

FLORIDA DEPARTMENT OF STATE Sandra B. Mortham Secretary of State

February 28, 1997

CSC NETWORKS 1201 HAYS STREET TALLAHASSEE, FL 32301-2607

The Articles of Incorporation for LAKELAND RUNNERS CLUB, INC. were filed on February 28, 1997 and assigned document number N97000001153. Please refer to this number whenever corresponding with this office regarding the above corporation. The certification you requested is enclosed.

PLEASE NOTE: COMPLIANCE WITH THE FOLLOWING PROCEDURES IS ESSENTIAL TO MAINTAINING YOUR CORPORATE STATUS. FAILURE TO DO SO MAY RESULT IN DISSOLUTION OF YOUR CORPORATION.

A CORPORATION ANNUAL REPORT MUST BE FILED WITH THIS OFFICE BETWEEN JANUARY 1 AND MAY 1 OF EACH YEAR BEGINNING WITH THE CALENDAR YEAR FOLLOWING THE YEAR OF THE FILING DATE NOTED ABOVE AND EACH YEAR THEREAFTER. FAILURE TO FILE THE ANNUAL REPORT ON TIME MAY RESULT IN ADMINISTRATIVE DISSOLUTION OF YOUR CORPORATION.

A FEDERAL EMPLOYER IDENTIFICATION (FEI) NUMBER MUST BE SHOWN ON THE ANNUAL REPORT FORM PRIOR TO ITS FILING WITH THIS OFFICE. CONTACT THE INTERNAL REVENUE SERVICE TO RECEIVE THE FEI NUMBER IN TIME TO FILE THE ANNUAL REPORT AT 1-800-829-3676 AND REQUEST FORM SS-4.

SHOULD YOUR CORPORATE MAILING ADDRESS CHANGE, YOU MUST NOTIFY THIS OFFICE IN WRITING, TO INSURE IMPORTANT MAILINGS SUCH AS THE ANNUAL REPORT NOTICES REACH YOU.

Should you have any questions regarding corporations, please contact this office at the address given below.

Kimberly Rolfe, Document Specialist New Filing Section

Letter Number: 597A00010642



Department of State

I certify the attached is a true and correct copy of the Articles of Incorporation of LAKELAND RUNNERS CLUB, INC., a Florida corporation, filed on February 28, 1997, as shown by the records of this office.

The document number of this corporation is N97000001153.

Giben under my hand and the Great Seal of the State of Morida, at Tallahassee, the Capitol, this the Twenty-eighth day of February, 1997

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Sanda B. Mortham Sandra B. Mortham Secretary of State



ARTICLES OF INCORPORATION

OF

LAKELAND RUNNERS CLUB, INC.

The undersigned, desiring to form a corporation not for profit under Chapter 617, Florida Statutes, does ordain and establish these Articles of Incorporation.

ARTICLE I.

The name of the corporation shall be LAKELAND RUNNERS CLUB, INC.

ARTICLE II.

The initial street address of the principal office of the corporation is 140 South Commerce Avenue, Sebring, Florida 33870, and the initial mailing address of the corporation is P.O. Box 1484, Lakeland, Florida 33802.

ARTICLE III.

The purposes for which the corporation is organized are as follows:

- (a) To promote and encourage long-distance running through the education of the community on the benefits of physical fitness and sport;
- (b) To hold championships, races on the road or track, time trials, social runs, lectures, demonstrations and social events; print and publish books, magazines, and newsletters; present awards; and do all such other things as may be conducive to the encouragement of running.
- (c) To engage in community activities, to publicize by appropriate means the benefits of long-distance running and jogging, and to coordinate with other agencies advocating running as a means of physical fitness.
- (d) To assist in formulating and maintaining ethical standards for members in their relations with each other and with the public.

ARTICLE IV.

The method of election of directors shall be as stated in the bylaws of the corporation.

ARTICLE V.

The street address of the corporation's initial registered office is c/o Wendel, Chritton & Parks, Chartered, 5300 South Florida Avenue, Lakeland, Florida 33813, and the name of its initial registered agent at that address is John F. Wendel.

ARTICLE VI.

The name and address of the sole incorporator of the corporation is John F. Wendel, c/o Wendel, Chritton & Parks, Chartered, 5300 South Florida Avenue, Lakeland, Florida 33813.

ARTICLE VII.

- (a) No part of the net earnings of the corporation shall inure to the benefit of any member, director, or officer of the corporation, nor to the benefit of any private individual.
- (b) The corporation shall have no power to engage in any act or activity prohibited to corporations which are exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986 or corresponding Sections of any prior or future Internal Revenue Code.
- (c) In the event of the dissolution of the corporation, the residual assets of the corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986 or corresponding Sections of any prior or future Internal Revenue Code, or to the federal or to a state or local government for public purposes exclusively.

ARTICLE VIII.

These Articles of Incorporation may be amended by a two-thirds vote of those directors present at a meeting of the board of directors at which a quorum is present. The initial bylaws of the corporation shall be adopted by a majority vote of those directors present at a meeting of the board of directors at which a quorum is present, but the bylaws shall not thereafter be altered, amended, or repealed except by a two-thirds vote of those directors present at a meeting of the board of directors at which a quorum is present.

IN TESTIMONY WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 25 day of February, A.D. 1997.

CHN F. WENDEL, Incorporator

ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

I, JOHN F. WENDEL, having been named to serve as Registered Agent for LAKELAND RUNNERS CLUB, INC., do hereby accept such office and agree to conduct myself therein according to law. I am familiar with, and accept, the obligations of such office.

HINT WENDEL

LRC/p

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