

PC98000100459

MOUSTOPOULOS & COMPANY, INC.

ACCOUNTING AND TAX SERVICES

36263 US HWY 19 N

PALM HARBOR, FL 34684

(727) 781-0346

FILED  
98 NOV 23 PM 4:44

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

November 20, 1998

DEPARTMENT OF STATE  
PO BOX 6327  
TALLAHASSEE, FL 32314

PLEASE FILE THE ENCLOSED ARTICLES OF INCORPORATION (PROFIT).  
ENCLOSED IS A DUPLICATE COPY AND A CHECK IN THE AMOUNT OF  
\$ 78.75 FOR THE FILING FEE AND A CERTIFIED COPY.

PLEASE RETURN ANY CORRESPONDENCE REGARDING THIS FILING,  
INCLUDING THE CERTIFIED COPY, TO:

MOUSTOPOULOS & COMPANY, INC.

36263 US HWY 19 N.

PALM HARBOR, FL 34684

800002694368--0  
-11/23/98-01136-015  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

SHOULD YOU HAVE ANY QUESTIONS PLEASE CALL ME AT (813) 781-0346.

THANK YOU,

*Demetrios Moustopoulos*

DEMETRIOS MOUSTOPOULOS

DEC - 2 1998  
P. Hall  
Demetrios Moustopoulos  
AUTHORIZATION BY PHONE TO  
CORRECT COOP NAME  
DATE RA address  
BY EXAM. [Signature] a profit

(8)

**ARTICLES OF INCORPORATION OF  
AMERICAN FEDERATION OF ANCIENT HELLENIC GAMES, INC.**

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a corporation under the Florida General Corporation Act, hereby adopts the following articles of incorporation:

**ARTICLE ONE  
NAME**

The name of the corporation is AMERICAN FEDERATION OF ANCIENT HELLENIC GAMES, INC.

**ARTICLE TWO  
DURATION**

The term of existence of the corporation is perpetual.

**ARTICLE THREE  
PURPOSE**

This corporation is organized for the purposes of operating as a special event coordinator, developer, and promoter for the Ancient Olympian Games, sport and cultural events and all other purposes for which a corporation may be incorporated under the Florida General Corporation Act, with a focus on the following objectives:

1. To develop and promote the Ancient Olympian Games, sports, and culture (from 776 BC to 393 AD) in the American society.
2. To coordinate, promote and support the organizations, associations, schools, academies, colleges, universities, clubs and other groups that are involved in the development of the Ancient Olympian Games working together in harmony in American communities and around the world (kinonia).
3. To organize, promote, and support the Ancient Olympian Games in the United States of America.
4. To organize the qualification events for the selection of the best talents and teams to represent the United States of America in the Ancient Olympian Games held at their birthplace, Olympia City of Hellas, or anywhere else in the world.
5. To preserve and promote the true Ancient Olympian Spirit of a healthier body, mind and soul.

6. To teach, develop, and promote the Ancient Olympian Games, sports and culture such as:
  - a. AGONISMA DROMON (Running) – Stadion, Diaulos, Ippios, Dolichos
  - b. HOPLITIS DROMOS (Race in Armor)
  - c. PALI (Ancient Style Wrestling)
  - d. PIGME (Ancient Style Boxing)
  - e. PANKRATION (Ancient Self Defense Sport)
  - f. PENTATHLON – Dromos, Alma, Akontio, Discus, and Pali
  - g. ALMA (Ancient Style Jumping)
  - h. AKONTISMOS (Javelin throwing)
  - i. DISCOBOLIA (Discus throwing)
  - j. HIPODROMIES (Horse racing) – Keles, Foals, and Mares
  - k. ARMATODROMIES (Chariot races) – Tethrippon, Synoris, Tethrippon Polon, Syronis Polon and Apene
  - l. AGONES KIPKON AND SALPIGTON (Contests for Heralds and Trumpets)
  - m. TA HERAEA (Foot races for Girls)
7. To develop academies and centers (gymnasteria) for education on the Ancient Olympian Games, sports, and culture in the United States of America.
8. To organize local, state and national competitions, championships and festivals for the development and promotion of the Ancient Olympian Games.
9. To select and develop Hellanodikas (Judges) for the Ancient Olympian Games.
10. To develop a national logo, banners, forms, certificates, awards, and other items of the federation for the promotion and recognition of its members, participants, and the games.
11. To cooperate with municipalities, communities, state and national government agencies for the best interest of the federation, its members, and its participants for the development of the Ancient Olympian Games.
12. To organize the promotion of the Ancient Olympian Games through the mass communications media, seminars, conferences, newspapers, newsletters, periodicals, and other events throughout the United States of America and the world.
13. To offer memberships of various levels and to be a member of organizations supporting the Ancient Olympian Games.
14. To perform any other relative activity that shall contribute to the development of the Ancient Olympian Games, art, sports, performing arts, and dance, for the accomplishment of any of the above.

