

David C. Gaskin

ATTORNEY-AT-LAW

P. O. Box 185

Wewahitchka, Florida 32465

(850) 639-2266

September 1, 1998

N98000005388

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

Re: Wewahitchka PeeWee Football, Inc.

Gentlemen:

Enclosed herewith is the original and one copy of the Articles of Incorporation of the above referenced matter along with our check in the amount of \$122.50 for filing fees. Please return a certified copy upon said filing. Thank you for your cooperation in this matter.

Sincerely,



David C. Gaskin

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encl.

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98 SEP 16 PM 3:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION
OF
WEWAHITCHKA PEEWEE FOOTBALL LEAGUE, Inc.
A NON PROFIT ORGANIZATION

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of the organization is WEWAHITCHKA PEEWEE FOOTBALL LEAGUE, Inc. and is located at 215 Lucy Drive, Wewahitchka, Florida, and whose mailing address is P. O. Box 1667, Wewahitchka, Florida, 32465.

ARTICLE II - DURATION

This organization shall exist for a period of fifty (50) years commencing on the date of execution and acknowledgment of these articles, unless dissolved earlier. The organization will be subordinate to and subject to the authority of the league. Upon dissolution, any assets of the organization shall be distributed to the Wewahitchka High School Athletic Fund.

ARTICLE III - PURPOSES

The purpose of WEWAHITCHKA PEEWEE FOOTBALL LEAGUE, Inc. is to promote athletics and sportsmanship among youth ages six through twelve.

ARTICLE IV - CAPITAL STOCK

There shall be no stock issued, however, the Directors may vote to apply to the Internal Revenue Service for a tax free number.

ARTICLE V - VOTING

Members of the organization shall be adults who have a child enrolled in the program. Directors will be elected, after the first year, on the night of the annual awards banquet by one parent of each Pee Wee Football player who is actively participating .

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this corporation is 215 Lucy Drive, Wewahitchka, Florida, and the mailing address is P. O. Box 1557, Wewahitchka, Florida, 32465, and the name of the initial registered agent of this corporation at that address is Rosa Barnes.

ARTICLE VII - INITIAL BOARD OF DIRECTORS AND OFFICERS

This corporation shall have one (5) directors initially. The number of directors may be either increased or diminished from time to time by the bylaws, but shall never be less than one (1) nor more than seven (7). The names and addresses of the initial directors of this corporation are as follows:

Rosa Barnes, 215 Lucy Dr., Wewahitchka, Fl., 32465;
K-Leigh Gaskin, 117 2nd St., Wewahitchka, Fl., 32465;
Trelle Pridgeon, P. O. Box 1503, Wewahitchka, Fl., 32465;
Carrie Russell, 110 Harrison Dr., Wewahitchka, Fl.,
32465;
Albert Fant, P. O. Box 1111, Wewahitchka, Fl., 32465

The officers names and addresses of this corporation are as follows:

President: Rosa Barnes, 215 Lucy Dr., Wewahitchka, Fl. 32465;
Vice-President: K-Leigh Gaskin, 117 2nd St., Wewahitchka, Fl. 32465;
Secretary: Carrie Russell, 110 Harrison Dr., Wewahitchka, Fl. 32465;
Treasurer: Trelle Pridgeon, P. O. Box 1503, Wewahitchka, Fl. 32465;
Vice-Treasurer: Albert Fant, P. O. Box 1111, Wewahitchka, Fl. 32465.

ARTICLE VIII - INCORPORATOR

The names and addresses of the persons signing these articles are:

Rosa Barnes, 215 Lucy Dr., Wewahitchka, Fl., 32465;
K-Leigh Gaskin, 117 2nd St., Wewahitchka, Fl., 32465;
Carrie Russell, 110 Harrison Dr., Wewahitchka, Fl., 32465;
Trelle Pridgeon, P. O. Box 1503, Wewahitchka, Fl., 32465;
Albert Fant, P. O. Box 1111, Wewahitchka, Fl. 32465

ARTICLE IX - BYLAWS

The power to adopt, alter, amend or repeal bylaws shall be vested in the Board of Directors.

ARTICLE X - DIRECTOR QUORUM AND VOTING

A majority of the directors shall constitute a quorum for a meeting of directors. If a quorum is present, the affirmative vote of a majority of the directors present, or, if a director or directors have abstained from voting because of an interest in the matter to be voted upon, the affirmative of all of the remaining directors, shall be the act of the Board of Directors.

ARTICLE XI - MEETING BY CONFERENCE TELEPHONE

Members of the Board of Directors may participate in meetings of the Board of Directors by means of conference telephone as provided by law.

XII - ACTION BY DIRECTORS WITHOUT A MEETING

The Directors of this corporation may take action by written consent, as provided by law.

ARTICLE XIII - INDEMNIFICATION

The corporation shall not indemnify any officer or director or any former officer or director, except for out of pocket expenses, to the full extent permitted by law.

ARTICLE XIV

This corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation, or any amendments hereto.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation on this 14th day of September, 1998.

Rosa Barnes
ROSA BARNES

K-Leigh Gaskin
K-LEIGH GASKIN

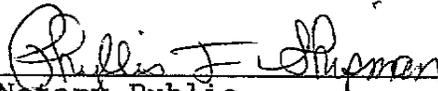
Trelle Pridgeon
TRELLE PRIDGEON

Carrie A. Russell
CARRIE RUSSELL

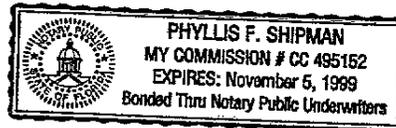
Albert Fant
ALBERT FANT

STATE OF FLORIDA
COUNTY OF GULF

The foregoing instrument was acknowledged before me
this 14th day of September, 1998, by Rosa Barnes, K-Leigh
Gaskin, Trelle Pridgeon, Carrie Russell and Albert Fant who
are known to me or have produced _____ as
identification.



Notary Public
My Commission Expires:



ACCEPTANCE OF REGISTERED AGENT

I, ROSA BARNES, do hereby certify that I am familiar with and do hereby accept the duties and responsibilities as registered agent for Wawahitchka Peewee Football League and do hereby certify that I am over the age of eighteen years and my physical and mailing address is 215 Lucy Dr., Wawahitchka, Florida 32465.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 14th day of September, 1998.

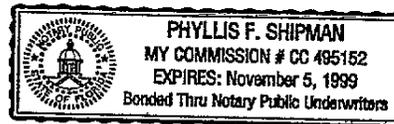
Rosa Barnes

ROSAL BARNES

STATE OF FLORIDA
COUNTY OF GULF

Sworn to and subscribed before me this 14th day of September, 1998.

Phyllis F. Shipman
Notary Public
My Commission Expires:



FILED
98 SEP 16 PM 3:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA