

CARA SANSONIA
Attorney

N 98000002622
FILED

June 8, 2000

00 JUN 14 PM 12:01

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Amendment Section
Division of Corporations
Florida Department of State
P.O. Box 6327
Tallahassee, Florida 32314

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-06/14/00--01091--001
****35.00 ****35.00

Re: Florida Alliance for Youth Sports, Inc.

To Whom it May Concern:

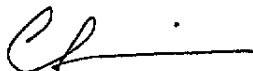
This law firm represents Florida Alliance for Youth Sports, Inc., a Florida Not for Profit Corporation (the "Corporation"). Accordingly, on behalf of the Corporation, please find enclosed for filing, the following:

1. Articles of Dissolution of the Corporation.
2. Plan of Distribution of Assets of the Corporation, authenticated and certified by the Corporation's President.

These documents are being filed pursuant to Florida Statutes sections 617.1403 and 617.1406(2), respectively. Also enclosed herein is a check for the filing fee in the amount of Thirty-five and no/100 Dollars (\$35.00) made payable to Florida Secretary of State.

Please do not hesitate to contact me at the telephone, facsimile or electronic mail numbers written below if you should have any questions with respect to this filing. Once filed, the documents may be returned with filing information to the undersigned at the address written below. A stamped, pre-addressed envelope is enclosed herein for your convenience.

Sincerely,



Cara Sansonia

enclosures

cc: Gordon J. Broadhead, Jr.

2255 Glades Road Suite 324A
PMB 1060
Boca Raton, Florida 33431
Telephone 561.391.7999
Fax 561.392.0125
Email csanslaw@gate.net

D:SS.

DS
6/20/00

**ARTICLES OF DISSOLUTION
OF
FLORIDA ALLIANCE FOR YOUTH SPORTS, INC.
A FLORIDA NOT FOR PROFIT CORPORATION**

FILED
00 JUN 14 PM 12:01
SIGNATURE STATE
TALLAHASSEE, FLORIDA

The undersigned, being the President of Florida Alliance for Youth Sports, Inc. (hereafter, the "Corporation") and acting pursuant to Florida Statutes section 617.1403 hereby submit the following Articles of Dissolution of the Corporation:

**ARTICLE ONE
NAME**

The name of the Corporation is Florida Alliance for Youth Sports, Inc.

**ARTICLE TWO
ARTICLES OF INCORPORATION**

The Articles of Incorporation of the Corporation were filed on May 7, 1998 and assigned document number N98000002622.

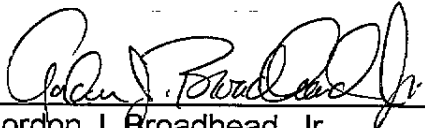
**ARTICLE THREE
MEMBERS**

The Corporation has no members or members entitled to vote on dissolution.

**ARTICLE FOUR
RESOLUTION TO DISSOLVE**

A resolution to dissolve the Corporation was adopted on the 9th day of December, 1999 (the "Resolution Adoption Date") at a duly called and convened meeting of the seven (7) Directors of the Corporation in office on the Resolution Adoption Date by a vote of six (6) in favor and zero (0) against, with one (1) Director abstaining from the vote.

Signed this 9th day of December, 1999.



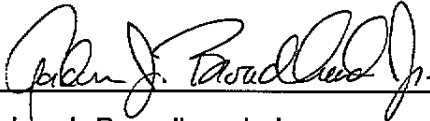
Gordon J. Broadhead, Jr.
President

**OFFICER'S CERTIFICATE OF AUTHENTICITY AND COMPLIANCE
OF
THE PLAN OF DISTRIBUTION OF ASSETS
OF
FLORIDA ALLIANCE FOR YOUTH SPORTS, INC.
A NOT FOR PROFIT CORPORATION**

The undersigned, being a duly authorized officer of Florida Alliance for Youth Sports, Inc. (hereafter, the "Corporation"), hereby certifies as follows:

1. That there are no members or members entitled to vote of the Corporation.
2. That, pursuant to Florida Statutes section 617.1406(2), a Plan of Distribution of Assets of the Corporation (the "Plan"), attached hereto as Exhibit A, was adopted at a duly called and convened meeting of the seven (7) Directors of the Corporation then in office by a vote of six (6) Directors in favor and zero (0) Directors against, with one (1) Director abstaining from vote, on the 9th day of December, 1999.
3. That Exhibit A is an authentic copy of the Plan.
4. That the Plan is in compliance with and was adopted in compliance with the requirements of Florida Statutes section 617.1406(2).