American Federation of Ancient Olympian Games, Inc. is established for the purpose of organizing, promoting, and developing in harmony, the Ancient Olympian Games, and will not involve or interfere with politics in any nation, or organizations' internal affairs.

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**ARTICLE FOUR  
CAPITAL STOCK**

The aggregate number of shares that the corporation has authority to issue is 1000 shares of no par value common stock.

**ARTICLE FIVE  
PREEMPTIVE RIGHTS GRANTED**

Each shareholder of any class of stock of this corporation shall be entitled to full preemptive rights to purchase any unissued or treasury shares of the corporation and any securities of the corporation convertible into or carrying a right to subscribe to or acquire any unissued or treasury shares.

**ARTICLE SIX  
STOCK TRANSFER RESTRICTIONS**

No transfer of stock shall be valid, until ten days after the corporation, through its secretary, shall have had written notice of the proposed sale, the number of shares proposed to be sold, the price at which the proposed sale is to be made, and the name of the prospective buyer. During such ten days, the corporation shall have the option to buy at the price set by seller any shares of outstanding stock, before its owner or the person in whose name it stands on the books of the corporation, may transfer them. Should the corporation not have the funds to buy the shares, or should it deem it undesirable to purchase them for any other reason, another existing shareholder shall have the option, for an additional ten days, of purchasing the shares at the price set by the seller in proportion to the number of shares then held by the shareholder. In the event a dispute exists between the shareholders and the corporation in regards to the fair market value of the shares, the fair market value will be determined by binding arbitration. In no event may the

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shares be sold to a third party without the written consent of the Board of Directors. However, the Board of Directors may not unreasonably refuse to allow the sale of shares to a third party.

#### **ARTICLE SEVEN TRANSFER EXCEPTIONS**

Notwithstanding anything herein to the contrary, any shareholder may at any time during such shareholder's lifetime transfer any of such shareholder's share in the company to his or her spouse, father or mother, children (unless those children have not reached their age of majority, in which event the shareholder may transfer the stock in trust for the benefit of such minor children) or to the trustee or trustees under any trust created during his or her lifetime for the benefit of the shareholder, his or her spouse, father or mother, or children. However, the spouse, father, mother, children or trustee shall agree in writing prior to such transfer to become a party to and be bound by all the terms and conditions of the agreement which provides for the corporation's option to purchase shares before sale to other stockholders or third persons, just as if they were original parties to such agreement.

#### **ARTICLE EIGHT REGISTERED OFFICE**

The street address of the initial registered office of the corporation is 483 Mandalay Ave. Ste 206, Clearwater Beach, FL 33767 and, the name of the initial registered agent is Socrates Charos,

#### **ARTICLE NINE MANNER OF ELECTION OF DIRECTORS**

The manner in which the directors are elected or appointed is as follows:

The method of election or appointment of directors shall be stated in the bylaws.

**ARTICLE TEN  
DIRECTORS**

The initial board of directors of the corporation shall consist of 1 member. The name and address of the first board of directors is:

Name	Address
Socrates Charos	1961 Pinehurst Road Dunedin, FL 34698

**ARTICLE ELEVEN  
BYLAWS**

1. The Corporation will provide such Bylaws for the conduct of its business and the carrying out of its purposes, as they may deem necessary.
2. Upon proper notice, the Bylaws may be amended, altered or rescinded by a majority vote of those members of the Board of Directors present at its regular meeting or special meeting called for that purpose. Providing that notification of the meeting also includes the notice of the proposed amendment to the Bylaws, and provided that a quorum is present.

**ARTICLE TWELVE  
AMENDMENT OF ARTICLES OF INCORPORATION**

1. The Corporation may amend these Articles of Incorporation for the conduct of its business and the carrying out of its purposes, as they may deem necessary from time to time.
2. Upon proper notice, the Articles may be amended by a majority of those members of the Board of Directors present at the regular meeting or special meeting called for that purpose, providing that the notification of the meeting also includes the notice of the proposed amendment to the Articles and provided that a quorum is present.

**ARTICLE THIRTEEN  
INCORPORATORS**

The name and street address of the incorporator signing these Articles of Incorporation is

Socrates Charos	1961 Pinehurst Road
	Dunedin, FL 34698

**ARTICLE FOURTEEN  
OFFICERS**

The name, address, and title of the first officers are:

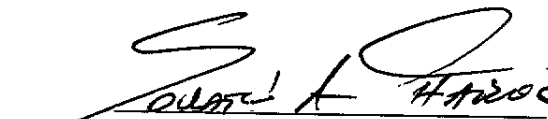
Socrates Charos	1961 Pinehurst Road
President/Treasurer/Secretary	Dunedin, FL 34698

**ARTICLE FIFTEEN  
AMENDMENT**

These Articles of Incorporation may be amended in the manner provided by the laws of the State of Florida. Every amendment shall be approved by the Board of Directors, proposed by them to the shareholders, and approved at a stockholder's meeting by a majority of the shareholders entitled to vote thereon, unless all of the directors and all of the shareholders sign a written statement manifesting their intentions that the Articles of Incorporation be amended.

The undersigned incorporator has executed these Articles of Incorporation on this

20 day of November, 1998.

  
Socrates Charos, Incorporator

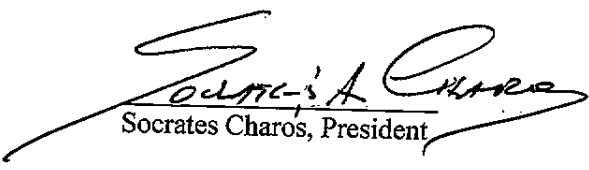
To: The Department of State  
Tallahassee, Florida 32304

Certificate Designating Place of Business or Domicile For the Service of Process Within  
Florida, Naming Agent Upon Whom Process May be Served.

In compliance with Section 607.325 of the Florida General Corporation Act, the following  
is submitted:

AMERICAN FEDERATION OF ANCIENT HELLENIC GAMES, INC., with its place of  
business at 483 Mandalay Ave. Ste 206, Clearwater Beach, FL 33767 has named Socrates  
Charos located at the same address as its agent to accept service of process  
within Florida.

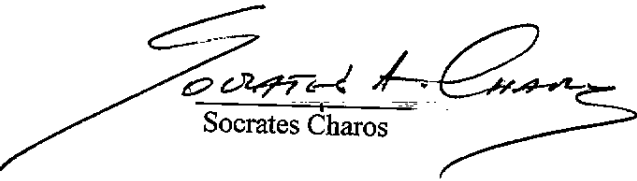
DATED this 20 Day of November, 1998

  
Socrates Charos, President

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

Having been named to accept service of process for the above stated corporation, at the  
place designated in this certificate, I hereby agree to act in this capacity.

Dated by me on this 20 day of November, 1998.

  
Socrates Charos