

STATE OF GEORGIA

Secretary of State

Corporations Division

315 West Tower

#2 Martin Luther King, Jr. Dr.

Atlanta, Georgia 30334-1530

CERTIFICATE OF INCORPORATION

I, **Karen C Handel**, the Secretary of State and the Corporations Commissioner of the State of Georgia, hereby certify under the seal of my office that

COLLINS HILL HIGH SCHOOL CHEERLEADING SPIRIT CLUB, INC.

a Domestic Non-Profit Corporation

has been duly incorporated under the laws of the State of Georgia on **06/27/2007** by the filing of articles of incorporation in the Office of the Secretary of State and by the paying of fees as provided by Title 14 of the Official Code of Georgia Annotated.

WITNESS my hand and official seal of the City of Atlanta
and the State of Georgia on June 27, 2007



A handwritten signature in black ink, reading "Karen C Handel".

Karen C Handel
Secretary of State

ARTICLES OF INCORPORATION

COLLINS HILL HIGH SCHOOL CHEERLEADING SPIRIT CLUB, INC.

ARTICLE ONE

Name

The name of the Corporation is **COLLINS HILL HIGH SCHOOL CHEERLEADING SPIRIT CLUB, INC.**

ARTICLE TWO

Nonprofit Corporation

The Corporation is organized pursuant to the provisions of the Georgia Nonprofit Corporation Code.

ARTICLE THREE

Purposes

The purpose of the Corporation is to advance the cheerleading program at Collins Hill High School, and to do within the law all things necessary and proper to complete the accomplishment of the foregoing purpose.

The Corporation is organized exclusively for charitable and educational purposes as defined in Section 501(c)(3) of the Internal Revenue Code. These activities shall include, but not be limited to, acquiring by gifts and donations funds to be donated to other charitable entities as defined in Section 501(c)(3).

Notwithstanding any other provision of these articles of incorporation.

a) No part of the net earnings of the Corporation shall inure to the benefit of any director of the Corporation, officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes); and no director, officer or any private



individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on or propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

b) The Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under 170(c)(2) of the Internal Revenue Code and regulations as they now exist or as they may hereafter be amended.

ARTICLE FOUR

Membership

The Corporation shall have members.

ARTICLE FIVE

Initial Registered Office and Agent

The street address of the initial registered office of the Corporation is 560 Hunt River Way, Suwanee, Georgia 30024, in Gwinnett County. The name of its initial registered agent at such address is Kim Hash.

ARTICLE SIX

Initial Principal Office

The mailing address of the initial principal office of the Corporation is: P.O. Box 490593, Lawrenceville, Georgia 30049.

ARTICLE SEVEN

Directors

The affairs of the Corporation shall be managed by a Board of Directors. The number of Directors of the Corporation and method of election shall be set in the Bylaws.

The initial directors and their addresses are:

Kim Hash
560 Hunt River Way
Suwanee, GA 30024

Alice Bender
1827 Richmond Hill Drive
Lawrenceville, GA 30043

Judy Batten
355 Trowbridge Lane
Lawrenceville, GA 30043

Diane Mikle
1330 Tuxedo Court
Lawrenceville, GA 30043

Marti Ashcraft
595 Woodbrook Way
Lawrenceville, GA 30043

ARTICLE EIGHT

Indemnification of Directors and Officers

Each director and each officer or former director or officer of the Corporation may be indemnified and may be advanced reasonable expenses by the Corporation against liabilities imposed upon him or her and expenses reasonably incurred by him or her in connection with any claim against them, or any action, suit or proceeding to which he or she may be a party by reason of his being, or having been, a director or officer and against such sum as independent counsel selected by the directors shall deem reasonable payment made in settlement of any such claim, action, suit or proceeding primarily with the view of avoiding expenses of litigation; provided, however, that no director or officer shall be indemnified (a) with respect to matters as to which he or she shall be adjudged in such action, suit or proceeding to be liable for negligence or misconduct in performance of duty, (b) with respect to any matters which shall be settled by the payment of sums which independent counsel selected by the directors shall not

deem reasonable payment made primarily with a view to avoiding expense of litigation, or (c) with respect to matters for which such indemnification would be against public policy. Such rights of indemnification shall be in addition to any other rights to which directors or officers may be entitled under any bylaw, agreement, corporate resolution, vote of directors or otherwise. The Corporation shall have the power to purchase or maintain at its cost and expense insurance on behalf of such persons to the fullest extent permitted by this Article and applicable state law.

