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February 3, 1997

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

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RE: PALM COAST JUNIORS VOLLEYBALL CLUB, INC.

Gentlemen:

Enclosed please find the original and a copy of Articles of Incorporation for the above-named corporation. Please file the original of the enclosed Articles of Incorporation and return a certified copy to the undersigned.

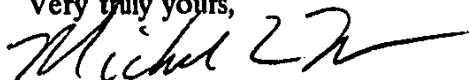
In addition, a check in the amount of \$122.50 is enclosed. This check represents the following fees:

ARTICLES OF INCORPORATION:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent	35.00
TOTAL	\$122.50

Thank you for your attention to this matter.

Very truly yours,



Michelle McCombs, CLA
to Thomas E. Drasites
LUSK, DRASITES & TOLISANO, P.A.

TED/mlm
Enclosures

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DIVISION OF CORPORATIONS
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ARTICLES OF INCORPORATION

The undersigned, acting as Incorporators of a corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation for such corporation:

I

Name of Corporation

The name of this corporation is **PALM COAST JUNIORS VOLLEYBALL CLUB, INC.** with its principal office at 7538 LAUREL VALLEY RD., FT. MYERS, FL 33912. The mailing address of the corporation is the same.

II

Duration

The period of its duration is perpetual.

III

Purpose

The purpose is to engage in any activities or business permitted under the laws of the United States and Florida.

IV

Capital Stock

The maximum number of shares of stock that the corporation is authorized to have outstanding at any time shall be One Hundred (100.00) shares of common stock at One (\$1.00) Dollar per share par value.

V

Initial Registered Office and Agent

The name and address of the initial registered agent and office of this corporation is as follows:

RICHARD HUBBARD II, 7538 LAUREL VALLEY RD., FT. MYERS, FL 33912

VI
Incorporators

The name and address of the Incorporator signing these Articles of Incorporation is as follows:

<u>Name</u>	<u>Address</u>
RICHARD HUBBARD II	7538 Laurel Valley Rd. Ft. Myers, FL 33912
TIM HARDT	4312 S.W. 25th Place Cape Coral, FL 33914
TIMOTHY A. HARRIS	7538 Laurel Valley Rd. Ft. Myers, FL 33912

VII
Board of Directors

This corporation shall have three (3) directors initially. The number of directors may be increased, from time to time, by an amendment of the bylaws of the corporation in the manner provided by law, but shall never be less than one (1). The name and address of the initial director of this corporation is as follows:

<u>Name</u>	<u>Address</u>
RICHARD HUBBARD II	7538 Laurel Valley Rd. Ft. Myers, FL 33912
TIM HARDT	4312 S.W. 25th Place Cape Coral, FL 33914
TIMOTHY A. HARRIS	7538 Laurel Valley Rd. Ft. Myers, FL 33912

VIII
Informal Shareholder Action

Any action of the Shareholders may be taken without a meeting if consent in writing setting forth the action so taken shall be signed by all of the Shareholders entitled to vote upon such action at a meeting and filed with the Secretary of the corporation as part of the corporate records.

IX
Bylaw Amendment

The power to adopt, alter, amend or repeal the bylaws of this corporation shall be vested in the Board of Directors and the Shareholders.

X
Informal Director Action

If all of the Directors severally or collectively consent in writing to any action taken or to be taken by the corporation, and the writings evidencing their consent are filed with the Secretary of the corporation, the action shall be valid as though it had been authorized at a meeting of the Board of Directors.

XI
Indemnification

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

XII
Amendment of Articles

This corporation reserves the right to amend or repeal any provisions contained in these Article of Incorporation, or any amendment hereto, and any right conferred upon the shareholders is subject to this reservation.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation in the State of Florida, County of Lee, this 3rd day of February, 1997.


RICHARD HUBBARD II, Incorporator


TIM HARDT, Incorporator


Timothy A. HARRIS, Incorporator

STATE OF FLORIDA

COUNTY OF LEE

THE FOREGOING INSTRUMENT was acknowledged before me this 3rd day of February, 1997 by RICHARD HUBBARD II, TIM HARDT and Timothy A. HARRIS, who are personally known to me or who produced FL Driver's License, FL Driver's License and FL Driver's License as identification and who did (did not) take an oath.




NOTARY PUBLIC
My Commission Expires: _____

ACKNOWLEDGEMENT OF REGISTERED AGENT

Having been named to accept service of process for the above-stated Corporation, at the place designated in the attached Articles of Incorporation. I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

DATED this 3rd day of February, 1997.


RICHARD HUBBARD II, Registered Agent

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SECRETARY OF STATE
DIVISION OF CORPORATIONS
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