

Tom Schedler
SECRETARY OF STATE

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

the attached document(s) of

CARROLLTON BOOSTER CLUB, INC.

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

34334201N	ORIGF	6/23/1989	12 page (s)
34389656	AMEND	9/18/1991	6 page (s)
36615210	12236	12/17/2007	1 page (s)
36615211	CHOFF	12/17/2007	1 page (s)
41551100	14 AR	6/12/2014	1 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,

December 15, 2014

Secretary of State

WEB 34334201N



Certificate ID: 10553488#83P83

To validate this certificate, visit the following web site, go to **Commercial Division, Certificate Validation**, then follow the instructions displayed.

www.sos.louisiana.gov

and purposes are to promote the welfare of children and the combat-
ing of juvenile delinquency which shall include the following,
to-wit:

- a. To advance the physical and moral development of the youth of the City of New Orleans through the establishment of athletic programs intended to enhance the principles of sportsmanship, team play, and good fellowship;
- b. To instill in the youth of the City of New Orleans a knowledge and understanding of sports in those programs sponsored by the corporation;
- c. To further the development of family life by providing an outlet for parent-child recreational activities; and
- d. To uphold, adhere to and promote the aims, principles and purposes of this corporation.

In addition to the objects and purposes as stated aforesaid, this corporation shall possess all powers and authority permitted by law, except:

- e. No part of the assets, income or profits of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments in furtherance of the purposes set forth hereinabove.
- f. No substantial part of the activities of the corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements in connection with) any political campaign on behalf of any candidate for public office.

- g. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501(c) of the Internal Revenue Code of 1986, as amended, (or the corresponding provisions of any future Federal Internal Revenue laws), or (b) by a corporation, contributions to which are deductible under Section 170 of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future Federal Internal Revenue laws).
- h. In the event that this corporation is treated as a private foundation, then the corporation shall not engage in any act of self-dealing which would subject it to a tax under Section 4941 of the Internal Revenue Code of 1986, as amended; this corporation shall make distributions at such time and in such manner as not to subject the corporation to tax under Section 4942 of the Internal Revenue Code of 1986, as amended; the corporation shall not retain any excess business holdings which would subject it to tax under Section 4943 of the Internal Revenue Code of 1986, as amended; the corporation shall not make any investments that would subject it to tax under Section 4944 of the Internal Revenue Code of 1986, as amended; and the corporation shall not make any taxable expenditures that would subject it to tax under Section 4945 of the Internal Revenue Code of 1986, as amended.

III.

NON-PROFIT CORPORATION

This corporation shall be a non-profit corporation, organized under the provisions of the Louisiana Non-Profit Corporation Law, La. R.S. 12:201 et seq. and shall exist in perpetuity.

This corporation is constituted so as to attract substantial

support from contributions, directly or indirectly, from a representative number of persons in the community in which it operates.

In the event of dissolution, all of the remaining assets and property of the corporation shall, after necessary expenses thereof, be distributed to such organizations as shall qualify under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Any such assets not so disposed of shall be disposed of by the district court of the parish in which the principal office of the corporation is then located, exclusively for the purpose, or to such organization(s) as said court shall determine, which purpose and organizations shall qualify under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

IV.

REGISTERED OFFICE

The registered office of this corporation shall be at 2111 Joseph Street, New Orleans, Louisiana 70115.

V.

REGISTERED AGENT

The registered agent for service of process upon this corporation shall be Edwin A. Ellinghausen III, 2111 Joseph Street, New Orleans, Louisiana 70115.

VI.

INCORPORATOR

The incorporator of this corporation is George S. Allen, 9104 Quince Street, New Orleans, Louisiana 70118.

VII.

OFFICERS

The officers of this corporation shall consist of a President, one or more Vice Presidents, a Secretary and a Treasurer. Said officers shall be elected by a majority vote of the members present at the annual meeting, and shall serve for a one-year term commencing on the January 1 following their election; however, failure to elect new officers by the expiration of said term shall not affect the existence or operation of the corporation; rather the officers then in office shall remain and continue to discharge their duties until their respective successors are duly elected and qualified.

VIII.

BOARD OF DIRECTORS

(a) The affairs of this corporation shall be managed by a Board of Directors consisting of the officers of the corporation. The names and addresses of the initial directors, whose terms shall expire on December 31, 1989 are:

George S. Allen
9104 Quince Street
New Orleans, Louisiana 70118

M. H. Phillips
1636 S. Jefferson Davis Parkway
New Orleans, Louisiana 70125

Edwin A. Ellinghausen III
2111 Joseph Street
New Orleans, Louisiana 70115

George O. Avery II
8232 Green Street
New Orleans, Louisiana 70118

(b) Any vacancies in the Board of Directors resulting from death, resignation, retirement, disqualification, removal from office or other cause shall be filled by a majority vote of the directors then in office, and the Directors so chosen shall hold office for the balance of the term of the director whose position was so filled. No decrease in the number of directors shall shorten the term of any incumbent director.

(c) Any director absent from a meeting of the Board, or any committee thereof, may be represented by any other director who may cast the absent director's vote according to his written instructions, general or special. The Board of Directors may conduct its meetings by conference telephone or similar communications equipment, provided all persons participating in the meeting can hear and communicate with each other. In lieu of taking action by vote at meetings, the Board of Directors may take action by written consent signed only by such percentage of the directors as would be required to approve the particular matter if the matter were called to a vote at an actual meeting of directors at which all directors were in attendance. Any action taken by written consent signed by less than all of the Directors shall be communicated to the non-signatory Directors as soon as practical.

(d) This corporation may borrow money, purchase or rent immovable property, sell, lease, encumber or otherwise alienate any of its immovable property provided such act is authorized by a majority of the Board of Directors voting at a meeting of the

Board of Directors properly called on due notice, if notice is required.

IX.

MEMBERSHIP

This corporation shall be organized on a non-stock basis and shall not be authorized to issue shares of stock.

Catagories of Membership: There shall be only one (1) catagory of membership, namely, Active Member.

Eligibility Requirements: Any person 18 years of age or older may become an Active Member by completion of the Membership Application Form and payment of the annual membership fee. The amount of the annual membership fee shall be fixed from time to time by the Board of Directors. Completion of the Membership Application Form and payment of the annual membership fee will entitle the Active Member to membership in the corporation for the calendar year to which the Membership Application Form and annual membership fee relates. Except as may otherwise be provided in the by-laws of the corporation, each Active Member shall have one (1) vote on matters requiring a vote of the membership.

Enrollment in programs sponsored by the corporation shall be limited to the children, grandchildren or wards of Active Members. The Board of Directors shall waive payment of the annual membership fee on an individual basis in case of financial hardship or for other just cause.

Memberships may be registered in the joint names of husband and wife and, in such cases, either husband or wife may cast one (1) vote on matters requiring a vote of the membership. However,

only one (1) vote per jointly-registered membership shall be permitted. The corporation shall be entitled to recognize the first vote cast by a husband or wife whose membership is jointly registered. All disputes concerning the status of a member or a person claiming to be a member shall be resolved by the membership committee in accordance with the by-laws of the corporation.

X.

NO PERSONAL LIABILITY

No member of this corporation shall be personally liable for any of the obligations of this corporation solely by reason of being a member of this corporation.

XI.

LIABILITY OF DIRECTORS AND OFFICERS

The directors and officers of the corporation shall not be liable to the corporation or its members for monetary damages for breach of fiduciary duty as a director or officer. This elimination of liability shall not apply (i) for any breach of the directors' or officers' duty of loyalty to the corporation or its members, (ii) for acts or omissions not in good faith or which involve intentional misconduct or a knowing violation of law, (iii) for liability under La. R.S. 12:226(D), or (iv) for any transaction from which the director or officer derived an improper personal benefit. This provision is in addition to the limitation of liability of directors and officers of non-profit organizations set forth in La. R.S. 9:2792.3, as amended from time to time.

XII.

