

Tom Schedler
SECRETARY OF STATE

As Secretary of State, of the State of Louisiana, I do hereby Certify that

the attached document(s) of

BENJAMIN FRANKLIN HIGH SCHOOL ATHLETIC ASSOCIATION, INC.

are true and correct and are filed in the Louisiana Secretary of State's Office.

34546591N	ORIGF	12/30/1996	6 page (s)
40656279	CHOFF	11/3/2011	2 page (s)
42151543	15 AR	1/28/2016	2 page (s)

In testimony whereof, I have hereunto set my hand and caused the Seal of my Office to be affixed at the City of Baton Rouge on,

March 22, 2016

Secretary of State

WEB 34546591N



Certificate ID: 10693021#5DF52

To validate this certificate, visit the following web site, go to **Business Services, Search for Louisiana Business Filings, Validate a Certificate**, then follow the instructions displayed.

www.sos.la.gov

ARTICLES OF INCORPORATION	*	UNITED STATES OF AMERICA
	*	
OF	*	STATE OF LOUISIANA
	*	
BENJAMIN FRANKLIN HIGH SCHOOL	*	
ATHLETIC ASSOCIATION, INC.	*	CITY OF NEW ORLEANS
	*	

BE IT KNOWN, that on this 22nd day of October, 1996, before me, the undersigned authority, personally came and appeared:

CHARLES BOSWORTH, III, PRESIDENT

who did declare unto me Notary that availing himself of the provisions of law of the State of Louisiana relative to the organization of non-profit corporations, and particularly the provisions of La. R.S. 12:201, et seq., and in compliance therewith, he does hereby organize a non-profit corporation and appears herewith for the purpose of presenting the Articles of Incorporation of this new non-profit corporation in conformity with the applicable law of the State of Louisiana, as follows, to-wit:

ARTICLE I

NAME

The name of the corporation is:

BENJAMIN FRANKLIN HIGH SCHOOL ATHLETIC ASSOCIATION, INC.

ARTICLE II

PURPOSE

BENJAMIN FRANKLIN HIGH SCHOOL ATHLETIC ASSOCIATION, INC. is a non-profit corporation, and is organized for the enhancement and improvement of the intramural and intercollegiate athletic program and activities exclusively at Benjamin Franklin High School in New Orleans, Louisiana (hereinafter "School"), primarily, though not exclusively, by raising funds for such purposes and by sponsoring programs and activities to promote the athletic programs at the School, including, but not limited to, arranging for volunteers for athletic events and events that support School athletic programs, by working with the student athletes and coordinating all such activity with the School administration, faculty and coaches at the School.

ARTICLE III

NON-PROFIT CORPORATION

Notwithstanding any other provision of these Articles, the Association shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code or the corresponding section of any future federal tax code, or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

No part of the net earnings of the Association shall inure to the benefit of, or be distributable to, any member, trustee, officer or Board member, or any private individual,

except that reasonable compensation may be paid for services rendered to or for the corporation in furtherance of one or more of its purposes.

ARTICLE IV

PRIVATE FOUNDATION

If this corporation is deemed to be a private foundation within the meaning of Section 509 of the Internal Revenue Code ("Code"), then the provisions of this article shall apply. All codal references shall also apply to any corresponding provisions of any future federal tax law.

The corporation shall distribute its income for each tax year at such time and in such manner that it will not become subject to the tax on undistributed income imposed by Section 4942 of the Code. The corporation will not engage in any act of self-dealing as defined in Section 4941(d) of the Code. The corporation will not retain any excess business holdings as defined in Section 4943(c) of the Code. The corporation will not make any investments in any manner that would subject it to tax under Section 4944 of the Code. The corporation will not make any taxable expenditures as defined in Section 4945 of the Code.

ARTICLE V

DURATION

This Association shall enjoy perpetual corporate existence.

ARTICLE VI

REGISTERED OFFICE AND AGENT

The domicile of this Association shall be Orleans Parish, Louisiana, and its registered office shall be 2001 Leon C. Simon Blvd., New Orleans, Louisiana, 70122. The incorporator and registered agent of this Association shall be Charles Bosworth, III, 4333 Hamilton Street, New Orleans, Louisiana, 70118. Thereafter, the agent shall be any subsequent President as provided for in the annual report of this corporation registered with the Secretary of State for the State of Louisiana.

ARTICLE VII

BOARD OF DIRECTORS AND OFFICERS

1. The governing body of this Association shall be a Board of Directors consisting initially of three (3) members, who shall serve as an organizing board no later than March 31, 1997. Thereafter, the Board shall consist of not less than fifteen (15) members nor more than thirty-five (35) members. The Board of Directors shall exercise all of the Powers of this Association and shall direct its business and affairs within the provisions of these Articles and the By-Laws. The exact number of Directors, their qualifications, manner of nomination, selection, length of service and voting rights shall be as set forth in the By-Laws.