Date: December 9, 1999



Gordon J. Broadhead, Jr.
President

EXHIBIT A

**PLAN OF DISTRIBUTION OF ASSETS
OF
FLORIDA ALLIANCE FOR YOUTH SPORTS, INC.
A FLORIDA NOT FOR PROFIT CORPORATION**

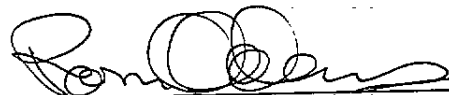
**PLAN OF DISTRIBUTION OF ASSETS OF
FLORIDA ALLIANCE FOR YOUTH SPORTS, INC.
A FLORIDA NOT FOR PROFIT CORPORATION**

There being no members, or members entitled to vote, of Florida Alliance for Youth Sports, Inc. (hereafter, the "Corporation"), the undersigned approved the following plan for the distribution of the assets of the Corporation at a duly called and convened meeting of the seven (7) Directors of the Corporation then in office by a vote of six (6) in favor and zero (0) against, with one (1) Director abstaining from vote, on the 9th day of December, 1999, pursuant to Florida Statutes section 617.1406 and the Articles of Incorporation of the Corporation:

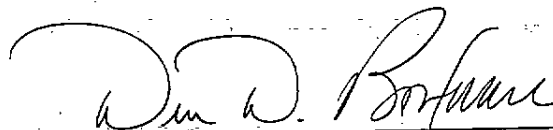
1. All liabilities and obligations (collectively, the "Liabilities") of the Corporation, if any, are described in Schedule A, attached hereto and incorporated herein, and said Liabilities shall be paid and discharged in the manner provided in Schedule A.
2. All assets, if any, held by the Corporation upon condition requiring return, transfer, or conveyance are described in Schedule A, attached hereto and incorporated herein, and such assets shall be returned, transferred or conveyed in the manner provided in Schedule A.
3. The assets of the Corporation set forth in Schedule A, if any, required to be distributed exclusively to charitable, religious, scientific, literary or educational organizations which qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended and its regulations shall be distributed exclusively to charitable, religious, scientific, literary or educational organizations named in Schedule A which qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended and its regulations.
4. There are no members of the Corporation or members with distributive rights.

5. Except as provided in Schedule A, the Corporation holds no assets subject to limitations permitting their use only for charitable, religious, eleemosynary, benevolent, educational or similar purposes.

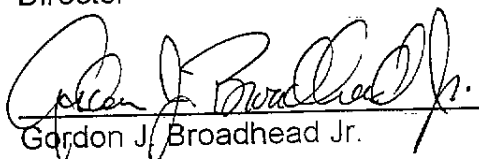
IN WITNESS WHEREOF, we hereby set our hands this 9th day of December, 1999



Ron Adams
Director



Dru Boulware
Director



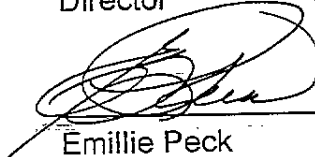
Gordon J. Broadhead Jr.
Director



William Drummond
Director



Darryl Gavin
Director



Emillie Peck
Director



Greg Scott
Director

SCHEDULE A

I. LIABILITIES

<u>Liability</u>	<u>Manner of Discharge</u>	<u>Estimated Discharge Date</u>
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All liabilities and obligations of the Corporation have been paid and discharged.

II. ASSETS

1. Assets held by the Corporation upon condition requiring return, transfer, or conveyance:

None.

2. Assets received and held by the Corporation subject to limitations permitting their use only for charitable, religious, eleemosynary, benevolent, educational, or similar purposes, but not held upon a condition requiring return, transfer, or conveyance by reason of the dissolution:

None.

3. Assets of the Corporation to be distributed to charitable, religious, scientific, literary or educational organizations which qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended and its regulations:

Four Hundred Sixty-seven and 24/100 Dollars (\$467.24) are being donated to the Florida Recreation and Park Association Foundation, Inc., a charitable, religious, scientific, literary or educational organization which qualifies under the provisions of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended and its regulations.