INDEMNITY

This corporation shall indemnify any person who was or is a party or is threatened to be made a party to any action, suit or proceeding, whether civil, criminal, administrative or investigative (including any action by or in the right of the corporation) by reason of the fact that he is or was a director, officer, employee or agent of the corporation, or is or was serving at the request of the corporation as a director, officer, employee or agent of another non-profit, business or foreign corporation, partnership, joint venture or other enterprise, against expenses (including attorney's fees), judgments, fines and amounts paid in settlement actually and reasonably incurred by him in connection with such action, suit or proceeding if he acted in good faith and in a manner he reasonably believed to be in or not opposed to the best interest of the corporation, and, with respect to any criminal action or proceeding, had no reasonable cause to believe his conduct was unlawful; provided that in the case of actions by or in the right of the corporation, the indemnity shall be limited to expenses (including attorney's fees, and amounts paid in settlement not exceeding, in the judgment of the Board of Directors, the estimated expense of litigating the action to conclusion) actually and reasonably incurred in connection with the defense or settlement of such action and no indemnification shall be made in respect of any claim, issue or matter as to which such person shall

have been adjudged to be liable for negligence or misconduct in the performance of his duty to the corporation unless and only to the extent that the court shall determine upon application that, despite the adjudication of liability but in view of all the circumstances of the case, he is fairly and reasonably entitled to indemnity for such expenses which the court shall deem proper. The termination of any action, suit or proceeding by judgment, order, settlement, conviction, or upon a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner which he reasonably believed to be in or not opposed to the best interests of the corporation, and, with respect to any criminal action or proceeding, had reasonable cause to believe that his conduct was unlawful.

XIII.

BY-LAWS

The Directors shall be empowered to adopt By-Laws providing for the election of officers and the regulation of the business and affairs of the Corporation, which By-Laws shall not be inconsistent with these Articles of Incorporation. The By-Laws may be amended by majority vote of the Directors or by a majority vote of the Active Members present at any special meeting of the Active Members called for that purpose or at any Annual Meeting.

XIV.

RECALL; REMOVAL

Any officer may be recalled and any director or member may be removed by a two-thirds (2/3) vote of the members present at a special meeting called for that purpose.

THUS DONE AND PASSED in my notarial office in the City of New Orleans, State of Louisiana, on the day, month and year herein first above written in the presence of the undersigned witnesses and me, Notary, after due reading of the whole.

WITNESSES:

Millicent Karenter

George S. Allen
GEORGE S. ALLEN

Mae Magette

[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 14th day of June, 19 89, before me, a Notary Public in
and for the State and Parish aforesaid, personally came and appeared
EDWIN A. ELLINGHAUSEN, III, 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 CARROLLTON BOOSTER CLUB, 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.

[Signature]
REGISTERED AGENT

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

X *[Signature]*
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.

Issued by James H. "Jim" Brown
Secretary of State
SS 388 (9/87)

AMENDMENT OF
ARTICLES OF INCORPORATION
OF
CARROLLTON BOOSTER CLUB, INC.

* UNITED STATES OF AMERICA
*
*
* STATE OF LOUISIANA
*
*
* PARISH OF ORLEANS
*

BE IT KNOWN that on this 14th day of September, 1991,

BEFORE ME, the undersigned Notary Public, and in the presence of the two undersigned competent witnesses, personally came and appeared, DAVID B. MELIUS and WARREN DOYLE, the duly authorized President and Secretary of this Corporation, acting pursuant to the appropriate corporate resolution for and in behalf of Carrollton Booster Club, Inc., a corporation organized under the laws of the State of Louisiana, who declared that, pursuant to the resolution of the Board of Directors of the Carrollton Booster Club, Inc., adopted at a special meeting on September 14, 1991, after a duly called meeting of the members at which a quorum was not present, a certified copy of the Unanimous Consent of the Board of Directors, being attached hereto, they now appear for the purpose of executing this Act of Amendment of Carrollton Booster Club, Inc.

Appearers did further declare that it was resolved that Article II(g) of the Articles of Incorporation be amended to read, as follows:

"Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future Federal Internal Revenue laws), or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future Federal Internal Revenue laws)."

Appearers did further declare that all other provisions of the Articles of Incorporation, except as expressly modified by the foregoing, shall remain in full force and effect.

THUS DONE AND PASSED in the Parish of Orleans, State of Louisiana on the day and date first above mentioned, in the presence of the two undersigned competent witnesses, who signed with Appearers, and me, Notary, after reading of the whole.

WITNESSES:

Joanne Waterhouse

David B. Melius
DAVID B. MELIUS, PRESIDENT

Theresa D. Bryant

Warren Doyle
WARREN DOYLE, SECRETARY

[Signature]
NOTARY PUBLIC

Notary Public, Parish of Orleans, State of Louisiana
My Commission Expires for life.

