



**ARTICLES OF INCORPORATION  
OF  
Upper Marlboro Gators, Inc**

**FIRST:** The undersigned, whose names and addresses are listed below:

Brian L. Hawkins	Address Available Upon Request
Mark Lewis	Address Available Upon Request
Denise M. Hawkins	Address Available Upon Request
Melanie Lewis	Address Available Upon Request
Melissa Rucker	Address Available Upon Request

all being at least Twenty-Five (21) years of age and appointed (as hereinafter defined) to the organization to act as Trustees in the name of and on behalf of said organization do hereby associate ourselves as incorporators with the intention of forming a Not-for-profit corporation under the general laws of Maryland.

**SECOND:** The name of the corporation is: Upper Marlboro Gators, Inc. (the “Corporation” or “UM Gators”).

**THIRD: PURPOSE OF THE CORPORATION:** The purposes for which the Corporation is formed are specifically:

(1) The purpose of the UM Gators is as follows: To implant firmly into the youths of our communities the ideals of good sportsmanship, honesty, loyalty, and courage so that they may become finer, stronger, healthier, and happier youths who may reflect credit upon themselves, their parents and their communities. Our purpose shall be achieved by providing a supervised, safety oriented Youth Tackle Football and Cheer Program in and around the State of Maryland.

**FOURTH: MEMBERS OF THE CORPORATION:** (1) The Members of the Corporation shall be:

(a) Those persons qualified as Members as provided for in the as the same now exists or may hereafter from time to time be amended; and

(b) Have been appointed or elected; and

(c) Are of sufficient age and maturity to comprehend the responsibilities of membership, as determined within the reasonable discretion of the Board of Trustees.

(2) A person shall also be deemed to be a Member of the Corporation if:

(a) Such person is a Trustee of the Corporation on the date these Articles of Incorporation are accepted for record by the State Department of Assessments and Taxation of Maryland (the "Department"), or

(b) Such person is recognized by the Board of Trustees as a Member of the Corporation on the date these Articles of Incorporation were accepted for record by the Department.

(3) A Member, once qualified as hereinabove provided, shall remain such as long as all rules and regulations of the Corporation are substantially complied with by such Member, and the Member continues to participate in the temporal affairs of the Corporation. In the event a Member does not fulfill all of the requirements imposed by this Article FOURTH, then such Member may be disqualified and removed as a Member by a majority vote of the entire Board of Trustees.

(4) A Member of the Corporation must be at least twenty-one (21) years of age to be entitled to vote at meetings of Members of the Corporation

**FIFTH: TRUSTEES OF THE CORPORATION:** The business of this Corporation shall be conducted by the Board of Trustees

(1) Time and manner for the election of new Trustees:

The Trustees identified in these Articles of Incorporation shall serve as Trustees in the name of and on behalf of the Corporation for an initial term of four (4) years. The annual meeting for the election of Trustees shall be held thereafter at the first regular Members Meeting in April of each year or, if such day is inconvenient because of conditions over which the membership has no control, then at the next scheduled Members Meeting. The Trustees shall cause notice of the time and place of the annual meeting to be given to the Members in one of the following ways: (1) by mail at least fourteen (14) days before the annual meeting. The notice shall specify the name of each Trustee whose successor is to be elected at such meeting. All meetings of the Members shall be held at a place to be designated.

Voting for the office of Trustee shall be by any method deemed reliable by the person presiding over the annual meeting. If the reliability of the method of voting is challenged by any Member present at the annual meeting, then the voting shall be by ballot. The Trustees shall be elected by a majority of the votes cast at the annual meeting of Members. When a vacancy occurs in the office of Trustee, the remaining Trustees shall appoint any qualified Member to fill such vacancy until the next annual meeting, at which meeting the vacancy will be filled by the Members. The Members at the annual meeting shall nominate the names of nominees for the position of Trustee.

Trustees shall serve a term of four (4) years.

(2) Qualifications of those able to be elected as a Trustee:

(a) Each Trustee shall be a Member of the Corporation, as the term “Member” is defined in item FOURTH to these Articles; (b) each Trustee shall be at least 21 years of age. A Trustee who ceases to be a Member of the organization automatically ceases to be a Trustee.

(3) Qualifications of those able to vote for Trustees:

All Members of the Corporation, as that term is defined in these Articles, are at least Twenty-one (21) years of age are qualified to vote for Trustees.

**SIXTH:** The address of the principal office of the Corporation shall be:

Upper Marlboro Gators, Inc  
Address Available Upon Request

**SEVENTH:** The existence of the Corporation shall be perpetual.

**EIGHTH:** The name, mailing address, city, state and zip code, of the resident agent of the Corporation is:

Brian L. Hawkins  
Address Available Upon Request

Said resident agent is a citizen of the State of Maryland and actually resides therein.

**NINTH:** The property of this Corporation is irrevocably dedicated to the enrichment and development of youth football, and no part of the net earnings or assets of this Corporation shall inure to the benefit of a Trustee, Officer, or Member of the Corporation or any private individual. No substantial part of the activities of this legislation, nor shall this Corporation participate in, or intervene in (including the publishing or distributing of statements), any political campaigns on behalf of (or in opposition to) any candidate for public office. This Corporation is organized exclusively for Not-for-profit purposes within the meaning of Internal Revenue Code Section 501(c) (3). Notwithstanding any other provisions of (1) by a corporation exempt from federal income tax under Section 501(c) (3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States tax code) or (2) by corporation,

contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States tax code).

**TENTH:** Upon the winding up and dissolution of this Corporation, after paying of adequately providing for debts and obligations of the Corporation, the remaining assets shall be distributed to the Trustees, or to one or more organizations or corporations operated for Not-for-profit purposes and are exempt from federal income tax under Section 501(c) (3) of the Internal Revenue Code of 1986 (or the corresponding section of any future United States tax code).

**ELEVENTH:** The Corporation is not organized for profit; it shall not have capital stock or have no authority to issue capital stock.

**TWELFTH:** To the extent permitted by law, no Trustee, Officer, or Member of the Corporation shall be personally liable for any debts, liabilities, or obligations of the Corporation.

**THIRTEENTH:** The Corporation may adopt bylaws or make any other provisions or requirements for the arrangement or conduct of the business of the Corporation provided the same is not inconsistent with these Articles of Incorporation or contrary to the laws of the State of Maryland or the United States.

**IN WITNESS WHEREOF**, we the Trustees have signed these Articles of Incorporation this \_\_\_\_\_ day of \_\_\_\_\_, 2008\_\_\_\_ and severally acknowledge the same to be our act.

**SIGNATURE OF TRUSTEES:**

\_\_\_\_\_  
Witness

\_\_\_\_\_  
Brian L. Hawkins

\_\_\_\_\_  
Witness

\_\_\_\_\_  
Mark Lewis

\_\_\_\_\_

\_\_\_\_\_

Witness

Denise M. Hawkins

\_\_\_\_\_  
Witness

\_\_\_\_\_  
Melanie Lewis

\_\_\_\_\_  
Witness

\_\_\_\_\_  
Melissa Rucker

I hereby consent to my designation in this document as resident agent for this Corporation.

\_\_\_\_\_  
Brian L. Hawkins

**After recording, please return this instrument to:**

Upper Marlboro Gators, Inc  
Address Available Upon Request  
Attn: Brian L. Hawkins