

N98000001320

I. W. WILLIAMS

CONSULTANT

2400 DR. M.L. KING STREET SOUTH
SUITE "C"

P. O. BOX 13517

ST. PETERSBURG, FL 33733

(813) 864-9065

FILED

98 MAR -5 AM 10:16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

~~TELEPHONE NO. 122-1234~~

February 2, 1998

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***122.50 ***122.50

Department of State
Division of Corporation
P. O. Box 6327
Tallahassee, FL 32314

Re: Professionals and Athletes Who Care About Kids, Inc.

Dear Sir/Madam:

Enclosed please find an original and one (1) copy of the Articles of Incorporation for the above corporation and check in the amount of \$122.50.

Sincerely,



I. W. Williams

IWW/

Enclosures

P. Hall
MAR -6 1998

**ARTICLES OF INCORPORATION
OF
PROFESSIONALS AND ATHLETES WHO CARE ABOUT KIDS, INC.**

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FILED
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated pursuant to Chapter 617, Florida Statutes as amended of the Laws of the State of Florida, applicable to corporations not for profit under the following proposed Charter.

ARTICLE I
NAME

The name of this corporation shall be Professionals and Athletes Who Care About Kids, Inc., having a business address of 1771 - 13th Avenue South, St. Petersburg, FL 33712.

ARTICLE II
RESIDENT AGENT

The name and address of the Resident Agent is Dennis Savage, Jr., 1771 - 13th Avenue South, St. Petersburg, FL 33712.

ARTICLE III
PURPOSE

The purpose of this corporation is to engage in all lawful activities which corporations not for profit may engage in under the laws of Florida, including, but not limited to involving professionals, athletes and business entities in the development of young boys and girls to assist them in becoming productive and worthy citizens.

ARTICLE IV
MEMBERSHIP

Any person who subscribed to the purposes of this corporation is eligible for membership upon approval by a majority vote of the corporation, at any regular meeting of the corporation.

ARTICLE V
TERM

This corporation shall have perpetual existence.

ARTICLE VI
OFFICES

The affairs of this corporation are to be managed by a President, Vice President, Secretary and a Treasurer who shall be elected annually by the members of the corporation as prescribed in the By-Laws.

ARTICLE VII
FIRST OFFICERS

The names of the officers who are to serve until their successors are elected and qualified are as follows:

President	Dennis Savage, Jr. 1771 - 13th Avenue South St. Petersburg, FL 33712
Vice President	William C. Walker, Sr. 499 - 68th Avenue South St. Petersburg, FL 33705
Secretary	Grady Terrell, III 1801 - 54th Avenue South St. Petersburg, FL 33712
Treasurer	Ernest P. Givins 1447 Maynor Way South St. Petersburg, FL 33705

ARTICLE VIII
DIRECTORS

The names and addresses of the persons constituting the First Board of Directors are:

Dennis Savage, Jr.	1771 - 13th Avenue South St. Petersburg, FL 33712
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William C. Walker, Sr.

499 - 68th Avenue South
St. Petersburg, FL 33705

Grady Terrell, III

1801 - 54th Avenue South
St. Petersburg, FL 33712

Ernest P. Givins

1447 Maynor Way South
St. Petersburg, FL 33705

Myron D. Mills

739 - 30th Avenue South
St. Petersburg, FL 33705

Jewell Shorter

1529 - 26th Street South
St. Petersburg, FL 33705

Rod Williams

4020 Emerson Avenue So.
St. Petersburg, FL 33711

Future Board of Directors members shall be elected as provided in the bylaws of the corporation.

ARTICLE IX BY-LAWS

The By-Laws of this corporation may be amended, altered or rescinded by a two-thirds (2/3) majority of the Board of Directors subject to the approval by a three-fifths (3/5) majority of the membership at any regular meeting of the corporation.

ARTICLE X AMENDMENT

The Articles of Incorporation may be amended, altered or revised by a three-fourths (3/4) vote of the delegation present at any annual meeting providing that all such changes have been approved by a two-thirds (2/3) vote of the Board of Directors prior to the annual meeting.

ARTICLE XI DISSOLUTION

Upon dissolution of the corporation, all of the assets remaining after all costs and expenses of such dissolution shall

be distributed by the Board of Directors to such organizations which have qualified for tax exemption under Section 501(c)(3) of the Internal Revenue Code as recommended or superseded to be used for Public Welfare purposes.

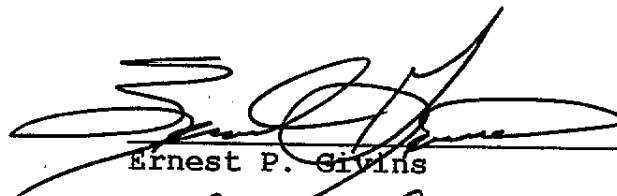
ARTICLE XII
INCORPORATORS

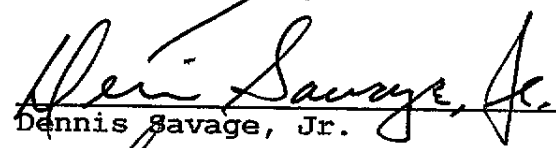
The name and street address of each incorporator for these Articles of Incorporation is:

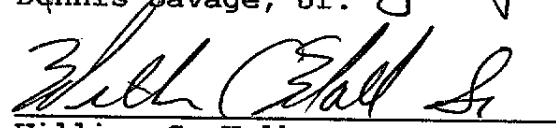
Ernest P. Givins	1447 Maynor Way South St. Petersburg, FL 33705
Dennis Savage, Jr.	1771-13th Avenue South St. Petersburg, FL 33712
William C. Walker, Sr.	499 - 68th Avenue South St. Petersburg, FL 33705

The undersigned incorporators have executed these Articles of Incorporation this 3rd day of February, 1998.

IN WITNESS WHEREOF, we, the undersigned subscribers, set our hands and seals at St. Petersburg, Pinellas County, Florida, this, 3rd day of February, 1998.


Ernest P. Givins


Dennis Savage, Jr.



William C. Walker, Sr.

The foregoing instrument was acknowledged before me this 30 day of February, 1998, by the above named Incorporators who personally appeared before me at the time of notarization, and who are personally know to me.

NOTARY PUBLIC:

Sign: I. W. Williams
I. W. Williams
State of Florida at Large
My Commission Expires:

Profess. AI/

 I. W. WILLIAMS
COMMISSION # CC 497451
EXPIRES SEP 26, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

FILED

98 MAR -5 AM 10:16

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Pursuant to the provisions of sections 607.0501 for 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: Professionals and Athletes Who Care About Kids, Inc.
2. The name and address of the registered agent and office is: Dennis Savage, Jr., 1771 - 13th Avenue South, St. Petersburg, FL 33712.

SIGNATURE:

Dennis Savage, Jr.
corporate officer

TITLE: President

DATE:

03 FEBRUARY 98

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.

SIGNATURE

Dennis Savage, Jr.

DATE

03 FEBRUARY 98

REGISTERED AGENT FILING FEE: \$35.00