UNANIMOUS CONSENT OF
THE BOARD OF DIRECTORS OF
CARROLLTON BOOSTER CLUB, INC.

We, the undersigned, being all of the Directors of Carrollton Booster Club, Inc., do authorize and consent to the following:

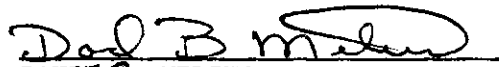
1. That this Corporation amend Article II(g) of the Articles of Incorporation to provide as follows:

"Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future Federal Internal Revenue laws), or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future Federal Internal Revenue laws)."

2. That this Corporation, through its President, David B. Melius, and/or its Secretary, Warren Doyle, execute such documents, including but not limited to the Amendment of Articles of Incorporation, substantially in the form of the attached Exhibit "A," as might be necessary to accomplish the intent of the foregoing.

New Orleans, Louisiana, this 14th day of September, 1991.

DIRECTORS:



DAVID B. MELIUS



ED CASTAING



EDWIN A. ELLONGHAUSEN, III



JOSEPH B. HENICAN, III



LEE C. MOSS



HARRY VERLANDER, III



TOM AXELRAD



WARREN DOYLE

CERTIFICATE

I, the undersigned Secretary of Carrollton Booster Club, Inc., do certify that the above subscribing directors constitute all of the Directors of Carrollton Booster Club, Inc. and that their signatures are genuine.



SECRETARY

AMENDMENT OF	*	UNITED STATES OF AMERICA
	*	
ARTICLES OF INCORPORATION	*	
	*	STATE OF LOUISIANA
OF	*	
	*	
CARROLLTON BOOSTER CLUB, INC.	*	PARISH OF ORLEANS
	*	

** *****

BE IT KNOWN that on this 14th day of September, 1991,

BEFORE ME, the undersigned Notary Public, and in the presence of the two undersigned competent witnesses, personally came and appeared, DAVID B. MELIUS and WARREN DOYLE, the duly authorized President and Secretary of this Corporation, acting pursuant to the appropriate corporate resolution for and in behalf of Carrollton Booster Club, Inc., a corporation organized under the laws of the State of Louisiana, who declared that, pursuant to the resolution of the Board of Directors of the Carrollton Booster Club, Inc., adopted at a special meeting on September 14, 1991, after a duly called meeting of the members at which a quorum was not present, a certified copy of the Unanimous Consent of the Board of Directors, being attached hereto, they now appear for the purpose of executing this Act of Amendment of Carrollton Booster Club, Inc.

Appearers did further declare that it was resolved that Article II(g) of the Articles of Incorporation be amended to read, as follows:

"Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future Federal Internal Revenue laws), or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended (or the corresponding provisions of any future Federal Internal Revenue laws)."

Appearers did further declare that all other provisions of the Articles of Incorporation, except as expressly modified by the foregoing, shall remain in full force and effect.

THUS DONE AND PASSED in the Parish of Orleans, State of Louisiana on the day and date first above mentioned, in the presence of the two undersigned competent witnesses, who signed with Appearers, and me, Notary, after reading of the whole.

WITNESSES:

Joanne Waterhouse

David B. Melius
DAVID B. MELIUS, PRESIDENT

Thomas D. Bryant

Warren Doyle
WARREN DOYLE, SECRETARY

[Signature]
NOTARY PUBLIC

JOHN J. [Signature]
Notary Public, Parish of Orleans, State of Louisiana
My Comm. Expires [Date] for life.

Jay Dardenne
Secretary of State



**NOTICE OF CHANGE OF REGISTERED OFFICE
AND/OR CHANGE OF REGISTERED AGENT**

(R.S. 12:104 & 12:236)

Enclose \$25 filing fee
Domestic Corporation (Business or Non Profit)
Make remittance payable to
Secretary of State
Do Not Send Cash

Return to: Commercial Division
P. O. Box 94125
Baton Rouge, LA 70804-9125
Phone (225) 925-4704
Web Site: www.sos.louisiana.gov

Corporation Name: Carrollton Booster Club, Inc.

