TRANSMITTAL LETTER

Department of State **Division of Corporations** P.O. Box 6327 Tallahassee, FL 32314

200002908742--4 -06/18/99--01051--009 *****87.50 *****87.50

A thletics, Inc. Funds for Youth Athleti
(Proposed corporate name - must include suffix)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for:

\$70.00 Filing Fee

\$78.75

Filing Fee & Certificate of

Status

□\$78.75

Filing Fee & Certified Copy \$87.50

Filing Fee, Certified Copy

& Certificate

ADDITIONAL COPY REQUIRED

MICHAEL Rees

Name (Printed or typed) ONE BEACH DR. SE. Swite 101

Address

St. Peterson FC 3370/

City, State & Zip 727-896-8166 Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION

<u>OF</u>

FUNDS FOR YOUTH ATHLETICS, INC.

99 JUN 18 PH 12: 11
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WHEREAS, there is a need in the local community for an organization to fostor amateur sports competition for the youth in the community; and

WHEREAS, it is desirable to create a Florida not-for-profit corporation that will help inspire the youth of the community to take part in athletic competition;

NOW, THEREFORE, we, the undersigned as the subscribers to these Articles of Incorporation, do hereby associate ourselves together for the purpose of forming a not-for-profit corporation under the laws of the State of Florida.

ARTICLE I - NAME

The name of this Corporation is FUNDS FOR YOUTH ATHLETICS. INC.

ARTICLE II - PURPOSES

The purposes for which the Corporation exists are as follows:

- 1. This organization is formed exclusively for charitable, educational, or literary purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding sections of any future federal tax code.
- 2. Notwithstanding any other provision of these Articles, this Corporation will not carry on any other activities not permitted to be carried on by (a) 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) or (b) a corporation, contributions to

which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States internal revenue law).

- 3. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or 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.
- 4. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its 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 in these Articles.
- 5. To exercise any and all rights and powers conferred upon non-profit corporations by laws of the State of Florida as they now exist or as they may be amended.

ARTICLE III - DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IV - TERM

The term of the Corporation shall be perpetual.

ARTICLE V - OFFICE AND AGENT

The registered office and principal office of the Corporation in the State of Florida will be located at One Beach Drive Southeast, Suite 101. The registered agent of the Corporation in the State of Florida at the registered office is Michael D. Rees.

ARTICLE VI - TRUSTEES

The management and disposition of the affairs and property of the Corporation shall be vested in Trustees, who shall be selected from time to time in such manner, with such terms, in such number and at such times as the By-Laws of this Corporation may provide. The number of such Trustees may be increased or decreased at any time by the By-Laws, but the number of Trustees shall never be less than three (3). All the business of the Corporation shall be conducted by the Trustees under and subject to the direction of the laws of the State of Florida and of the United States of America. The following persons are at the present Trustees of the Corporation:

Name Burke Hedges	Address 2823 Bullard Drive Clearwater, FL 33762
Paul Moon	4520 Bayshore Blvd. NE St. Petersburg, FL 33703
Michael D. Rees	One Beach Drive SE Suite 101 St. Petersburg, FL 33701

ARTICLE VII - OFFICERS

The affairs of the Corporation are to be managed by the following officers: a President, a Vice President, a Secretary, and a Treasurer. The Board of Trustees may provide for and elect any other officers or committees which may seem expedient to the Board. All officers shall be annually elected by the Board of Trustees to serve for terms of one year. The President and

Treasurer shall be members of the Board of Trustees. The names of the officers who are to serve until the first election thereof are as follows:

Name

Office

Burke Hedges

President

Paul Moon

Vice President

Michael D. Rees

Secretary/Treasurer

ARTICLE VIII - MEMBERS

The Corporation shall not have members.

<u>ARTICLE IX - INCORPORATORS</u>

The names and addresses of the incorporators to these Articles of Incorporation are as follows:

<u>Name</u>

Address

Burke Hedges

2823 Bullard Drive

Clearwater, FL 33762

Paul Moon

4520 Bayshore Blvd. NE

St. Petersburg, FL 33703

Michael D. Rees

One Beach Drive Southeast

Suite 101

St. Petersburg, Florida 33701

ARTICLE X - BY-LAWS

The By-Laws of the Corporation are to be made and adopted by, and may be altered, amended, or rescinded by, the Trustees of the Corporation.

ARTICLE XI - AMENDMENTS TO ARTICLES

Any Trustee or Officer of the Corporation may propose that these Articles of Incorporation be amended, but these Articles may be amended only by the act of two-thirds (2/3) of the Trustees of the Corporation.

ARTICLE XII - SCOPE OF CORPORATE AUTHORITY

No Trustee, Officer, or other authorized agent of this Corporation shall be deemed to have the authority, either express or implied, to legally obligate any other auxiliary, unit, or other organization of FUNDS FOR YOUTH ATHLETICS.

ARTICLE XIII - SEAL

The seal of the Corporation shall be a circular impression with the name "FUNDS FOR YOUTH ATHLETICS" around the border and "Florida Seal, 1999" in the center.

IN WITNESS WHEREOF, We, the undersigned, as the incorporators of the above-named Corporation, do hereby subscribe our names and acknowledge the execution of the same on this

Corporation, at many and		
/6 day of June, 1999.		
	30.	(SEAL)
	Burke Hedges	(SEAL)
	Paul Moon	
	With the second	(SEAL)
	Michael D. Rees	
STATE OF FLORIDA)	
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COUNTY OF PINELLAS)	

BEFORE ME, personally appeared Burke Hedges, who is personally known to me or who has produced a Florida driver's license as identification and who executed the foregoing

Articles of Incorporation, and acknowledged to and before me that he executed said instrument for the purposes therein expressed. WITNESS my hand and official seal, this the _/6 + day of June, 1999, in the aforesaid County and State. NOTARY PUBLIC My Commission Expires: MICHAEL D. REES Notary Public, State of Florida STATE OF FLORIDA My comm. exp. Dec. 3, 2002 COMM. No. CC794655 COUNTY OF PINELLAS BEFORE ME, personally appeared Paul Moon, who is personally known to me or who has produced a Florida driver's license as identification and who executed the foregoing Articles of Incorporation, and acknowledged to and before me that he executed said instrument for the purposes therein expressed. County and State. NOTARY PUBLIC My Commission Expires:

BEFORE ME, personally appeared Michael D. Rees, who is personally known to me or who has produced a Florida driver's license as identification and who executed the foregoing

STATE OF FLORIDA

COUNTY OF PINELLAS

MICHAEL D. REES

Notary Public, State of Florida My comm. exp. Dec. 3, 2002 Comm. No. CC794655 Articles of Incorporation, and acknowledged to and before me that he executed said instrument for the purposes therein expressed.

WITNESS my hand and official seal, this the day of June, 1999, in the aforesaid County and State.

NOTARY PUBLIC

My Commission Expires:

JANICE L. SILCOX

NOTARY PUBLIC - STATE OF FLORIDA My Commission Expires Jan. 4, 2002 Comm. No. CC 695269

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FUNDS FOR YOUTH ATHLETICS, INC.

ACCEPTANCE BY REGISTERED AGENT

Having been named to accept service of process for the above-stated Corporation, at place designated in the Articles, I hereby accept to act in this capacity, and agree to comply with the provision of said act relative to keeping open said office.

Michael D. Rees