

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8270 • (800) 342-8062 • Fax (850) 222-1222

Shalimar Youth Football, Inc.

300003096283--8
-01/12/00--01070--023
*****35.00 *****35.00

Art of Inc. File Amend

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

FILED
00 FEB - 4 AM 11:45
RECEIVED
00 JAN 12 AM 11:42
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

*00789, 00615, 00547, 00672
*00789, 00503, 00564, 00547, 00672

Signature

Requested by: LM 1-12 10:38

Name Date Time

Walk-In Will Pick Up



FLORIDA DEPARTMENT OF STATE
Katherine Harris
Secretary of State

January 12, 2000

Capital Connection, Inc.
417 E. Virginia St.
Suite 1
Tallahassee, FL 32302

SUBJECT: SHALIMAR YOUTH FOOTBALL, INC.
Ref. Number: N98000006203

We have received your document for SHALIMAR YOUTH FOOTBALL, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The date of adoption of each amendment must be included in the document.

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Ramsey
Corporate Specialist

Letter Number: 100A00001778



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 14, 2000

Capital Connection, Inc.
417 E. Virginia St.
Suite 1
Tallahassee, FL 32302

SUBJECT: SHALIMAR YOUTH FOOTBALL, INC.
Ref. Number: N98000006203

We have received your document for SHALIMAR YOUTH FOOTBALL, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as registered agent for said corporation/limited liability company"); and the registered agent's signature.

The document must be signed by the chairman, any vice chairman of the board of directors, its president, or another of its officers.

Please add the statement by the members in Article 11 (date of adoption) or add the statement that there are no members with voting rights or that there are members and the amendments were adopted by the Board of Directors.

If you have any questions concerning the filing of your document, please call (850) 487-6907.

Annette Ramsey
Corporate Specialist

Letter Number: 400A00000000

RECEIVED
00 FEB -4 AM 10:29
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

Corrected

Still needs correction
See printout

RECEIVED
00 JAN 25 AM 11:49
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION (AMENDED)

Document number N98000006203

OF

SHALIMAR YOUTH FOOTBALL, INC

FILED
00 FEB -4 AM 11:45
TALLAHASSEE, FLORIDA
SECRETARY OF STATE

We the undersigned hereby associate ourselves together for the purpose of becoming a Corporation not for profit under Chapter 617, Laws of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a Corporation not for profit.

ARTICLE ONE - ORGANIZATION

The Name of this organization shall be Shalimar Youth Football, Inc.

ARTICLE TWO - PURPOSES

The purpose of Shalimar Youth Football (SYF) is to provide the children of Shalimar and surrounding areas, ages 6-12, the opportunity to play Football in a program that will teach skills, stress competition and provide the opportunity to form traveling teams from it's members.

The Corporation is organized and operated exclusively for charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 as amended. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other 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 provisions of any future United States Internal Revenue Law) or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law.

ARTICLE THREE - DURATION

The term of existence of the Corporation is perpetual, unless dissolved by law.

ARTICLE FOUR- EARNINGS

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of the organization shall be carrying on of propaganda, or otherwise attempting to influence legislation, and the organization shall not participate in, or intervene in any political campaign on behalf of any candidate for public office.

ARTICLE FIVE - MANAGEMENT OF CORPORATE AFFAIRS

Board of Directors: The powers of this Corporation shall be exercise its properties controlled, and its affairs conducted by the Board of Directors, consisting of not less than (3) three persons.

Directors shall be elected at the first annual meeting, and at all times thereafter, shall serve for a term of (1) one-year. Annual meetings shall be held each year at such time and place that may be designated by resolution.

The names and addresses of the original Board of Directors shall be:

President	Rob Fitzgerald, 86 Meigs Dr. Shalimar FL 32579
Vice President	Jimmy Campbell, 4 11th Ave. Suite 2, Shalimar FL 32579
Secretary	Scott Groat, 97 Meigs Dr. Shalimar FL 32579
Treasurer	Ted Densmore, 797 Blvd of Champions Shalimar FL 32579

Corporate Officers: The Board of Directors shall elect the following officers: President, Vice President, Secretary, Treasurer and such other officers as the By-Laws of this Corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors.

ARTICLE SIX - DISSOLUTION

The Property of this Corporation is irrevocably dedicated to charitable and educational 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 person. Upon dissolution or winding up of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this Corporation shall be distributed to a non-profit fund, foundation, or corporation which is organized and operated exclusively for charitable and educational purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code.

ARTICLE SEVEN - INCORPORATORS

The names and addresses of the incorporators of this Corporation are:
Robert P. Fitzgerald, 86 Meigs Dr. Shalimar FL 32579

ARTICLE EIGHT - AMENDMENT OF BY-LAWS

Subject to the limitations contained in the By-Laws, 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, By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by resolution of the Board of Directors, or by any other procedure set forth within the By-Laws of this Corporation.

ARTICLE NINE - REGISTERED AGENT

The name and address of the Corporation's registered agent is:

James C. Campbell
4 11th Avenue, Suite 2
Shalimar FL, 32579

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 COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325 FLORIDA STATUTES.


JAMES C. CAMPBELL

Date: 1/28/2000

ARTICLE TEN: AMENDMENTS TO ARTICLES

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors.

ARTICLE ELEVEN: DATE OF ADOPTION

The Amendments to original Articles of Incorporation were adopted on January 3, 2000, by the Board of Directors. The number of votes cast by the members to adopt the amendments were sufficient for approval.

IN WITNESS THEREOF, the undersigned subscriber has executed these Articles of Incorporation this 2 day of Feb, 2000.


ROBERT P. FITZGERALD
Chairman, Board of Directors


ROBERT P. FITZGERALD
President