

N 98000005542

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Tuesday, September 22, 1998

Florida Department of State
Division of Corporations
Attn: Carolyn Batten - Document Specialist
P.O. Box 6327
Tallahassee, FL 32314

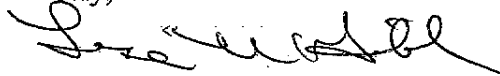
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Re: Ref. No.: W98000021086
Letter No.: 698A00046815

Dear Ms. Batten:

Enclosed please find our original and one copy of the corrected documents in regard to your letter of September 16, 1998. If there are any other problems or questions, you may reach me at (941)426-1193. Thank you.

Sincerely,



Lisa McGibbon
2729 Algardi Lane
North Port, FL 34286

/lmm
Encl.

CPB
9-25-98
6



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

September 16, 1998

LISA MCGIBBON
P.O. BOX 7393
NORTH PORT, FL 34287

SUBJECT: FUND-RAISING COMMITTEE NP KARATE CLUB, INC.
Ref. Number: W98000021086

We have received your document for FUND-RAISING COMMITTEE NP KARATE CLUB, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

We regret that we were unable to contact you by phone. Please return the corrected document with a letter providing us with an address and telephone number where you can be reached during working hours.

A corporation may not act as its own incorporator. Please designate an individual, another active domestic or foreign corporation, with a street address.

The registered agent must have a Florida street address. A post office box is not acceptable.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6930.

Carolyn Batten
Document Specialist

Letter Number: 698A00046815

**ARTICLES OF INCORPORATION
OF
FUND-RAISING COMMITTEE NP KARATE CLUB, INC.**

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

(A Corporation Not for Profit)

The undersigned, acting as incorporator of a corporation under the Florida Not for Profit Corporation Act under Chapter 617 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I. - NAME OF CORPORATION

The name and mailing address of the corporation are:

FUND-RAISING COMMITTEE NP KARATE CLUB, INC.
P.O. Box 7393
North Port, Florida 34287

ARTICLE I. - CORPORATE EXISTENCE

The existence of this corporation shall be perpetual.

ARTICLE II. - PURPOSES

The general nature, objects and purposes of the corporation shall be to operate without profit and to accept and receive funds, and wherever situate, received by it by gift, grant, devise, bequest, or in any lawful manner and to administer and distribute such funds exclusively for the purpose of fund-raising for competitions, including:

- (a) To distribute funds in accordance with the terms of gifts, bequests, or devises made to the corporation which are not inconsistent with its purposes;
- (b) To modify any restriction or condition on the administration and distribution of funds for any specified purpose consistent herewith if in the sole judgment of the board of directors (without the necessity of the approval of any trustee, custodian or agent), such restriction or condition becomes, in effect, unnecessary, incapable of fulfillment, or inconsistent with the designated purposes of the corporation.

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 herein. No substantial part of the activities of the corporation shall be the carrying on of propaganda, 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. Notwithstanding any other provisions of these Articles, the corporation shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE III. - MEMBERSHIP

Membership to this corporation shall be regulated pursuant to the Bylaws of the corporation.

ARTICLE IV. - BOARD OF DIRECTORS

The affairs of the corporation shall be managed by a board of directors consisting of not less than three (3) persons, as determined pursuant to provisions of the Bylaws. The board of directors of the corporation shall be elected as set forth in the Bylaws of the corporation.

The names and addresses of the directors who are to manage the affairs of the corporation until the first such annual meeting of said members, and until their successors are duly elected and qualify, are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Clyde "Eldee" Earley President	4855 MacCaughey Drive North Port, Florida 34287
Maria Sergeant Treasurer	2723 Biscayne Blvd. North Port, Florida 34287
Lisa McGibbon Secretary	2729 Algardi Lane North Port, Florida 34286

ARTICLE V. - BYLAWS

The first board of directors of the corporation shall adopt Bylaws consistent with these Articles of Incorporation. Thereafter, the Bylaws may be altered, amended or rescinded by the directors in the manner provided by such Bylaws.

ARTICLE VI. - DISTRIBUTION UPON DISSOLUTION

Upon the dissolution of the corporation, the board of directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes for which this corporation was organized to such organization or organizations organized and operated exclusively for charitable, educational, 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 1986 (or the corresponding provision of any future United States Internal Revenue Law) or an organization or organizations, contributions to which are deductible under Section 170(c)(1) or (2) of the Internal Revenue Code.

ARTICLE VII. - AMENDMENT

The corporation reserves the right to alter, amend or repeal any provision contained in these Articles of Incorporation, or any amendment thereto, by an affirmative vote of the majority of the total number of members of the board of directors at any regular or special meeting of the Board, provided that written notice of the proposed amendment has been given each director ten (10) days prior to the meeting.

ARTICLE VIII. - REGISTERED OFFICE

The name and address of the corporation's initial registered agent and office are:

Lisa McGibbon
2729 Algardi Lane
North Port, Florida 34286

ARTICLE IX. - INCORPORATORS

The name and address of the incorporator are:

Lisa McGibbon
2729 Algardi Lane
North Port, Florida 34286

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 2nd day of September, 1998.

Lisa McGibbon
Lisa McGibbon
Secretary for Fund-raising Committee NP Karate Club

STATE OF FLORIDA
COUNTY OF SARASOTA

The foregoing instrument was acknowledged before me this 2nd day of September 1998, by Lisa McGibbon, who is personally known to me or has produced _____ as identification and who took an oath.

Melissa J. Knapp
NOTARY PUBLIC
Melissa J. Knapp
[printed name]
My commission expires:



ACCEPTANCE BY REGISTERED AGENT

Having been designated as the Registered Agent of the above-named corporation to accept service of process for said corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of said act relative to keeping open said office.

Lisa McGibbon
Lisa McGibbon, Secretary Fund-raising
Committee NP Karate Club
Registered Agent

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA