

N 96 00000 3576

CAPITAL CONNECTION, INC.

417 E. Virginia St., Suite 1, Tallahassee, FL 32301, (904)224-8870
 Mailing Address: Post Office Box 10349, Tallahassee, FL 32302
 TOLL FREE No. 1-800-342-8062
 FAX (904) 222-1222

NAME _____
 FIRM _____
 ADDRESS _____

 PHONE () _____

Service: Top Priority _____ Regular _____
 One Day Service Two Day Service

To us via _____ Return via _____

Matter No.: _____ Express Mail No. _____

State Fee \$ _____ Our \$ _____

F. O. 2300R JUL 8 1996

REQUEST	TAKEN	CONFIRMED	APPROVED
DATE <u>7/8</u>			
TIME <u>8:30</u>			CK No. _____
BY <u>9/1</u>			

WALK-IN
 Will Pick Up _____

of No 52813

RE: North Piedmont Athletic
Association, Inc

	CC. FEE	DISBURSED
Capital Express™		
<input checked="" type="checkbox"/> Art. of Inc. File		
Corp. Record Search		
Ltd. Partnership File		
Foreign Corp. File		
<input checked="" type="checkbox"/> () Cert. Copy(s)		
Art. of Amend. File		
Dissolution/Withdrawal		
C U S-		
Fictitious Name File	4000001886054	
	07/08/96 01025 005	
	***122.50 ***122.50	
Name Reservation		
Annual Report/Reinstatement		
Reg. Agent Service		
Document Filing		
Corporate Kit		
Vehicle Search		
Driving Record		
Document Retrieval		
UCC 1 or 3 File		
UCC 11 Search		
UCC 11 Retrieval		
File No.'s, _____ Copies		
Courier Service		
Shipping/Handling		
Phone ()		
Top Priority		
Express Mail Prep.		
FAX () pgs.		
SUBTOTALS		

FEE.....	\$ _____
DISBURSED.....	\$ _____
SURCHARGE.....	\$ _____
TAX on corporate supplies.....	\$ _____
SUBTOTAL.....	\$ _____
PREPAID.....	\$ _____
BALANCE DUE.....	\$ _____
	\$ _____

Please remit invoice number with payment
 TERMS: NET 10 DAYS FROM INVOICE DATE
 1 1/2% per month on Past Due Amounts
 Past 30 Days, 18% per Annum.

THANK YOU
 from
 Your Capital Connection

ARTICLES OF INCORPORATION

OF

North Quadrant Athletic Association, Inc.

We, the proposed officers through the undersigned incorporator hereby associate ourselves together for the purpose of becoming a corporation not for profit under Chapter 617, Laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation not for profit.

ARTICLE I

Name of Corporation

The name of the corporation shall be:

North Quadrant Athletic Association, Inc.

ARTICLE II

Corporate Nature

This is a nonprofit corporation, organized for the operation, control and management of an entity that provides community services and solicits, receives and distributes or uses funds, professional services, and other services for community and economic development and other charitable, scientific, literary, and educational purposes, pursuant to the Florida Corporations Not For Profit Law, set forth in Section 617, Florida Statutes or the corresponding provision of any future Florida law.

ARTICLE III

Duration

The term of existence of the corporation is perpetual, unless dissolved by law.

ARTICLE IV

General and Specific Purposes

The specific and primary purposes for which this corporation is formed are:

- A. For charitable, scientific, literary, and education pursuits, and any other related or corresponding purposes within the meaning of §501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provisions of any future United States Revenue Law.
- B. To maintain and operate a center and athletic association for the solicitation, receipt, and distribution or use of funds, professional

ALLAHASSEE, FLORIDA

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services, and other services for community and economic development and other charitable, scientific, literary and educational purposes.

- C. To operate exclusively for charitable, scientific, literary and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

ARTICLE V

Management of Corporate Affairs

- A. Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors, consisting of not less than three (3) persons.

