

N98000006398

Articles of Incorporation

Memorandum

To: Florida Department of State

From: Nyoka Corlett

Date: September 11, 1998

Subject: Articles of Incorporation

000002679300--0
-11/03/98--01073--004
122.50 **78.75

Attached to this memorandum are two copies of the Articles of Incorporation for the Panhandle Tigers, and a check in the amount of \$. Please file one copy with your agency and return a file-stamped copy to me in the enclosed stamped, self-addressed envelope. Thank you very much for your cooperation.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

November 5, 1998

NYOKA CORLETT
1103 E. 8TH ST.
LYNN HAVEN, FL 32444

SUBJECT: PANHANDLE TIGERS, INC.
Ref. Number: W98000025061

We have received your document for PANHANDLE TIGERS, INC. and your check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

The corporate name must contain a suffix that will clearly indicate that it is a corporation. Such suffixes include: CORPORATION, CORP., COMPANY, CO., INC., and INCORPORATED.

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

The document must contain a registered agent with a Florida street address and a signed statement of acceptance. (i.e. I hereby am familiar with and accept the duties and responsibilities of Registered Agent.)

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) 487-6878.

Alan Crum
Document Specialist

Letter Number: 498A00053878

**Articles of Incorporation
for the
Panhandle Tigers, Inc.**

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Corporation Act, hereby adopt(s) the following Articles of Incorporation.

Article I

The name of this corporation is The Panhandle Tigers, Inc.

Article 2

The principal place of business and mailing address of this corporation shall be:

The Panhandle Tigers, Inc.
%Nyoka Corlett
1103 E. 8th Street
Lynn Haven, FL 32444

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TALLAHASSEE, FLORIDA

Article 3

This is an non-stock, non-profit corporation. The corporation shall not have any capital stock and the conditions of membership shall be stated in the Bylaws.

Article 4

The name and address in the State of Florida of this corporation's Registered Agent for service of process is:

Deena Brannon
206 South Jan Drive
Panama City, FL 32404

Article 5

The names and street addresses of the incorporators to the Articles of Incorporation are:

Nyoka Corlett	1103 E. 8 th Street, Lynn Haven, FL 32444
Heidi Hancock	715 W. 13 Street, Apt 13, Panama City, FL 32401
Deena Brannon	206 S. Jan Drive, Callaway, FL 32404

Article 6

The nature of this corporation and the objects and purposes proposed to be transacted, promoted and carried on, are to do any and all things herein mentioned, as fully and to the same extent as natural persons might or could do, and in any part of the world, vis a non-profit community young adult football program.

This is an non-stock, non-profit corporation. The purpose of the corporation is to engage in any lawful act or activity for which non-profit corporations may be organized under the Florida Business Corporations Act.

Said corporation is organized exclusively for charitable, religious, education, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt 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).

Article 7

The activities and affairs of the corporation shall be managed by a Board of Directors. The number of directors which shall constitute the whole Board shall be such as from time to time shall be fixed by, or in the manner provided in the Bylaws, but in no case shall the number be less than 3. The directors need not be members of the corporation unless so required by the Bylaws or by Statute. The Board of Directors shall be elected by the members at the annual meeting of the corporation to be held on such date as the Bylaws may provide, and shall hold office until their successors are respectively elected and qualified. The Bylaws shall specify the number of directors necessary to constitute a quorum. The Board of Directors may, by resolution or resolutions passed by a majority of the whole Board, designate one or more committees which, to the extent provided in said resolution or resolutions or in the Bylaws of the corporation, shall have and may exercise all the powers of the Board of Directors in the management of the activities and affairs of the corporation. They may further have power to authorize the seal of the corporation to be affixed to all papers which may require it; and such committee or committees shall have such name or names as may be stated in the Bylaws of the corporation or as may be determined from time to time by resolution adopted by the Board of Directors. The directors of the corporation may, if the Bylaws so provide, be classified as to term of office. The corporation may elect such officers as the Bylaws may specify, subject to the provisions of the Statute, who shall have titles and exercise such duties as the Bylaws may provide. The Board of Directors is expressly authorized to make, alter, or repeal the Bylaws of this corporation. This corporation may in its Bylaws confer powers upon its Board of Directors in addition to the foregoing, and in addition to the powers and authorities expressly conferred upon them by the Statute. This is true, provided that the Board of Directors shall not exercise any power of authority conferred herein or by Statute upon the members.

Article 9

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, 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 6 hereof. No part of the activities of the corporation shall consist of the carrying on of propaganda, or otherwise attempting to intervene in (including the publishing and distribution of statements) any 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).

Article 10

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 purpose of the corporation in such manner, or to such organization or organizations and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization 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 Directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit Court of Bay County, Florida, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such designated purposes.


Article 11

The corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation, in the manner now or hereafter prescribed by the Statute, and all rights conferred upon members herein are granted subject to their reservations.

Article 12

Directors of the corporation shall not be liable to either the corporation or its members for monetary damages for a breach of fiduciary duties unless the breach involves: (1) a director's duty of loyalty to the corporation or its members; (2) acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law; (3) a transaction from which the director derived an improper personal benefit.

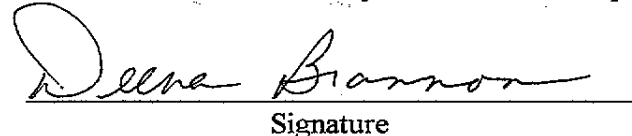
In witness of this, for the purpose of forming this non-profit corporation under the laws of the State of Florida, the undersigned, as incorporators hereinbefore named, do make this certificate, hereby declaring and certifying that the facts herein stated are true, and accordingly have executed these Articles of Incorporation this the 1st day of October, 1998.


Signature


Signature


Signature

I am familiar with and accept the duties and responsibilities of Registered Agent.


Signature

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA