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* ALSO ADMITTED IN NEW YORK
**ALSO ADMITTED IN MASSACHUSETTS

June 25, 1999

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*****78.75 *****78.75

Secretary of State
Division of Corporation
The Capitol
Tallahassee, Florida 32304

RE: Delray Rocks Youth Organization, Inc.

Dear Sir:

Enclosed herewith is the original and one copy of the Articles of Incorporation of the above-referenced corporation for filing with the Secretary of State, together with a check in the amount of \$78.75 to cover the cost of filing same.

Kindly return to this office a conformed copy of the Articles of Incorporation together with your receipt.

Your prompt attention will be greatly appreciated.

Very truly yours,

Beverly A. Donnelly
Beverly A. Donnelly
Legal Assistant
Enc.

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99 JUN 28 AM 10:09
SECRETARY OF STATE
TALLAHASSEE FLORIDA

Jessica GAVE
AUTHORIZATION BY PHONE TO
CORRECT *RA Page*
DATE *7/1/99*
DOC. EXAM *B/D*

B. BROCK JUL 1 1999

ARTICLES OF INCORPORATION
OF

DELRAY ROCKS YOUTH ORGANIZATION, INC.

The undersigned acting as an incorporator of a corporation under the Florida non-profit Corporation Act, adopts the following Articles of Incorporation for such corporation:

ARTICLE I

NAME

The name of this corporation is DELRAY ROCKS YOUTH ORGANIZATION, INC.

ARTICLE II

DURATION

The period of this corporation is perpetual.

ARTICLE III

PURPOSE

The corporation is organized for the purpose of encouraging organized tackle football, flag football, cheerleading and band activities among youths of Broward County and Palm Beach County, Florida, all of whom are citizens of the United States, with a view toward obtaining a better knowledge of tackle football, flag football, cheerleading and band activities, including, but not limited to, setting and attaining goals and providing guidance and discipline and promoting participation among its members in the activities of tackle football, flag football, cheerleading and band, and for the promotion of the general purposes as are

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TALLAHASSEE FLORIDA

incidental hereto.

ARTICLE IV

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office and mailing address of this Corporation is 513 S.W. 6th Street, Delray Beach, Florida 33444.

ARTICLE V

INITIAL REGISTERED OFFICE AND AGENT

The address of its initial registered office is:

513 S.W. 6th Street
Delray Beach, Florida 33444.

and the name of its initial Registered Agent at said address is Zerlean Williams and the mailing address is the same as above.

ARTICLE VI

BOARD OF DIRECTORS

The number of directors constituting its initial Board of Directors are five. The number of directors may be increased or decreased from time to time by the By-Laws, but there shall not be less than five (5) directors, whose names and addresses are:

Ann Green
1101 N.W. 2nd Street
Delray Beach, FL 33444

Ben Leonard
391 N.E. 27th Avenue
Boynton Beach, FL 33435

Debbie Murray
527 N.W. 10th Avenue
Boynton Beach, FL 33435

Zerlean Williams
513 S.W. 6th Street
Delray Beach, FL 33444

Kathy Sprenkel
5197 Palmridge Blvd.
Delray Beach, FL 33483

The manner in which the directors are to be elected or appointed is as stated in the By-Laws.

ARTICLE VII

INCORPORATOR

The name and address of the Incorporator is:

Zerlean Williams
513 S.W. 6th Street
Delray Beach, FL 33444

ARTICLE VIII

POWERS

This Corporation shall have all of the corporate powers enumerated in the Florida Not For Profit Corporation Act, however, the Corporation shall exercise only such powers as are in furtherance of the exempt purposes of the organization set forth in the subsection of the Internal Revenue Code Section 501(c), as same now exists or as it may be amended from time to time.

ARTICLE IX

INDEMNIFICATION

The Corporation shall indemnify any officer, director, employee or agent or any former officer, director, employee or agent to the full extent permitted by law.

ARTICLE X

AMENDMENT

This Corporation reserves the right to amend or repeal any

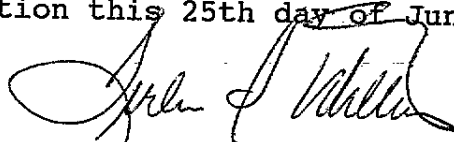
provisions contained in these Articles, or any amendments hereto, and any right conferred upon the shareholders is subject to this reservation.

ARTICLE XI

DISTRIBUTION OR DISSOLUTION

In the event of the dissolution of the Corporation, no member shall be entitled to any distribution or division of its remaining property or its proceeds, and the balance of all money and other property which the Corporation receives from any source, after the payment of all debts and obligations of the Corporation, shall be used or distributed exclusively for purposes with the intent of Section 501(c) of the United States Internal Revenue Code as the same now exists or as it may be amended from time to time.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 25th day of June, 1999.


Zerlean Williams

STATE OF FLORIDA)
) ss:
COUNTY OF PALM BEACH)

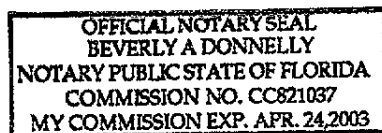
BEFORE ME, the undersigned authority, personally appeared Zerlean Williams, who is to me well known to be the person described in and who subscribed the foregoing Articles of Incorporation and she did freely and voluntarily acknowledge before me according to law that she made and subscribed the same for the uses and purposes therein mentioned and set forth.

IN WITNESS WHEREOF, I have hereunto set my hand and
official seal at Boca Raton, Florida, in said County and State this
25th day of June, 1999.

NOTARY PUBLIC:

sign Beverly A. Donnelly
print BEVERLY A. DONNELLY
State of Florida at Large

(Seal)
My Commission Expires:



CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE
OF PROCESS WITHIN THIS STATE, NAMING
AGENT UPON WHOM PROCESS MAY BE SERVED

In pursuance of Chapter 48.091, Florida Statutes, the following is submitted in compliance with said act:

DELRAY ROCKS YOUTH ORGANIZATION, INC.

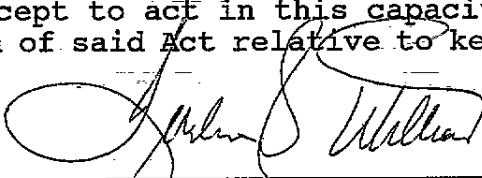
desiring to organize under the laws of the State of Florida with its principal office as indicated in the Articles of Incorporation in the City of Delray Beach, County of Palm Beach, State of Florida, has named:

Zerlean Williams
513 S.W. 6th Street
Delray Beach, FL 33444

as its agent to accept service of process within this State.

ACKNOWLEDGMENT

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



Zerlean Williams

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TALLAHASSEE FLORIDA