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CUSTOMER NO: 10234A

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CUSTOMER: Thomas W. Conely, III, Esq
CONELY & CONELY, P.A.

207 N.W. Second Street

Okeechobee, FL 34972

DOMESTIC FILING

NAME: OKEECHOBEE SENIOR LEAGUE
FOOTBALL ASSOCIATION, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Kathy Drake

EXAMINER'S INITIALS:

Dmc 6/28/96

FILED
96 JUN 28 AM 9:15
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
OKEECHOBEE SENIOR LEAGUE FOOTBALL ASSOCIATION, INC.

FILED

96 JUN 28 AM 9:15

I, the undersigned, a natural person competent to contract, being desirous of forming a non-profit corporation known as an association for charitable and educational purposes under the provisions of Chapter 617 of the Florida Statutes, do execute and adopt these Articles of Incorporation in a manner and form as follows:

ARTICLE I. NAME, OFFICE AND REGISTERED AGENT

The name of this corporation is OKEECHOBEE SENIOR LEAGUE FOOTBALL ASSOCIATION, INC., its principal address is 13252 N.E. 26th Avenue, Okeechobee, Florida 34972, and its registered agent at that address is JIMMIE L. KEMP.

ARTICLE II. OBJECTS AND PURPOSES.

This corporation is organized and shall be operated exclusively for charitable and educational purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law, and to sponsor an organized football program consisting of players, cheerleaders, pep and drill squads, staff, and football games for middle school age children of Okeechobee County, Florida, (6th-8th grade); to solicit and collect funds and contributions, receive by gift, deed, bequest, or devise or otherwise acquire funds to be used to purchase equipment, insurance and pay other necessary assorted and sundry expenses in connection therewith.

In order to accomplish these objects and purposes the corporation shall be authorized:

1. To take and hold by gift, bequest, devise, purchase, or lease, absolutely or in trust, for one or more of such purposes, any personal and real property, without limitation as to amount or value, except such limitations if any, as may be imposed by law or instrument creating such transfers.

2. This corporation shall have those powers granted to non-profit corporations organized pursuant to the laws of the State of Florida; provided, however, the corporation shall not exercise any power or engage in any prohibitive transactions or unreasonably accumulate income or otherwise invest in such manner which is not designed to accomplish the purposes herein set out or which would otherwise result in a denial of its tax-exempt status in accordance with the provisions of the applicable Federal, State or local laws or regulations.

3. This being a corporation not for profit, it shall be operated exclusively for the purposes set out herein, and no part of its net earnings shall inure to the benefit or any of its members, officers or directors.

4. Notwithstanding any other provisions of these articles, this organization shall not carry on any activities not permitted to be carried on by any organization exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Code.

ARTICLE III. MEMBERSHIP

This corporation shall have no capital stock. The active members of this corporation shall be the directors of this corporation, as hereinafter set forth and shall constitute the initial members of this corporation. Membership in this corporation shall be open to any resident of Okeechobee County, Florida, who shall be approved by a majority of the members of the corporation for membership.

ARTICLE IX. EXISTENCE

This corporation shall have perpetual existence.

ARTICLE X. SUBSCRIBER

The name and residence of the subscribing incorporator to these Articles of Incorporation is:

NAME	RESIDENCE
DEBORAH A. MOODY	13965 Highway 441 N. Okeechobee, Florida 34972

ARTICLE XI. OFFICERS

The officers of this corporation shall be a President, Vice President, Secretary, and Treasurer and such other officers as may be provided in the By-Laws. All of such officers shall be active members of the corporation and in good standing and shall be elected by the Board of Directors as provided in the By-Laws. The names and residences of the first officers of this corporation are as follows:

NAME	OFFICE	RESIDENCE
JIMMY L. KEMP	President	13252 N.E. 26th Avenue Okeechobee, FL 34972
MICKI E. SLAYTON	Vice President	1805 S. Parrott Avenue Apt. C101 Okeechobee, FL 34974
NORMA S. KEMP	Secretary	13252 N.E. 26th Avenue Okeechobee, FL 34972
DEBORAH A. Moody	Treasurer	13965 Highway 441 N. Okeechobee, FL 34972

ARTICLE VII. BOARD OF DIRECTORS

The business, property and affairs of this corporation shall be managed by the Board of Directors. This corporation shall have six (6) directors initially, and the number of directors may be increased or decreased from time to time as may be provided in the By-Laws but shall never be less than three (3).

The Board of Directors shall be elected and hold office as provided in the By-Laws.

The names and addresses of the persons who are to serve as directors for the ensuing year, or until the first annual meeting of the corporation are:

NAME	ADDRESS
JIMMY L. KEMP	13252 N.E. 26th Avenue Okeechobee, FL 34972
MICKIE E. SLAYTON	1805 S. Parrott Avenue Apt. C101 Okeechobee, FL 34974

NORMA S. KEMP

13252 N.E. 26th Avenue
Okeechobee, FL 34972

DEBORAH A. MOODY

13965 Highway 441 N.
Okeechobee, FL 34972

CARL MOODY

13965 Highway 441 N.
Okeechobee, FL 34972

MORRIS HOLLIMAN

1708 N.W. 7th Avenue
Okeechobee, FL 34972

ARTICLE VIII. BY-LAWS

The Board of Directors of this corporation may provide such By-Laws for the conduct of its business and carrying out of its purposes as they may deem necessary from time to time.

The By-Laws may be amended, altered or rescinded by a majority of the vote of the members of the Board of Directors at any regular or special meeting called for that purpose and upon proper notice given to all directors.

ARTICLE IX. AMENDMENTS

These Articles of Incorporation may be amended at any regular or special meeting of the membership called for that purpose, and upon the proper notice thereof to the members, by a majority vote of those present.

ARTICLE X. DISSOLUTION

Upon dissolution of this corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1986, or corresponding section of any future Federal tax code, or shall be distributed to the Federal, state or local government for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction, in the county in which the principal office of the corporation is then located, exclusively for such purposes.

IN WITNESS WHEREOF, I the subscribed have hereunto set my hand and seal to these Articles of Incorporation at Okeechobee, Okeechobee County, Florida, this 24th day of June, 1996.

Deborah A. Moody
Deborah A. Moody

STATE OF FLORIDA
COUNTY OF OKEECHOBEE

The forgoing instrument was acknowledged before me this 24th day of June, 1996, by DEBORAH A. MOODY, who is personally known to me or who produced a Florida Driver's License as identification.



MY COMMISSION # CCS24527 EXPIRES
March 8, 2000
BONDED THRU TROY FAIR INSURANCE, INC.

Betty Jean Lander
Notary Public

ACCEPTANCE OF REGISTERED AGENT

I certify that I am permanent resident of Okeechobee County, Florida, residing at 13252 N.E. 26th Avenue, Okeechobee, Florida 34972. I hereby accept the designation as Registered Agent for OKEECHOBEE SENIOR LEAGUE FOOTBALL ASSOCIATION, INC., a Florida not for profit corporation.

Jimmie L. Kemp
Jimmie L. Kemp