ACCOUNT NO. : 072100000032

REFERENCE :

796048

101049A

AUTHORIZATION :

COST LIMIT : \$ 70.00

ORDER DATE: April 27, 1998

ORDER TIME: 10:05 AM

ORDER NO. : 796048-005

CUSTOMER NO: 101049A

THE UNITED STATES **CORPORATION**

CUSTOMER: Ben I. Farbstein, Esq

BEN I. FARBSTEIN, ESQ

Suite 101

3109 Stirling Road

Fort Lauderdale, FL 33312-6558

DOMESTIC FILING

NAME:

PALM BEACH COUNTY ALLSTARS,

INC.

100002550451--4

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION

CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

_ CERTIFIED COPY

___ PLAIN STAMPED COPY

CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Janna Wilson

EXAMINER'S INITIALS:

DIVISION OF CORPORATIONS

98 JUN -8 AM 10: 28

ARTICLES OF INCORPORATION

OF

PALM BEACH COUNTY ALLSTARS, INC. A NONPROFIT CORPORATION

We, the undersigned, with other persons being desirous of forming a nonprofit corporation, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I.

The name of the corporation shall be:

PALM BEACH COUNTY ALLSTARS, INC.

The address of the principal office of this corporation shall be 12667 Sandy Run Road, Jupiter, Florida 33478. and the mailing address of the corporation shall be the same.

ARTICLE II.

The general purpose of the business or businesses to be transacted by this corporation, together with and in addition to the authority and powers conferred by the laws of the State of Florida is to promote participation and competitions for cheerleading activities.

ARTICLE III

The manner in which the directors are to be elected or appointed is as stated in the by-laws.

ARTICLE IV

The name and address of the incorporator of these Articles is Donna Carroll, 12667 Sandy Run Road, Jupiter, Florida 33478.

ARTICLE V

This corporation is to exist perpetually.

ARTICLE VI

All corporate powers shall be exercised by or under the authority of, and the business and affairs of the corporation managed under the direction of its Board of Directors, subject to any limitation set forth in these Articles of Incorporation. This corporation shall have seven directors, initially. The name and street addresses of the initial members of the Board of Directors

Donna Carroll

3109 Stirling Road, Suite 101, Fort Lauderdale, Florida 33312 Same Elana Denman

are:

12667 Sandy Run Road Helayne Melo. Jupiter, Florida 33478

Same . Georgia Blois

Sandy Miller Same

Same Kim Ahearn

Same Mary Helen Johnson

ARTICLE VII

The name and addresses of the initial officers of the corporation who shall hold office for the first year of the corporation, or until their successors are elected or appointed are:

Donna Carroll
Pres.

3109 Stirling Road, Suite 101, Fort Lauderdale, Florida 33312

Georgia Blois V. Pres.

12667 Sandy Run Road Jupiter, Florida 33478

Elana Denman Sec.

3109 Stirling Road, Suite 101, Fort Lauderdale, Florida 33312

Helayne Melo Treas. 12667 Sandy Run Road Jupiter, Florida 33478

ARTICLE VIII

The street address of the initial registered office of the corporation shall be 3109 Stirling Road, Suite 101, Ft. Lauderdale, Florida, 33312, and the name of the initial registered agent of the corporation at that address is Ben I. Farbstein.

jjw

IN WITNESS THEREOF, the undersigned has hereunto set their hand and seal on April 27, 1998.

Donna Carroll, Incorporator

LRD/das

P. 005

DIVISION OF CORPORATIONS

98 JUN -8 AM 10: 28

ACCEPTANCE OF REGISTERED AGENT DESIGNATED IN THE ARTICLES OF INCORPORATION

Ben I. Farbstein, Esq., an individual residing in this state, having a business office identical with the registered office of the corporation named below, and having been designated as the Registered Agent in the above and foregoing Articles of Incorporation of:

Palm Beach County Allstars, Inc.

Ben I. Farbstein, Esq. is familiar with and accepts the obligations of the position of Registered Agent under Section 607.0505, Florida Statutes.

By:

Typed Name:

Farbstein, Esq.

das