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LEGAL & FINANCIAL SERVICES ACCOUNT NO. : 072100000032

REFERENCE : 047316 11469A

AUTHORIZATION :

COST LIMIT : \$ ~~70.00~~ Prepaid

ORDER DATE : August 8, 1996

ORDER TIME : 10:37 AM

ORDER NO. : 047316

CUSTOMER NO: 11469A

CUSTOMER: Ms. Tulah Haff  
WADDELL & READY

209 Palmetto Street  
Auburndale, FL 33823

FILED  
55 AUG -6 PM 12:53  
TALLAHASSEE  
FLORIDA  
CLERK OF DISTRICT COURT

DOMESTIC FILING

NAME: LAKELAND DRUM BULLDOGS, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION  
       CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

       CERTIFIED COPY  
XX PLAIN STAMPED COPY  
       CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Michelle Bailey

EXAMINER'S INITIALS:

2295-  
W96-116601

8/9/96



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

August 8, 1996

CSC NETWORKS  
1201 HAYS STREET  
TALLAHASSEE, FL 32301

SUBJECT: LAKELAND DRUM BULLDOGS, INC.  
Ref. Number: W96000016601

**RESUBMIT**

Please give original  
submission date as file date

We have received your document for LAKELAND DRUM BULLDOGS, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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) 487-6973.

Claretha Golden  
Document Specialist

Letter Number: 096A00037864

RECEIVED  
96 AUG -9 AM 11:30  
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION  
OF  
LAKELAND DRUM BULLDOGS, INC.

STATE  
RECORDS  
95 AUG -2 PM 12:53

(a Nonprofit Corporation)

We, the undersigned, acting as incorporators of a nonprofit corporation under Chapter 617, Florida Statutes, do hereby adopt the following Articles of incorporation for such corporation:

ARTICLE I - NAME

The name of this Corporation is Lakeland Drum Bulldogs, Inc.

ARTICLE II - ADDRESS

The mailing address of this corporation shall be: 2006 Thornhill Road, Auburndale, Florida 33823.

ARTICLE III - PURPOSES

The purposes for which this Corporation is organized are:

(a) to maintain, promote and encourage the growth of football in Auburndale, Florida;

(b) to familiarize players with the fundamentals of football and cheerleading and provide players with the opportunity to play in an organized and supervised environment where the goal is to keep the game free from pressure to win at all costs, and to eliminate participation by any volunteer whose goals conflict with these objectives;

(c) to inspire youth, regardless of race, creed or national origin, to practice the ideals of sportsmanship, scholarship and physical fitness as reflected in the life of the late Glen Scobie "Pop" Warner.

(d) to engage in any activity or business permitted a not for profit corporation under the laws of the United States and Florida

and, although it may have authority under such laws to do certain things, it shall not be authorized to do anything that it would not be permitted to do under Section 501(c)(3) of the Internal Revenue Code and still remain an exempt corporation to which gifts made by individuals are deductible by such donors; and

(e) to exercise all the corporate powers now or hereafter provided by the laws of the State of Florida applicable to corporations not for profit, and specifically including the powers specified in Section 617.021, Florida Statutes, and all amendments thereto, pertaining to corporations not for profit in the State of Florida, except where the same would cause the Corporation to violate any of the provisions contained in Article VIII.

#### ARTICLE IV - COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence upon filing of these Articles of Incorporation.

#### ARTICLE V - TYPE OF CORPORATION

The corporation shall be a corporation not for profit and shall have neither capital stock nor stockholders.

#### ARTICLE VI - MANNER OF ELECTION OF DIRECTORS

The manner in which the Directors are elected or appointed is by popular vote at an annual general meeting, the date for which will be at the discretion of the Board of Directors. Votes will be counted on the basis of one vote per member.

#### ARTICLE VII - LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation are as provided in Section 617.0302, Florida Statutes.

