

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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98 JUN -5 AM 10:50

N98000003237

Florida Council for Sport
Baton Twirling, Inc.

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Signature _____

Requested by: _____

Name _____

Date _____

Time _____

Walk-In _____

Will Pick Up _____

- ✓ Art of Inc. File cert.
- ____ LTD Partnership File _____
- ____ Foreign Corp. File _____
- ____ L.C. File _____
- ____ Fictitious Name File _____
- ____ Trade/Service Mark _____
- ____ Merger File _____
- ____ Art. of Amend. File _____
- ____ RA Resignation _____
- ____ Dissolution / Withdrawal _____
- ____ Annual Report / Reinstatement _____
- ✓ Cert. Copy _____
- ____ Photo Copy _____
- ____ Certificate of Good Standing _____
- ____ Certificate of Status _____
- ____ Certificate of Fictitious Name _____
- ____ Corp Record Search _____
- ____ Officer Search _____
- ____ Fictitious Search _____
- ____ Fictitious Owner Search _____
- ____ Vehicle Search _____
- ____ Driving Record _____
- ____ UCC 1 or 3 File _____
- ____ UCC 11 Search _____
- ____ UCC 11 Retrieval _____
- ____ Courier _____

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**ARTICLES OF INCORPORATION
OF
FLORIDA COUNCIL FOR SPORT BATON TWIRLING, INC.
(Florida Nonprofit Corporation)**

ARTICLE I

Corporate Name

The name of this corporation is FLORIDA COUNCIL FOR SPORT BATON TWIRLING, INC.

ARTICLE II

Corporate Nature

This is a nonprofit corporation, organized solely for general educational and charitable purposes pursuant to the Florida Corporations Not for Profit law set forth in Section 617 of the Florida Statutes.

ARTICLE III

Duration

The term of existence of the corporation is perpetual.

ARTICLE IV

General and Specific Purposes

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

(a) for the advancement of physical education, specifically, but not limited to, competitive twirling and baton twirling training, and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.

(b) to operate exclusively in any other manner for such charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, (or the corresponding provision of any other applicable Internal Revenue Law) as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, including private foundations and private operating foundations.

ARTICLE V

Management of Corporate Affairs

(a) **Board of Trustees.** The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Trustees. The number of Trustees of the corporation shall be five (5), provided, however, that such number may be changed by a bylaw duly adopted by the members.

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

Trustees 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 Trustees and until the qualification of the successors in office. Annual meetings shall be held at 12 South Orlando Avenue, Kissimmee, Florida on the first Monday of each year at 1:30 p.m. or at such other times or places as the Board of Trustees may designate from time to time by resolution.

Any action required or permitted to be taken by the Board of Trustees 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 Trustees. 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 Trustees without a meeting, and that the Articles of Incorporation and the Bylaws of this corporation authorize the Trustees 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 Trustees are as follows:

<u>Name</u>	<u>Address</u>
Tessah Marie Ivey	2158 Macy Island Road, Kissimmee, Florida 34744 (mailing: P. O. Box 700902, St. Cloud, Florida 34770-0909)
Jeanne Chwalik	535 N.W. 4 th Avenue, Delray Beach, Florida 33444
John Botts	4806 Country Oaks Boulevard, Sarasota, Florida 34243

Amy Trujillo 2453 Green Springs Drive, Jacksonville, Florida 32246

Elaine Sabino 24471 Whispering Maple Drive, Orlando, Florida 32837

(b) **Corporate Officers.** The Board of Trustees shall elect the following officers. President, Secretary and Treasurer, and such officers as the bylaws of this corporation may authorize the Trustees to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Trustees. Until such election is held, the following persons shall serve as corporate officers.

<u>Name</u>	<u>Address</u>
President: Tessah Marie Ivey	2158 Macy Island Road, Kissimmee, Florida 34744 (mailing: P. O. Box 700902, St. Cloud, Florida 34770-0902)
Secretary: Amy Trujillo	2453 Green Springs Drive, Jacksonville, Florida 32246
Treasurer: John Botts	4806 Country Oaks Boulevard, Sarasota, Florida 34243 (mailing: P. O. Box 700902, St. Cloud, Florida 34770-0902)

ARTICLE VI

Earnings & Activities of Corporation

(a) No part of the net earnings of the corporation shall inure 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 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, or 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).

(c) Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

ARTICLE VII

Distribution of Assets

Upon dissolution of the corporation, the Board of Trustees shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, 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 Trustees shall determine. 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 or to such organization or organizations as such Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VIII

Membership

(a) The corporation shall have one class of members and no more than one membership may be held by any one person. The rights and privileges of all members shall be equal. Each member shall be entitled to one vote.

(b) Any person paying the dues provided for by the bylaws and agreeing to be bound by the Articles of Incorporation and the Bylaws of the corporation and by such rules and regulations as the trustees may from time to time adopt, is eligible for membership.

(c) A prospective member shall be eligible for membership upon presentation of an approved application by membership committee for approval and acceptance by the Board of Trustees.

(d) Membership shall only be terminated in compliance with the by-laws of the corporation.