2. Officers of the Association shall be elected in the manner provided in the By-Laws.

3. The initial organizing board members are:

a. Charles Bosworth, III
4333 Hamilton Street
New Orleans, La. 70118

b. Stephen C. Brisco
1623 Mirabeau Avenue
New Orleans, La. 70122

c. Denis L. Milliner
2401 Broadway
New Orleans, La. 70118

ARTICLE VIII

BASIS OF ORGANIZATION

1. The Association shall be organized on a non-stock basis.

2. There shall be the five (5) following classes of members, with the following voting rights:

Parent members-parents or step-parents or guardians of present or former School students, with voting rights;

Ex-officio members-members who are members by virtue of holding a certain position at the School, with voting rights;

Faculty-Administration Members-faculty or members of the administration of the School, without voting rights;

Alumni members-graduates or former students of the School, with voting rights;

Honorary members-members fitting none of the classes of membership described above, without voting rights.

3. All voting members of the Association shall be entitled to one vote in the election of directors and in all other matters for which a vote of the membership is taken. All voting members shall have the same rights and privileges. Non-voting, or honorary, members shall not have the right to vote but shall have all other rights and privileges of voting members.

ARTICLE IX

BY-LAWS

The Board of Directors shall have the power to make, amend and repeal by-laws to govern this Association, consistent with these Articles of Incorporation and applicable laws of the State of Louisiana.

ARTICLE X

AMENDMENTS

Any proposed amendments to these Articles shall be proposed and adopted by a majority vote of the voting members in good standing, present at the general annual meeting, or at a meeting specially called for such purpose, provided that a written or

printed notice, which sets forth the proposed amendments or a summary thereof, shall have been sent to each voting member of the Association not less than fifteen (15) days prior to the meeting at which such action is to be taken thereon. After proper notice, the voting members, not less than five (5), present at any meeting or voting by approved proxy shall constitute a quorum.

ARTICLE XI

ANNUAL MEETING OF MEMBERSHIP

An annual meeting of the membership shall be held at such time as designated herein or as provided in the By-Laws, to review the affairs of the Association for the past year, and for such other business as may come before such meeting.

ARTICLE XII

LIABILITY

To the full extent permitted by law, no member, officer, director, employee or agent of the Association shall ever be personally liable or responsible for claims, contracts, debts or defaults of the Association, nor shall any informality in organization have the effect of rendering these Articles of Incorporation null or of exposing the members, officers or Directors to any liability as a result.

ARTICLE XIII

INDEMNIFICATION

The Association shall indemnify officers, directors, employees or agents of the Association to the fullest extent permitted by La. R.S. 12:227, or any successor or related provision of law.

ARTICLE XIV

DISSOLUTION

1. Upon the dissolution of this Association by limitation or otherwise, its affairs shall be liquidated by three liquidators to be appointed by the Board of Directors for that purpose, who shall not be required to post any bond.

2. The assets of this Association shall be and hereby are permanently dedicated for charitable and non-profit purposes and upon the dissolution of this Association or the winding up of its affairs, the net assets of the corporation shall be disposed of or distributed exclusively for the purposes of the corporation, in such manner and to such non-profit, trade, charitable or educational organizations or entities which would then qualify as an exempt organization under the provisions of Section 501(c)(3) of the Internal Revenue Code or the corresponding provisions of any future federal code, as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by the court of competent jurisdiction of the parish in which the principal office of the Association is then located, exclusively for such purposes or to such organization or organizations, as said court shall determine, which are organized and operated exclusively for such purposes.

THUS DONE AND SIGNED in my office in the city of New Orleans, Parish of Orleans, Louisiana, on the day month and year hereinabove set forth in the presence of the undersigned competent witnesses and me, Notary, after due reading of the whole.

WITNESSES:

**BENJAMIN FRANKLIN HIGH SCHOOL
ATHLETIC ASSOCIATION, INC. by**

Stacy B. Surzski

Charles J. Bosworth, III

CHARLES BOSWORTH, III
Incorporator

Colleen R. Hermon

[Signature]
NOTARY PUBLIC

(DOMESTIC/FOREIGN)

**AFFIDAVIT OF ACCEPTANCE OF APPOINTMENT
BY DESIGNATED REGISTERED AGENT
ACT 769 OF 1987**

To the State Corporation Department
State of Louisiana


STATE OF LOUISIANA

PARISH/COUNTY OF ORLEANS

On this 23rd day of October, 19 96, before me, a Notary Public in and for the State and Parish aforesaid, personally came and appeared CHARLES BOSWORTH, who is to me known to be the person, and who, being duly sworn, acknowledged to me that he does hereby accept appointment as the Registered Agent of BENJAMIN FRANKLIN HIGH SCHOOL ATHLETIC ASSOCIATION, INC. which is a Corporation authorized to transact business in the State of Louisiana pursuant to the provisions of the Title 12, Chapter 1, 2 and 3.


