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ARTICLES OF INCORPORATION
OF
HARDCORE CHEER ACADEMY, INC.

The undersigned incorporator, for the purpose of forming a Florida profit corporation, hereby adopts the following Articles of Incorporation:

ARTICLE I. NAME

The name of the corporation is:

HARDCORE CHEER ACADEMY, INC.

ARTICLE II. COMMENCEMENT & DURATION

The commencement of this corporation's existence shall be at the time of the filing of these Articles Of Incorporation by the State of Florida, Department of State, Division of Corporations.

This corporation's duration shall be perpetual.

ARTICLE III. PRINCIPAL OFFICE

The principal place of business address:

**2333 CILANTRO DRIVE
ORLANDO, FLORIDA 32837**

The mailing address of the corporation is:

**2333 CILANTRO DRIVE
ORLANDO, FLORIDA 32837**

CORPORATION STATE
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“These Shares Are Held Subject To Certain Transfer Restrictions Imposed By This Corporation’s Articles Of Incorporation, A Copy Of Which Is On File At This Corporation’s Principal Office.”

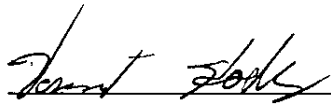
ARTICLE VIII. REGISTERED AGENT

The name and Florida street address of the registered agent is:

**VENCENT W. HODGES
2333 CILANTRO DRIVE
ORLANDO, FLORIDA 32837**

I certify that I am familiar and will accept the responsibilities of registered agent.

Registered Agent Signature:



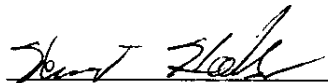
VENCENT W. HODGES

ARTICLE IX. INCORPORATOR

The name and address of the incorporator is:

**VENCENT W. HODGES
2333 CILANTRO DRIVE
ORLANDO, FLORIDA 32837**

Incorporator Signature:



VENCENT W. HODGES

ARTICLE IV. PURPOSE

The purpose for which this corporation is organized is for completing all aspects of performing cheerleading, gymnastics, and sports conditioning services and shall engage in the transaction of any and all lawful business activities permitted under the laws of the state of Florida and the United States of America.

ARTICLE V. CAPITAL STOCK

The number of shares the corporation is authorized to issue is 1,000 par value shares of common capital stock with the initial stock distribution being 408 shares to Vencent W. Hodges, the original president and 392 shares to David C. Rongey, the original vice president.

ARTICLE VI. PREEMPTIVE RIGHTS

Every shareholder, upon sale for cash of any shares of new capital stock of the same kind, class, or series, as that which the shareholder already holds, shall have the preemptive right to purchase a pro rata share thereof (as nearly as may be done without the issuance of fractional shares) at the price at which such shares are offered to others.

ARTICLE VII. TRANSFER RESTRICTIONS

No shareholder shall have the right to sell, assign, pledge, encumber, transfer, or otherwise dispose of any shares of the capital stock of the corporation, without first offering such shares for sale to this corporation at the net asset value thereof. Such offer shall be in writing, signed by the shareholder, sent by registered or certified mail to this corporation at its registered office address, and open for acceptance by this corporation for a period of fifteen days from the date of mailing. If this corporation fails or refuses, within such period, to make satisfactory arrangements for the purchases of such shares, the shareholder shall have the right to dispose of such shares without any further restrictions.

On the death of any shareholder, this corporation shall have the right to purchase any shares of the capital stock of this corporation owned by the shareholder immediately prior to the shareholder's death, on the terms set forth above, and this provision shall be binding upon the personal representative of the shareholder.

Each stock certificate issued by this corporation shall carry the following legend:

ARTICLE X. INITIAL OFFICERS & BOARD OF DIRECTORS

The number of directors on this corporation's Initial Board of Directors shall be two (2). The number of directors may be increased or decreased from time to time, as provided in this corporation's bylaws, but shall never be less than one.

The name and address of the individuals who will serve as the initial officers and board of directors of the corporation are:

Title: PRES
VENCENT W. HODGES
2333 CILANTRO DRIVE
ORLANDO, FLORIDA 32837

Title: VP
DAVID C. RONGEY
4927 TERRA VISTA WAY
ORLANDO, FLORIDA 32837

Title: TRES
VENCENT W. HODGES
2333 CILANTRO DRIVE
ORLANDO, FLORIDA 32837

Title: SEC
DAVID C. RONGEY
4927 TERRA VISTA WAY
ORLANDO, FLORIDA 32837

Title: DIR
VENCENT W. HODGES
2333 CILANTRO DRIVE
ORLANDO, FLORIDA 32837

Title: DIR
DAVID C. RONGEY
4927 TERRA VISTA WAY
ORLANDO, FLORIDA 32837

ARTICLE XI. INDEMNIFICATION

This corporation shall indemnify any officer, director, employee, or agent, and any former officer, director, employee, or agent, to the full extent permitted by law.

ARTICLE XII. AMMENDMENT

This corporation reserves the right to amend or repeal any provisions in these Articles Of Incorporation, or any amendments hereto. Any rights conferred upon the shareholders shall be subject to this reservation.

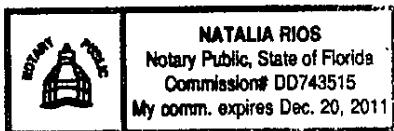
ARTICLE XIII. SECTION 1244 STOCK

Since the provisions of Section 1244 of the Internal revenue Code permit ordinary loss treatment, when the holder of Section 1244 Stock sells or exchanges such stock at a loss, or when such stock becomes worthless, a plan to issue Section 1244 Stock is adopted, effective as of this date. Under the plan, this corporation is authorized to offer and issue all of its authorized common stock on or subsequent to this date and before one day less than two years from this date, or before the date when this corporation shall make a subsequent offering of any stock, whichever occurs first. During the above period, this corporation shall offer and issue only the shares of common stock offered hereunder. The maximum amount to be received by this corporation, in consideration of the common stock to be issued pursuant to this plan, shall be \$1,000,000.00, and the common stock shall be issued only for money, or other property (other than stock certificates). The officers of this corporation are hereby authorized, empowered, and directed to do and perform any and all acts necessary to carry out this plan and to qualify the common stock offered and issued under it as "small business stock", as the term is defined in the Internal Revenue Code and the regulations issued there under.

State of Florida

Orange County

On this the 15th day of December, 2009, **Vencent W. Hodges**, designated above as the individual who shall serve as this corporation's initial registered agent and incorporator, personally appeared before me and signed and acknowledged signing these Articles of Incorporation of **Hardcore Cheer Academy, Inc.**



Notary Public

Commission Expiration Date:

RECORDED
MAR 31 2010
FILED

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