ARTICLE IX

Subscribers

The names and residence addresses of the Subscribers of this corporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Tessah Marie Ivey	2158 Macy Island Road, Kissimmee, Florida 34744 (Mail: P. O. Box 700902, St. Cloud, FL 34770-0902)
Jeanne Chwalik	535 N.W. 4 th Avenue, Delray Beach, Florida 33444
John Botts	4806 Country Oaks Boulevard, Sarasota, Florida 34243
Amy Trujillo	2453 Green Springs Drive, Jacksonville, Florida 32246
Elaine Sabino	24471 Whispering Maple Drive, Orlando, Florida 32837

ARTICLE X

Amendment of Bylaws

Subject to the limitations contained in the Bylaws, and any limitations set forth in the Corporations Not For Profit law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, Bylaws of this corporation may be made, altered, rescinded, added to, or new Bylaws may be adopted, either by a resolution of the Board of Trustees, or by following the procedure set forth thereof in the Bylaws.

ARTICLE XI

Dedication of Assets

The property of this corporation is irrevocably dedicated to educational and charitable 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 address of the corporation's registered office shall be 8 Broadway, Kissimmee, FL 34741 and the name of its registered agent at said address shall be Tessah Marie Ivey.

ARTICLE XIII

Amendment of Articles

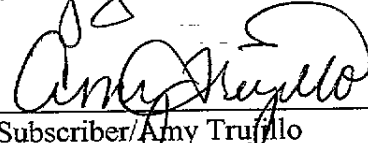
Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Trustees and presented to a quorum of members for their vote.

We, the undersigned, being the subscribers and incorporators of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation this 27 day of May, 1998.


Subscriber/Tessah Marie Ivey


Subscriber/Jeanne Chwalik


Subscriber/John Botts


Subscriber/Amy Trujillo


Registered Agent, Tessah Marie Ivey


Subscriber/Elaine Sabino

STATE OF FLORIDA
COUNTY OF OSCEOLA

The foregoing instrument was acknowledged before me this 27 day of May, 1998, by Tessah Marie Ivey, who is personally known to me or who has produced N/A as identification and who did/did not take an oath.

Dora Frances Lyng
Notary Public, State of Florida
Typed/Printed Name: Dora Frances Lyng
Commission No. _____

Date Commission Expires: _____

DORA FRANCES LYNG
Notary Public - State of Florida
My Commission Expires Oct 15, 2001
Commission # CC689040

STATE OF FLORIDA
COUNTY OF OSCEOLA

The foregoing instrument was acknowledged before me this 12th day of Dec, 1997, by Jeanne Chwalik, who is personally known to me or who has produced C420 436-42 514-0 as identification and who did/did not take an oath.
Florida Drivers License

Eleanor Jeanette Schmitz
Notary Public, State of Florida
Typed/Printed Name: ELEANOR J. SCHMITZ
Commission No. CC687972
Date Commission Expires: 10/12/01

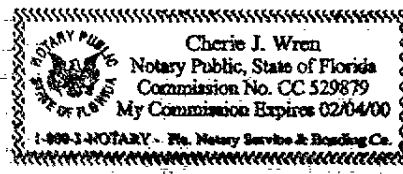


Eleanor Jeanette Schmitz
MY COMMISSION # CC687972 EXPIRES
October 12, 2001
BONDED THRU TROY FAIR INSURANCE, INC

STATE OF FLORIDA
COUNTY OF OSCEOLA

The foregoing instrument was acknowledged before me this 20th day of November, 1997, by John Botts, who is personally known to me or who has produced _____ as identification and who did/did not take an oath.

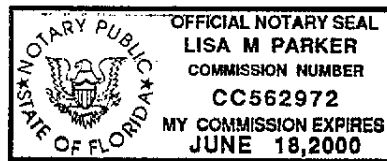
Cherie J. Wren
Notary Public, State of Florida
Typed/Printed Name: CHERIE J. WREN
Commission No. CC 529879
Date Commission Expires: 2/4/00



STATE OF FLORIDA
COUNTY OF OSCEOLA Duval

The foregoing instrument was acknowledged before me this 3rd day of December, 1997, by Amy Trujillo, who is personally known to me or who has produced Florida Drivers License as identification and who did/did not take an oath.

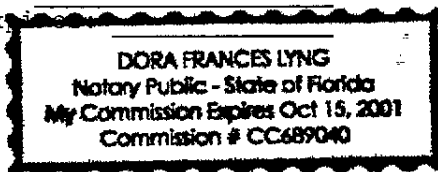
Lisa M. Parker
Notary Public, State of Florida
Typed/Printed Name: Lisa M. Parker
Commission No. CC562972
Date Commission Expires: June 18, 2000



STATE OF FLORIDA
COUNTY OF OSCEOLA

The foregoing instrument was acknowledged before me this 5th day of March, 1998, by Elaine Sabino, who is personally known to me or who has produced FL Driver License #S150-205-50-682-00 as identification and who did/did not take an oath.

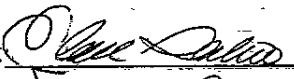
Dora Frances Lyng
Notary Public, State of Florida
Typed/Printed Name: Dora Frances Lyng
Commission No. _____
Commission Expires: _____




**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE
FOR THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED**

**IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE
FOLLOWING IS SUBMITTED:**

FLORIDA COUNCIL FOR SPORT BATON TWIRLING, INC., desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at 8 Broadway, Kissimmee, Osceola County, Florida 34741, has named **Tessah Marie Ivey**, at that address (and at 2158 Macy Island Road, Kissimmee, Florida 34744; mailing: P. O. Box 700902, St. Cloud, Florida 34770-0909) as its agent to accept service of process within Florida.

Signature:  (Officer)
Print: ELAINE SABIDO
Date: 5/5/98

Having been named to accept service of process for the above-stated corporation, at the place designated in this certificate, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.


Registered Agent
Printed Name: Tessah Marie Ivey
Date: 5/27/98

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