REGISTERED AGENT

Subscribed and sworn to before
me on the day, month, and year
first above set forth


NOTARY PUBLIC

NOTE: If the Agent is a Corporation authorized to act as an agent then the affidavit must be executed by an officer of the corporation.

Notice Of Change

Charter Number: 34546591 N
Name: BENJAMIN FRANKLIN
HIGH SCHOOL
ATHLETIC
ASSOCIATION, INC.

Mailing Address:
2001 LEON C. SIMON BLVD.
NEW ORLEANS, LA 70122

Registered Office Address in Louisiana:
2001 LEON C. SIMON BLVD.
NEW ORLEANS, LA 70122

Agents:

DURIS L. HOLMES ()
755 MAGAZINE ST.
NEW ORLEANS, LA 70130

ALAN GODCHAUX ()
2905 OCTAVIA ST.
NEW ORLEANS, LA 70115

Officers/Directors

PATRICE BARNES (Director)
208 HILLARY ST.
NEW ORLEANS, LA 70118

LAURIE BERNARD (President)
35 THRASHER ST
NEW ORLEANS, LA 70124




JOHN PARAUKA (Treasurer)
100 VENDANGE PL
MANDEVILLE, LA 70471

LORI TAYLOR (Vice-President)
5705B CAMERON BLVD
NEW ORLEANS, LA 70122

PAM RIETH (Secretary)
5842 CATINA ST
NEW ORLEANS, LA 70124

Electronic Signature:

PATRICE L BARNES
(11/3/2011)

Tom Schedler Secretary of State 	DOMESTIC CORPORATION ANNUAL REPORT For Period Ending 12/30/2015	 34546591N  2015	
Mailing Address Only (INDICATE CHANGES TO THIS ADDRESS IN THIS BOX) 34546591 N BENJAMIN FRANKLIN HIGH SCHOOL ATHLETIC ASSOCIATION, INC. 2001 LEON C. SIMON BLVD. NEW ORLEANS, LA 70122	1	(INDICATE CHANGES TO THIS ADDRESS IN THIS BOX) Registered Office Address in Louisiana (Do not use P. O. Box) 2001 LEON C. SIMON BLVD. NEW ORLEANS, LA 70122 Federal Tax ID Number	
Our records indicate the following registered agents for the corporation. Indicate any changes or deletions below. All agents must have a Louisiana address. Do not use a P. O. Box. A NEW REGISTERED AGENT REQUIRES A NOTARIZED SIGNATURE DURIS L. HOLMES 755 MAGAZINE ST. NEW ORLEANS, LA 70130 ALAN GODCHAUX 2905 OCTAVIA ST. NEW ORLEANS, LA 70115			
I hereby accept the appointment of registered agent(s).	Sworn to and subscribed before me on NOTARY NAME MUST BE TYPED OR PRINTED WITH NOTARY #		
New Registered Agent Signature	Notary Signature Date		
This report reflects a maximum of three officers or directors from our records for this corporation. Indicate any changes or deletions below. Include a listing of all names along with each title held and their address. Do not use a P. O. Box. If additional space is needed attach an addendum.			
LAURIE BERNARD 35 THRASHER ST NEW ORLEANS, LA 70124 JOHN PARAUKA 100 VENDANGE PL MANDEVILLE, LA 70471 LORI TAYLOR 5705B CAMERON BLVD NEW ORLEANS, LA 70122	President Treasurer Vice-President		
The filing of a false public record, with the knowledge of its falsity, is a crime, subjecting the filer to the fine or imprisonment or both under R.S. 14:133.			
SIGN →	To be signed by an officer or director JOHN G. PARAUKA (SIGNED ELECTRONICALLY) Signee's address	Title TREASURER Email Address jparauka@bfhsla.org	Phone Date 01/28/2016 (For Office Use Only)
Enclose filing fee of \$10.00 Make remittance payable to Secretary of State Do Not Send Cash Do Not Staple web site: www.sos.louisiana.gov		Return by: 12/30/2015 To: Commercial Division P. O. Box 94125 Baton Rouge, LA 70804-9125 Phone (225) 925-4704	DO NOT STAPLE
			4

UNSIGNED REPORTS WILL BE RETURNED

**Annual Report Supplemental Page
for Period Ending 12/30/2015**

Charter Number : 34546591N

Charter Name: BENJAMIN FRANKLIN HIGH SCHOOL ATHLETIC ASSOCIATION, INC.

Additional Officers

PAM RIETH Secretary
5842 CATINA ST NEW ORLEANS, LA 70124