ARTICLE NINE

Limitation on Scope of Liability

No director shall be liable to the Corporation for monetary damages for breach of duty of care or other duty as a director, except that this provision may not eliminate or limit liability:

- a) for any appropriation, in violation of the director's duties, of any business opportunity of the Corporation;
- b) for acts or omissions which involve intentional misconduct or a knowing violation of law; or
- c) for any transaction from which the director received an improper personal benefit.

ARTICLE TEN

Dissolution

Upon the dissolution of the Corporation's affairs, the board of directors shall, after paying or making provision for the payment of all liabilities of the Corporation, distribute all of the assets of the Corporation then remaining in the hands of the Corporation to any other organization qualifying under Section 501(c)(3) of the Code as an exempt organization, to be used exclusively for the purposes as described in Article Four hereof. In the event that, upon dissolution of the Corporation, the board of directors shall fail to

act in the manner herein provided within a reasonable period of time, upon the application of one or more persons having a real interest in the Corporation or its assets, the Corporation's assets shall be disposed of by a court of competent jurisdiction of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations, as the court shall determine, which are organized and operated exclusively for such purposes.


ARTICLE ELEVEN

Incorporator

The name and street address of the Incorporator is:

Kim Hash
560 Hunt River Way
Suwanee, GA 30024

IN WITNESS WHEREOF, the undersigned Incorporator does hereby affix his signature this 31~~st~~ day of May, 2007.



KIM HASH

SECRETARY OF STATE
CORPORATIONS DIVISION

2007 JUN 27 PM 1:30

CERTIFICATE AS TO REQUEST FOR PUBLICATION

Pursuant to O.C.G.A. Section 14-3-202.1 of the Georgia Nonprofit Corporation Code, the undersigned hereby certifies that:

-1-

That she is acting as the incorporator of a corporation to be organized pursuant to the provisions of the Georgia Nonprofit Corporation Code and to be known as **"COLLINS HILL HIGH SCHOOL CHEERLEADING SPIRIT CLUB, INC."**

-2-

The registered agent of the proposed corporation is to be located in Gwinnett County, Georgia.

-3-

On June 26, 2007, the undersigned delivered a notice of intent to file articles of incorporation to Gwinnett Daily Post and payment therefor pursuant to O.C.G.A. Section 14-2-201.1(b).

IN WITNESS WHEREOF, the undersigned incorporator has executed this Certificate on this 26th day of June, 2007.


KIM HASH, Incorporator

SECRETARY OF STATE
CORPORATIONS DIVISION

2007 JUN 27 PM 1:30



KAREN HANDEL
Secretary of State

OFFICE OF SECRETARY OF STATE
CORPORATIONS DIVISION

315 West Tower, #2 Martin Luther King, Jr. Drive
Atlanta, Georgia 30334-1530
(404) 656-2817

Registered agent, officer, entity status information via the Internet
<http://www.georgiacorporations.org>

TRANSMITTAL INFORMATION
GEORGIA PROFIT OR NONPROFIT CORPORATIONS

IMPORTANT

Remember to include your e-mail address when completing this transmittal form.

Providing your e-mail address allows us to notify you via e-mail when we receive your filing and when we take action on your filing. Please enter your e-mail address on the line below. Thank you.

E-Mail: melinda@mallorytrice.com

NOTICE TO APPLICANT: PRINT PLAINLY OR TYPE REMAINDER OF THIS FORM

1. 2007061455

Corporate Name Reservation Number (if one has been obtained; if articles are being filed without prior reservation, leave this line blank)

COLLINS HILL HIGH SCHOOL CHEERLEADING SPIRIT CLUB, INC.

Corporate Name (List exactly as it appears in articles)

2. J. EDWARD TRICE, JR.

(706) 647-1842

Name of person filing articles (certificate will be mailed to this person, at address below)

Telephone Number

P.O. Drawer 832, 300 West Gordon Street

Address

Thomaston

GA

30286

City

State

Zip Code

3.

Mail or deliver the following items to the Secretary of State, at the above address:

- 1) This transmittal form
- 2) Original and one copy of the Articles of Incorporation
- 3) Filing fee of \$100.00 payable to Secretary of State. Filing fees are NON-refundable.

I certify that a Notice of Incorporation or Notice of Intent to Incorporate with a publication fee of \$40.00 has been or will be mailed or delivered to the official organ of the county where the initial registered office of the corporation is to be located. (List of legal organs is posted at web site; or, the Clerk of Superior Court can advise you of the official organ in a particular county.)

Authorized signature of person filing documents

6/26/07
Date

Request certificates and obtain entity information via the Internet: <http://www.georgiacorporations.org>