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SAMUEL E. DUKE
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April 19, 1996

Secretary of State
Division of Corporations
P.O. Box 6327
Tallahassee, Florida 32314

TELEPHONE 941/878-9461
-04/23/96--01146--012
***122.50 ***122.50

Re: Cheer Elite Inc.

Gentlemen:

Enclosed for filing are the original and one copy of the Articles of Incorporation, and Designation of Registered Agent of Cheer Elite, Inc.

Also enclosed is a check in the amount of \$122.50 in payment of the following costs:

Filing Fee	\$ 35.00
Designation of Registered Agent	35.00
Certified Copy of Articles of Incorporation	<u>52.50</u>

TOTAL: \$122.50

Please file these Articles of Incorporation, certify the enclosed copy and return same to me at this office.

Thank you for your assistance.

Sincerely,

Sam Duke
Sam Duke

APR 26 1996

BSB

FILED
96 APR 22 PM 2:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SD/jes
Enclosures

ARTICLES OF INCORPORATION

OF

CHEER ELITE, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida Business Corporation Act, does hereby adopt the following Articles of Incorporation:

ARTICLE I

The name of the corporation is CHEER ELITE, INC.

ARTICLE II

The street address of the initial principal office of the corporation is 43 W. Park Avenue, Lake Wales, Florida 33853.

ARTICLE III

The duration of the corporation shall be perpetual.

ARTICLE IV

The general purposes for which the corporation is organized are:

1. To engage in the business of a cheerleading studio for educational and instructional purposes.
2. To transact any other lawful business for which corporations may be incorporated under the Florida Business Corporation Act.
3. To do such other things as are incidental to the foregoing or necessary or desirable in order to accomplish the foregoing.

ARTICLE V

The aggregate number of shares which the corporation is authorized to issue is one thousand (1,000) shares of common stock. Such shares shall be of a single class, and shall have a par value of One Dollar (\$1.00) per share. Said stock shall be issued as "small business corporation" stock in accordance with a plan or plans under the provisions of Section 1244 of the Internal Revenue Code of 1954, as amended.

ARTICLE VI

Every shareholder, upon the sale for cash of any new stock of this corporation, shall have the right to

purchase his pro rata share thereof (as nearly as may be done without issuance of fractional shares) at the price at which it is offered to others.

ARTICLE VII.

The street address of the initial registered office of the corporation is 43 W. Park Avenue, Lake Wales, Florida 33853, and the name of the initial registered agent of the corporation at such address is Deirdre K. Crocker.

ARTICLE VIII.

The number of directors constituting the corporation's initial board of directors is one (1). The name and address of each person who is to serve as a member of the initial board of directors is:

<u>Name</u>	<u>Address</u>
Deirdre K. Crocker	43 W. Park Avenue Lake Wales, Florida 33853

ARTICLE IX.

The name and address of the person signing these Articles of Incorporation is Deirdre K. Crocker, 43 W. Park Avenue, Lake Wales, Florida 33853.

IN WITNESS WHEREOF, the undersigned subscriber has executed these Articles of Incorporation this 19th day of April, 1996.

Witnesses:

[Signature]
Judith E. Stenger

Deirdre K. Crocker
DEIRDRE K. CROCKER

STATE OF FLORIDA
COUNTY OF POLK

BEFORE ME, the undersigned Notary Public, personally appeared DEIRDRE K. CROCKER, who is personally known to me, and who is known to me to be the person who executed the foregoing Articles of Incorporation, and she acknowledged before me that she executed those Articles of Incorporation freely and voluntarily and for the purposes therein expressed.

IN WITNESS WHEREOF, I have hereunto set my signature and affixed my official seal in the state and county aforesaid, this 19th day of April, 1996.



JUDITH E. STENGER
MY COMMISSION # CC430581 EXPIRES
February 12, 1998
BONDED THROUGH TROY FARM INSURANCE, INC.

Judith E. Stenger
JUDITH E. STENGER
Notary Public, State of Florida

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is CHEER ELITE, INC.
2. The name and address of the registered agent and office is:

DEIRDRE K. CROCKER
43 W. Park Avenue
Lake Wales, Florida 33853

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-SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, 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.


DEIRDRE K. CROCKER, Registered Agent