The Directors named herein as the first Board of Directors shall hold office until the first meeting of members at which time an election of Directors shall be named.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Directors and until the qualifications of the successors in office. Annual meetings shall be held on the first Sunday in December of each year at such place or places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the By-Laws for this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

The names and addresses of such initial members of the Board of Directors are as follows:

NAME	ADDRESS
James Grant	7565 John F. Kennedy Dr. W. Jacksonville, Fl 32219
Timothy Andrew	3411 McMillan St Jacksonville, Fl 32208
Cedric L. Singletary	800 Broward Rd. J103 Jacksonville, Fl 32218
Robin Grant	7565 John F. Kennedy Dr. W. Jacksonville, Fl 32219
Kenneth Smith	3317 Division St. Jacksonville, Fl 32209
Keith Brown	5605 Vernon Rd Jacksonville, Fl 32209
Frederick Truitt	3269 Marby Ter. Jacksonville, Fl 32254

B. Corporate Officers. The Board of Directors shall elect the following officers: President, Vice-President, Secretary and Treasurer, and such other officers as the By-Laws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors. Until such election is held, the following persons shall serve as corporate officers:

	NAME AND ADDRESS
President	Cedric L. Singletary 800 Broward Rd. J103 Jacksonville, Fl. 32218
Vice President	Sabrina Singletary 800 Broward Rd. J103 Jacksonville, Fl 32218
Secretary	Daphne McArthur 1591 Lane Ave. Apt. 26 W. Jacksonville, Fl 32210
Treasurer	Caroly Lewis 3516 Dawson St Jacksonville, Fl 32209

ARTICLE VI

Earnings and Activities of Corporation

A. No part of the net earnings of the corporation shall insure to the benefit of, or be distributable to its members, directors, officers or other private persons, except that 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.

- B. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, and intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office.
- C. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE VII

Distribution of Assets

Upon dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for one or more exempt purposes of the corporation in such manner, and to such organization or organizations organized and operated exclusively for charitable, education, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine, or shall be distributed to the federal government, or to a 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 and to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII

Membership

- A. The qualification for members and the manner

of their admission shall be regulated by the by-laws for this corporation.

- B. The initial address of the corporation is:
P.O. Box 12755
Jacksonville, FL. 32209

ARTICLE IX

Incorporator

The name and residence address of the Incorporator of this corporation is as follows:
Cedric L. Singletary 800 Broward Rd. J103 Jacksonville, FL. 32218

ARTICLE X

Amendment of By-Laws

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporation's Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefore in the By-Laws.

ARTICLE XI

Dedication of Assets

The property of this corporation is irrevocably dedicated to charitable, scientific, literary and educational purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

ARTICLE XII

Registered Agent And Office

The name and address of the corporation's registered officer is: Rodney G. Gregory, Esquire, 3900 Atlantic Blvd, Jacksonville, Florida 32207.

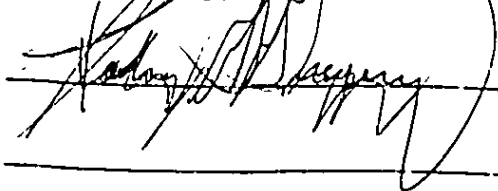
ARTICLE XIII


Amendment of Articles

Amendments to these Articles of Incorporation may be proposed by resolution adopted by the Board of Directors and presented to a quorum of member for their vote in the manner set forth in the By-Laws of this corporation.

I, the undersigned, being the Incorporator of this corporation, for the purpose of forming this non-profit corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this 3 day of July, 1996.

WITNESSED BY:



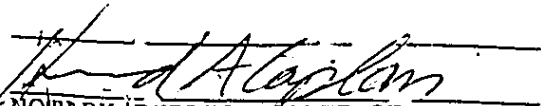

CEDRIC L. SINGLETARY

FILED
JUL 8 1996
JACKSONVILLE, FLORIDA

STATE OF FLORIDA
COUNTY OF DUVAL

BEFORE ME, the undersigned authority, personally appeared, Cedric L. Singletary who, after first being duly sworn, deposes and says that he is the person described in the foregoing Articles of Incorporation and he subscribed to those Articles of Incorporation, farther, he produced drivers license as proof of his identity.

WITNESS my hand and official seal in the County and State named above, this 3 day of July, 1996.

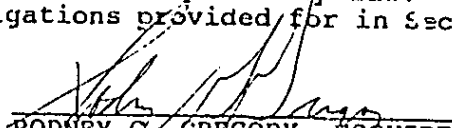

NOTARY PUBLIC, STATE OF FLORIDA
My commission expires:



HOWARD A. CAPLAN
COMMISSION # CC 501130
EXPIRES OCT 11, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

ACCEPTANCE:

I agree as Resident Agent to accept Service of Process; to keep my office open during prescribed hours; to post my name and address (and any other officers of said corporation authorized to accept service of process at the above Florida designated address) in some conspicuous place in my office as required by law. I am familiar with, and accept, the obligations provided for in Section 607.325 Florida Statutes.


RODNEY G. GREGORY, ESQUIRE
3900 Atlantic Blvd
Jacksonville, FL. 32207