## ARTICLE VIII - PROHIBITED ACTIVITIES

Notwithstanding any other provisions of these Articles of Incorporation:

1) No substantial part of the activities of the Corporation shall ever be to carry on propaganda, or otherwise to attempt to influence legislation, and the Corporation shall not participate in, or intervene in (including publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

2) The Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation 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 subsequent federal tax laws (the "Code"), or (ii) by a corporation, contributions to which are deductible under Section 170(c)(1) or (2) of the Code.

3) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons; provided, however, 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 this Article.

## ARTICLE IX - DURATION

The period of duration of the corporation shall be perpetual.

## ARTICLE X - BOARD OF DIRECTORS

The initial Board of Directors shall consist of three(3) and up to fifteen (15) members. The number of directors may be increased or decreased from time to time by vote of the members, but in no case shall the number of directors be less than three (3) nor more than fifteen (15).

## ARTICLE XI - INITIAL REGISTERED AGENT AND STREET ADDRESS

The street address of the initial registered office of this corporation shall be 2006 Thornhill Road, Auburndale, Florida 33823, and the initial registered agent of this corporation at that address is BILLY DALE GUY.

#### ARTICLE XII - MEMBERS

The authorized number and qualifications of members of the corporation, and other rights and privileges of members, and their liability for dues or assessments and the method of collection thereof, shall be set forth in the Bylaws. The corporation shall have no more than one class of members. Membership shall not be transferrable.

#### ARTICLE XIII - BYLAWS

The power to adopt, alter, amend, or repeal the By-Laws shall be vested in the Board of Directors and the members, except that the Board of Directors may not amend or repeal any By-Law adopted by the members if the members specifically provide that the bylaw is not subject to amendment or repeal by the directors.

The By-Laws of the corporation may be made, altered, or rescinded at any annual meeting of the corporation, or at any special meeting duly called for such purpose, upon the affirmative vote of a majority of members existing at the time of and present at such meeting except that the initial By-Laws of the corporation shall be made and adopted by the Board of Directors.

#### ARTICLE XIV - AMENDMENTS

The corporation reserve the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on members are subject to this reservation.

#### ARTICLE XV - DISSOLUTION OF CORPORATION

On the dissolution or winding up of the corporation, its assets remaining after payment of, or provision for, payment of all

debts and liabilities of the corporation, shall be distributed to the Parks and Recreation Department of the City of Auburndale, Florida.

ARTICLE XVI - INCORPORATOR

The name and street address of the incorporator for these Articles of Incorporation is:

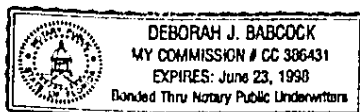
Name	Address
BILLY DALE GUY	2006 Thornhill Road Auburndale, Florida 33823
	<i>Billy Dale Guy</i> BILLY DALE GUY, Incorporator

STAT. OF FLORIDA )

COUNTY OF POLK )

:ss:

The foregoing Articles of Incorporation of Lakeland Drum Bulldogs, Inc., were acknowledged before me this 7th day of August, 1996, by BILLY DALE GUY, as Incorporator, and who produced FL DL 4000-064-63-168-C as identification.



*Deborah J. Babcock*  
Notary Public  
*Deborah J. Babcock*  
Printed Name of Notary  
My Commission Expires:

ACCEPTANCE OF REGISTERED AGENT

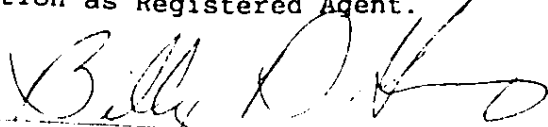
Pursuant to the provisions of Section 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the Registered Office/Registered agent, in the State of Florida:

1. The name of the corporation is: Lakeland Drum Bulldogs, Inc.,

2. The name and address of the registered agent and office  
is:

BILLY DALE GUY, 2006 Thornhill Road, Auburndale, Florida 33823

Having been named as Registered Agent and to accept service of  
process for the above stated corporation at the place designated in  
this certificate, 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.

  
BILLY DALE GUY

8-7-76  
(DATE)

CS REC-9 8/12/76