257.

Thanking you for your usual cooperation, I am

Yours very truly,

Donald G. Jacobsen

DGJ/lw
Enclosures

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY -6 PM 3:30

5/10
W96-8801

LAW OFFICES OF
LANE, TROHN, CLARKE, BERTRAND, VREELAND & JACOBSEN, P.A.

JOHN A. ATTAWAY, JR.
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DANNY L. COHEN
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JUDITH J. FLANDERS
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HARTOW, FLORIDA 33631-1878
TELEPHONE (841) 833-0600
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PATRICK J. MURPHY
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WYFFORD H. BISHAM
ROBERT G. STOKES
JANET M. STUART
JONATHAN D. TROHN
ROBERT L. TROHN
JOHN K. VREELAND
DONALD H. WILSON, JR.

A.H. LANE (RETIRED)

IN REPLY REFER TO:
LAKELAND

May 7, 1996

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

ATTN: SHARON TALA

Re: Polk County Youth Hockey, Inc.
Ref. Number: W96000008801

Dear Ms. Tala:

Pursuant to your letter of April 24, 1996 (a copy of which is enclosed for your convenient review), enclosed is the Articles of Incorporation which you returned for corrections.

If you have any questions or comments, please feel free to contact me.

Sincerely yours,


Donald G. Jacobsen

DGJ/css
Enclosure



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

April 24, 1996

DONALD G. JACOBSEN, ESQ.
LANE, TROHN, CLARKE, ET AL.,
P.O. BOX 3
LAKELAND, FL 33802-0003

SUBJECT: POLK COUNTY YOUTH HOCKEY, INC.
Ref. Number: W96000008801

We have received your document for POLK COUNTY YOUTH HOCKEY, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(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.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation. A statement making reference to the bylaws is acceptable.

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) 487-6924.

Sharon Tala
Document Specialist Supervisor

Letter Number: 596A00019310

ARTICLE OF INCORPORATION
OF
POLK COUNTY YOUTH HOCKEY, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
96 MAY -6 PM 2:35

The undersigned, for the purposes of forming a corporation not for profit under the Florida Not For Profit Corporation Act, Florida Statutes, Chapter 617, hereby adopt the following Articles of Incorporation:

ARTICLE I. NAME

The name of this corporation shall be **POLK COUNTY YOUTH HOCKEY, INC.**

ARTICLE III. DURATION

This corporation shall have perpetual existence, commencing on the date of the filing of the Articles of Incorporation.

ARTICLE IV. PURPOSE

This corporation shall engage in the operation of an in-line state youth hockey league by arranging leagues and teams for various age groups, scheduling games and maintaining facilities.

ARTICLE V. POWERS

This corporation shall have and exercise all powers granted to a corporation not for profit under Chapter 617, Florida Statutes, as amended, which may be necessary, proper or convenient to carry out the purposes described in Article IV hereof, subject to the limitations specified in Article VI hereof. Subject to any applicable limitations, the corporation shall have the power to receive, accept, use, hold, manage and dispose of all types of real and personal property given, transferred, devised or bequeathed to it, in trust or otherwise, for the purposes described in Article IV above and for the purposes incidental thereto as connected therewith.

ARTICLE VI. LIMITATIONS

The corporation shall neither have nor issue any stock. The 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. The property of this corporation is irrevocably dedicated for charitable, scientific and educational purposes. No part of the net earnings of the corporation shall ever inure to the benefit of or be distributable to any director, officer, or any other individual affiliated with the corporation, but 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. Notwithstanding any other provision of these Articles, the corporation shall not carry on any activity not permitted to be carried on by: (a) an organization exempt from federal income tax under 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 (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of the any future United States Internal Revenue law).

ARTICLE VII. DISTRIBUTIONS; NO SELF-DEALING

The corporation shall distribute its income for each taxable year at such time and in such a manner so as not to subject it to tax under Section 4942 of the Internal Revenue Code of 1986, as amended (or the corresponding provision of any future United States Internal Revenue law) (the "Code"), and the corporation shall not:

- (a) Engage in any act of self-dealing as defined in Section 4914(d) of the Code;
- (b) Retain any excess business holdings as defined in Section 4943(c) of the Code;
- (c) Make any investments in such manner as to subject the corporation to tax under Section 4944 of the Code; or
- (d) Make any taxable expenditures as defined in Section 4945(d) of the Code.

ARTICLE VIII. DISSOLUTION

Upon the dissolution of the corporation or the winding up of its affairs the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation as described in Article IV hereof, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes and which at such time qualifies as an exempt organization or organizations under 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), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of the County in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations which are organized and operated exclusively for such purposes, as such court shall determine.

ARTICLE IX. INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The principal office of this corporation and the initial registered office of this corporation is 1130 Afton Street, Lakeland, Florida 33803, and the name of the initial registered agent of this corporation at that address is VERA NICHOLSON.

ARTICLE X. INCORPORATORS

The names and addresses of the Incorporators of this corporation are as follows:

Vera Nicholson	Richard Dugger	Steve Billingsley	Guerra Bazo
1130 Afton St.	104 Buchanan Dr.	3104 Cypress Wood Blvd.	1826 3rd St., S.E.
Lakeland, FL 33803	Winter Haven, FL 33884	Winter Haven, FL 33884	Winter Haven, FL 33880

ARTICLE XI. NO MEMBERS

The corporation shall have no members unless the Board of Directors determines that the corporation shall have one or more classes of members, in which event the designation of such class or classes, and the qualifications, rights, and method of acceptance thereof shall be as set forth in the By-Laws of the corporation.

