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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

C.F. 9-4

**Robert G. Gargiulo**

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*Bradenton, FL 34205*

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Florida New York*

*Phone (941) 753-0302*

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August 30, 2007

State of Florida  
Department of State  
Division of Corporations  
Attn: New Filings Section  
P.O. Box 6327  
Tallahassee, FL 34314

Re: Incorporation of Big Kick Indoor  
Soccer, Inc.

Dear Sir or Madam:

Enclosed is an original and one copy of a certificate of incorporation for filing by your Department. Also enclosed is my check for \$70.00 for filing fees.

Please call me if there is any problem with filing these certificates of incorporation. In addition, any correspondence regarding the filing the certificate of incorporation should be addressed to the undersigned.

Thank you for your cooperation.

Sincerely,

  
Robert G. Gargiulo

encl 3

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
BIG KICK INDOOR SOCCER, INC.**

The undersigned, Incorporator to these Articles of Incorporation, a natural person competent to contract, hereby forms a Corporation under the Laws of the State Of Florida.

**Article 1**

The name of the Corporation shall be Big Kick Indoor Soccer, Inc.

**Article 2**

The principal place of business and mailing address of the Corporation is 9940 58th Street East, Parrish, Parrish County, Florida 34219-4444.

**Article 3**

The maximum number of shares of stock that this Corporation is authorized to have outstanding is one thousand (1,000) shares of one class of stock with one dollar par value.

**Article 4**

The Board of Directors may authorize the issuance of all or any portion of the corporation's shares without certificates.

**Article 5**

The name and address of the initial registered agent is:

Braden Chandler  
9940 58th Street East  
Parrish, Florida 34219-4444

The Board of Directors may from time to time move the office of the registered agent to any other address in the State of Florida.

**Article 6**

The name and address of the incorporator to these Articles of Incorporation is:

Braden Chandler  
9940 58th Street East  
Parrish, Florida 34219-4444

#### **Article 7**

The general nature of the business to be transacted by this Corporation is: to operate an indoor soccer field and related facilities; and, to engage in any and all other business purposes not prohibited by the Laws of the State of Florida.

#### **Article 8**

This Corporation shall initially have one (1) director. The number of Directors may be increased or diminished from time to time according to the by-laws adopted by the Stockholders, but shall never be less than one (1).

#### **Article 9**

The name and address of the member of the initial Board of Directors is:

Braden Chandler  
9940 58th Street East  
Parrish, Florida 34219-4444

#### **Article 10**

Every amendment must be approved by the Board of Directors, proposed by the Board of Directors to the stockholders, and at a stockholders' meeting approved by a majority of stockholders entitled to vote thereon unless all Directors and all Stockholders sign a written statement manifesting their intention that a certain amendment of these Articles of Incorporation be made.

#### **Article 11**

Each shareholder shall have preemptive rights only in the portion of the shares being issued or sold by the corporation from time to time in the proportion that the number of shares then held by the shareholder bears to the total number of shares then outstanding. Each shareholder shall also have, on an equal basis with other shareholders, preemptive rights on any shares being issued or sold which were not purchased by other shareholders holding preemptive rights.

#### **Article 12**

This Corporation elects not to be governed by the provisions of Florida Statute

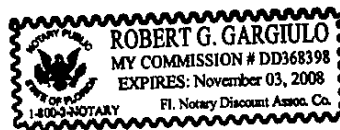
607.0901 dealing with affiliated transactions.



Braden Chandler, Incorporator

State of Florida )  
County of Manatee)

On the 29 day of August, 2007 before me personally appeared Braden Chandler, known to me to be the person whose name is subscribed to the within Articles of Incorporation, and acknowledged that he executed the same freely and voluntarily for the purposes therein contained. He is personally known to me or ~~has produced~~ \_\_\_\_\_ as ~~identification~~ and ~~did~~ (did not) take an oath.



**ACCEPTANCE BY REGISTER AGENT**

Have been named as registered agent and designated to accept service of process for the above corporation, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Date: 8-30-2007



Braden Chandler

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