

**JEFFREY S. GEROW, P.A.**  
**ATTORNEY AT LAW**

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**N96000005637**

November 1, 1996

Florida Department of State  
Attention: Louise Flemming-Jackson  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

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-11/07/96--01098--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

RE: Lion Band Boosters, Inc.

Dear Ms. Flemming-Jackson:

As instructed in your letter of October 21, 1996, I have enclosed herein the Articles of Dissolution for Lion Band Boosters, Inc., the For-Profit Florida Corporation. I have also enclosed the Affidavit stating that these Articles of Dissolution will not be revoked and the name Lion Band Boosters, Inc., is immediately available for use. I have also enclosed the Articles of Incorporation for Lion Band Booster, Inc., the Not-For-Profit Florida Corporation. Please file these documents and provide me with copies verifying that they have been filed. Your records should reflect that I have previously sent \$35.00 which should be applied to the fee for the filing of the Articles of Dissolution. I have accordingly enclosed herein my check in the amount of \$70.00 for the filing fee for the Not-For-Profit Corporation.

If you require anything further, please call me immediately.

Very truly yours,

*Jeffrey S. Gerow*

Jeffrey S. Gerow

JSG:tjb  
Enclosure

*NET*

*Mr. Gerow authorized to  
Add his name as a  
director in Article VI*

FILED  
96 NOV -4 AM 9:00  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**AFFIDAVIT OF DIRECTORS OF LION BAND BOOSTERS, INC.**

STATE OF FLORIDA  
COUNTY OF PALM BEACH


BEFORE ME, the undersigned authority, came Brian R. Gabrielson and Craig A. Adams, under oath and deposes and says:

1. The affiants are the only directors of Lion Band Boosters, Inc.
2. The corporation, Lion Band Boosters, Inc., has no intention of revoking the Articles of Dissolution dated October 24, 1996 and the name Lion Band Boosters, Inc. is available for immediate use by any other corporation.

FURTHER AFFIANTS SAYETH NAUGHT.

IN WITNESS WHEREOF, WE have subscribed our names this 10/24/96 day of October, 1996.

  
BRIAN R. GABRIELSON

  
CRAIG A. ADAMS

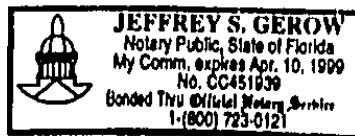
STATE OF FLORIDA                    )  
  ) SS:  
COUNTY OF PALM BEACH         )

BEFORE ME, the undersigned authority, personally appeared Brian R. Gabrielson and Craig A. Adams, who to me are well known to be the person described in and who subscribed the above Affidavit and produced Driver License as identification and freely and voluntarily acknowledged before me according to law that

they made and subscribed the same for the uses and purposes therein mentioned and set forth and who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Boca Raton in said County and State this 24<sup>th</sup> day of October, 1996.

  
PRINTED NAME: Jeffrey S. Gerow  
NOTARY PUBLIC  
MY COMMISSION EXPIRES:



ARTICLES OF INCORPORATION  
OF  
LION BAND BOOSTERS, INC.

FILED  
96 NOV -4 AM 9:10  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

I, the undersigned, for the purpose of forming a corporation not-for-profit, pursuant to Chapter 617 of the Florida Statutes and the laws of the State of Florida relating thereto, adopts the following Articles of Incorporation and hereby certifies as follows:

ARTICLE I

The name of the corporation is: LION BAND BOOSTERS, INC., and the initial principal address of the corporation is 8266 Boca Rio Drive, Boca Raton, Florida 33433.

ARTICLE II

The period of duration of this corporation is perpetual, unless sooner dissolved according to law. Corporate existence shall commence upon filing with the Secretary of State.

ARTICLE III

The purpose or purposes for which this corporation is organized are exclusively for those charitable purposes within the meaning of Section 501 (c) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law. This corporation shall not be conducted or operated for profit, and no part of the net earnings of this corporation shall enure to the benefit of or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make any payments and distributions in furtherance of the purposes set forth herein.

Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on by an organization exempt from Federal Income tax under the relevant subsection of Section 501 (c) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue law, or by a corporation as defined by Section 170 of the Internal Revenue Code of 1954 (or corresponding provision of any future United States Internal Revenue Law).

The general nature of this business and object and purposes of this corporation shall be to do any and all of the things herein mentioned, as fully and to the same extent as natural persons might or could do:

To assist the band program at Olymple Heights High School by providing chaperons, equipment and other items as needed or requested.

To promote the band program at Olymple Heights High School.

To provide funds for the band program at Olymple Heights High School through fund raising events.

#### ARTICLE IV

The qualification of members and the manner of their admission and expulsion shall be specifically covered by the By-Laws of this corporation.

#### ARTICLE V

The street address and city of the registered office of the corporation is 8266 Boca Rio Drive, Boca Raton, Florida 33433. The name of the registered agent at such address is Brian R. Gabrielsen.

#### ARTICLE VI

The number of Directors constituting the Board of Directors of the corporation shall be not less than (3). The names and addresses of the persons who are to serve as the directors, and who shall hold office for the first year, or until their successors are chosen, shall be:

Brian R. Gabrielsen  
8266 Boca Rio Drive  
Boca Raton, Florida 33433

Jeffrey S. Gerow  
4800 N. Federal Hwy., Suite 306-B  
Boca Raton, FL 33431

Craig A. Adams  
11654 Spring Flower Place  
Boca Raton, Florida 33428

The method of election of directors shall be stated in the By-Laws of the corporation.

#### **ARTICLE VII**

The name and address of the person signing these Articles of Incorporation is Brian R. Gabrielsen, 8266 Boca Rio Drive, Boca Raton, Florida 33433.

#### **ARTICLE VIII**

This corporation is organized under a non-stock basis. However, it may have and issue member certificates. No dividends shall be paid and no corporate income shall be distributed to its members, directors or officers.

#### **ARTICLE IX**

In the event of dissolution, the residual assets of the organization will be turned over to one or more organizations which themselves are exempt as organizations which themselves are exempt as organizations described in Section 501 (c) and Section 170 (c) of the Internal Revenue Code of 1954 or corresponding sections of any prior or future law, or to the federal, State or local government for exclusive public purpose.

#### **ARTICLE X**

Any rights of a member of the corporation shall not be assigned, hypothecated or transferred in any manner.

#### **ARTICLE XI**

The corporation shall indemnify its officers, directors and authorized agents for all liabilities incurred directly, indirectly or incidentally to services performed for the corporation, to the fullest extent permitted under Florida law existing now or hereinafter enacted.

Dated this 24 day of October, 1996.

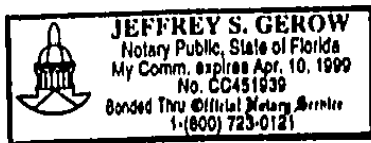
IN WITNESS WHEREOF, the undersigned being the Incorporator of this corporation has executed these Articles of Incorporation.

  
BRIAN R. GABRIELSEN, Incorporator

STATE OF FLORIDA  
COUNTY OF PALM BEACH

BEFORE ME, the undersigned authority, personally appeared BRIAN R. GABRIELSEN, who to me is well known to be the person described in and who subscribed the above Articles of Incorporation and produced his Driver's License as identification and freely and voluntarily acknowledged before me according to law that he made and subscribed the same for the uses and purposes therein mentioned and set forth and who did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and seal at Boca Raton in said county and state this 24<sup>th</sup> day of October, 1996.



  
PRINTED NAME: Jeffrey S. Gerow  
NOTARY PUBLIC  
MY COMMISSION EXPIRES:

**ACKNOWLEDGEMENT**

Having been named to accept service of process for this corporation, at the place designated in Article V, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida General Corporation Act relative to keeping open said office.

  
BRIAN R. GABRIELSEN