Unless and until the Board of Directors shall provide for members, the Board of Directors may take any action which is permitted or required to be taken by the membership of a corporation not for profit under Florida law by the affirmative vote of the majority of the Directors present in person or by written proxy without the necessity for any prior action by the Board of Directors which otherwise would have been required by law for such action if there was a membership entitled to vote on such action.

ARTICLE XII. BOARD OF DIRECTORS

This corporation shall have four (4) directors initially. The manner in which directors are to be elected or appointed and the number of directors may be either increased or diminished from time to time in accordance with the By-Laws, but shall never be less than one (1). The names and addresses of the initial directors of the corporation is or are:

Vera Nicholson	Richard Dugger	Steve Billingsley	Guerra Bazo
1130 Afton St.	104 Buchanan Dr.	3104 Cypress Wood Blvd.	1826 3rd St., S.E.
Lakeland, FL 33803	Winter Haven, FL 33884	Winter Haven, FL 33884	Winter Haven, FL 33880

ARTICLE XIII. BY-LAWS

The By-Laws of the corporation shall be adopted by the Board of Directors, and may be altered, amended or rescinded from time to time, in whole or in part, by the affirmative vote of the majority of the Directors present in person or by written proxy at a meeting called for that purpose. Notice of the proposed action with respect to the By-Laws shall be mailed to each Director at least ten (10) days before such meeting, and such notice shall contain a statement of the proposed action to be taken at such meeting with respect to any By-Laws and, where applicable, of the particular change, alternation, amendment, or addition to the By-Laws to be voted upon at such meeting.

ARTICLE XIV. AMENDMENTS

These Articles of Incorporation may be amended, at any time and from time to time, by the affirmative vote of two-thirds (2/3) of the Directors present in person or by written proxy at the next regular or special meeting of the Board, provided that notice of such change in the Articles shall be given

to each Director in writing at least ten (10) days prior to the date of such meeting and such notice shall contain a statement of the amendment or amendments to be considered at the meeting.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 15 day of April, 1996.

Vera Nicholson
Vera Nicholson

Richard Dugger
Richard Dugger

Steve Billingsley
Steve Billingsley

Guerra Bazo
Guerra Bazo

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
35 MAY -6 PM 2:35

ACCEPTANCE BY REGISTERED AGENT


The undersigned, being the person appointed in the foregoing Articles of Incorporation as the Registered Agent for POLK COUNTY YOUTH HOCKEY, INC., hereby accepts such appointment this 17th day of April, 1996.

Vera Nicholson
VERA NICHOLSON

STATE OF FLORIDA
COUNTY OF POLK

THE FOREGOING Articles of Incorporation were acknowledged before me this 15 day of April, 1996, by **VERA NICHOLSON**, who is personally known to me or who produced a Florida driver's license as identification, and who did not take an oath.


(Affix Notary Seal) Gail D. Anderson
Notary Public, State of Florida
Commission No. CC 490334
My Commission Expires 09/25/99
1-800-3-NOTARY - Fla. Notary Service & Bonding Co.


NOTARY PUBLIC
GAIL D. ANDERSON
(Type or Print Name of Notary)

STATE OF FLORIDA
COUNTY OF POLK

THE FOREGOING Articles of Incorporation were acknowledged before me this 11 day of April, 1996, by **RICHARD DUGGER**, who is personally known to me or who produced a Florida driver's license as identification, and who did not take an oath.


(Affix Notary Seal) Gail D. Anderson
Notary Public, State of Florida
Commission No. CC 490334
My Commission Expires 09/25/99
1-800-3-NOTARY - Fla. Notary Service & Bonding Co.


NOTARY PUBLIC
GAIL D. ANDERSON
(Type or Print Name of Notary)

STATE OF FLORIDA
COUNTY OF POLK

THE FOREGOING Articles of Incorporation were acknowledged before me this 12 day of April, 1996, by **STEVE BILLINGSLEY**, who is personally known to me or who produced a Florida driver's license as identification, and who did not take an oath.


(Affix Notary Seal) Gail D. Anderson
Notary Public, State of Florida
Commission No. CC 490334
My Commission Expires 09/25/99
1-800-3-NOTARY - Fla. Notary Service & Bonding Co.


NOTARY PUBLIC
GAIL D. ANDERSON
(Type or Print Name of Notary)

STATE OF FLORIDA
COUNTY OF POLK

THE FOREGOING Articles of Incorporation were acknowledged before me this 15 day of April, 1996, by **GUERRA BAZO**, who is personally known to me or who produced a Florida driver's license as identification, and who did not take an oath.

(Affix Notary Seal) Gail D. Anderson
Notary Public, State of Florida
Commission No. CC 490334
My Commission Expires 09/25/99
1-800-3-NOTARY - Fla. Notary Service & Bonding Co.


NOTARY PUBLIC
GAIL D. ANDERSON
(Type or Print Name of Notary)