CHANGE OF LOCATION OF REGISTERED OFFICE

Notice is hereby given that the Board of Directors of the above named corporation has authorized a change in the location of the corporation's registered office. The new registered office is located at:

1100 Poydras Street, Suite 3600, New Orleans, LA 70163

PTM
To be signed by an officer or a director

12/10/07
Date

CHANGE OF REGISTERED AGENT(S)

Notice is hereby given that the Board of Directors of the above named corporation has authorized the change of the corporation's registered agent(s). The name(s) and address(es) of the new registered agent(s) is/are as follows:

Patrick A. Talley, Jr., 1100 Poydras Street, Suite 3600, New Orleans, LA 70163

PTM
President, Vice President or Secretary

12/10/07
Date

AGENT'S ACCEPTANCE AND ACKNOWLEDGEMENT OF APPOINTMENT

I hereby acknowledge and accept the appointment of registered agent(s) for and on behalf of the above named corporation.

By: *PTM*
Patrick A. Talley, Jr.

Sworn to and subscribed before me, the undersigned Notary Public, on this date: December, 2007

NOTARY NAME MUST BE PRINTED WITH NOTARY #

Notary Public
Bar No. 25220

Parish of Jefferson, State of Louisiana
My commission is for life

Edward J. Rantz, Jr.

Bar No. 25220

(See instructions on back)

CARROLLTON BOOSTER CLUB, INC.

P.O. Box 4165
New Orleans, Louisiana 70178-4165

President
Patrick Talley

December 11, 2007

Vice Presidents
John Drennan
Alan Godchaux
Jeff Jones
Darren Mire
Norman Mott
Mike Parks
David Sumrall

Louisiana Secretary of State
Commercial Division
8549 United Plaza Blvd.
Baton Rouge, LA 70809

Treasurer
Paul Baxter

Re: Carrollton Booster Club, Inc..

Past President
Donald McKay

Dear Secretary of State:

Ex-Officio
Chris Montgomery
Jim O'Meara

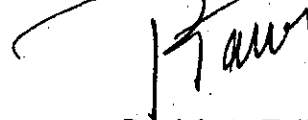
Please note that Carrollton Booster Club, Inc.. has amended its list of officers to reflect the following:

Patrick A. Talley, Jr., President/Secretary
1100 Poydras Street, Suite 3600
New Orleans, Louisiana 70163




If you have any questions, please do not hesitate to contact me.

With best regards, I remain,

Very truly yours,



Patrick A. Talley, Jr.
President/Secretary

Tom Schedler Secretary of State 	DOMESTIC CORPORATION ANNUAL REPORT For Period Ending 6/23/2014	 34334201N  2014		
Mailing Address Only (INDICATE CHANGES TO THIS ADDRESS IN THIS BOX) 34334201 N CARROLLTON BOOSTER CLUB, INC. P. O. BOX 4165 NEW ORLEANS, LA 70178	1	(INDICATE CHANGES TO THIS ADDRESS IN THIS BOX) Registered Office Address in Louisiana (Do not use P. O. Box) 1100 POYDRAS ST., STE. 3600 NEW ORLEANS, LA 70163 <div style="border: 1px solid black; width: 100px; height: 20px; margin-left: auto; margin-right: auto;">Federal Tax ID Number</div>		
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 PATRICK A. TALLEY, JR. 1100 POYDRAS ST., STE. 3600 NEW ORLEANS, LA 70163				
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.				
<table style="width:100%; border: none;"> <tr> <td style="width:50%; border: none;"> STOREY CHARBONNET 582 WALNUT STREET NEW ORLEANS, LA 70118 </td> <td style="width:50%; border: none; text-align: right;"> President </td> </tr> </table>			STOREY CHARBONNET 582 WALNUT STREET NEW ORLEANS, LA 70118	President
STOREY CHARBONNET 582 WALNUT STREET NEW ORLEANS, LA 70118	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 ANTHONY G. MOORE (SIGNED ELECTRONICALLY)	Title Phone Date 06/12/2014		
	Signee's address	Email Address tony@irgrealty.net (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: 6/23/2014 To: Commercial Division P. O. Box 94125 Baton Rouge, LA 70804-9125 Phone (225) 925-4704		
DO NOT STAPLE		1		

UNSIGNED REPORTS WILL BE RETURNED