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(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

PICK-UP  WAIT  MAIL

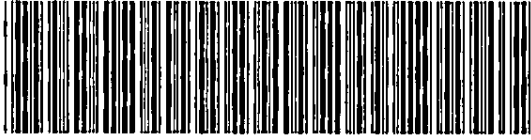
(Business Entity Name)

(Document Number)

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2021 JAN 20 11:00 AM  
RECEIVED  
FILING OFFICE

**ARTICLES OF INCORPORATION  
OF  
Empire Athletic Academy Inc.**  
809 Pine Meadows Road  
Orlando, FL 32825  
407-437-0079

January 12, 2021

Department of State  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida  
32314

**SUBJECT: ARTICLES OF INCORPORATION APPLICATION FOR  
EMPIRE ATHLETIC ACADEMY INC.**

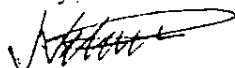
Dear Sir/Madam:

Attached are one original and one copy of the Articles of Incorporation for Empire Athletics Academy Inc.

Included is an original and one (1) copy of the Articles of Incorporation and a check in the amount of \$78.75 for filing fee and Certified Copy fee.

Hoping that this application complies with all filing requirements.

Sincerely,



Jeremiah Vitalis  
President and Registered Agent  
809 Pine Meadows Road  
Orlando, FL 32825  
407-437-0079

cc: Daniel Ortiz – Treasurer  
Natasha Alvares – Secretary

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**ARTICLES OF INCORPORATION**  
**OF**  
**Empire Athletic Academy Inc.**

809 Pine Meadows Road  
Orlando, FL 32825  
407-437-0079

**(Florida not-for-profit corporation)**

The undersigned, acting as the incorporators of Empire Athletic Academy Inc., a not-for-profit corporation under the Florida Not For Profit Corporation Act, as set forth in Chapter 617, Florida Statutes, (hereinafter referred to as the "Corporation") and as President of the Corporation, by virtue of the authority granted in Resolution 2020 approved by a majority of the Corporation's Board of Directors at its December 12, 2020, meeting, hereby adopt the following Articles of Incorporation for the Corporation:

**ARTICLE I: NAME**

The name of the Corporation shall be: Empire Athletic Academy Inc., hereinafter referred to as the "Corporation."

**ARTICLE II: OFFICE AND MAILING ADDRESS**

The address of the principal office and the mailing address of the Corporation is: 809 Pine Meadows Road, Orlando, FL 32825.

**ARTICLE III: PURPOSE**

The Corporation is organized and operated exclusively for religious, charitable and educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended. Notwithstanding any other provision of these Articles, the Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or any future corresponding provision of any future United States Internal Revenue Law; or (ii) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986, as amended, or any future corresponding provision of any future United States Internal Revenue Law.

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The primary purpose of this organization is to provide education, training counseling and opportunities for youth and young adults to participate in and to be involved in all areas of amateur competition and sporting activities. These services will be made available to the general population and will concentrate its efforts in Florida.

**ARTICLE IV: RESTRICTIONS ON ACTIVITIES**

No substantial part of the activities of this corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, nor shall this corporation participate in, or intervene in, any political campaign or candidacy for public office.

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**ARTICLE V: REGISTERED OFFICE AND AGENT**  
**INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the initial registered agent is:

Jeremiah Vitalis  
809 Pine Meadows Road  
Orlando, FL 32825  
407-437-0079

Having been named as the registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

The Corporation's registered office shall be:  
809 Pine Meadows Road, Orlando, FL 32825

Jeremiah Vitalis shall be the registered agent of the Corporation at that address.



\_\_\_\_\_  
JEREMIAH VITALIS – REGISTERED AGENT

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**ARTICLES OF INCORPORATION**  
**OF**  
**Empire Athletic Academy Inc.**  
809 Pine Meadows Road  
Orlando, FL 32825  
407-437-0079

**ARTICLE VI**

The name and address of the incorporator(s) are:

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Jeremiah Vitalis  
809 Pine Meadows Road  
Orlando, FL 32825

**ARTICLE VII: BOARD OF DIRECTORS**

The Board of Directors shall consist of three (3) persons. The number may be increased or decreased from time to time by an amendment to the Corporation By-Laws. However, there shall never be less than three (3) persons on the Board of Directors. All members of the Board of Directors shall be selected as provided for in the Corporation By-Laws. No member of the Board of Directors will be entitled to or shall receive any compensation for participation on the board. Board members will be required to agree to all Conflict-of-Interest guidelines established by the corporation and noted in the By-laws.

The Board of Directors consists of:

Jeremiah Vitalis – President  
809 Pine Meadows Road, Orlando, FL 32825

Natasha Alvares – Secretary  
809 Pine Meadows Road, Orlando, FL 32825

Daniel Ortiz – Treasurer  
2336 Riverdale Court, Oviedo, FL 32765

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**ARTICLE VIII: OFFICERS**

The officers of the Corporation shall be a President, Secretary and Treasurer, and such other officers as may be provided by the By-Laws. No member of the Board of Directors will be entitled to or shall receive any compensation for participation on the board. Board members will be required to agree to all Conflict-of-Interest guidelines established by the corporation and noted in the By-Laws.

**ARTICLE IX: AMENDMENTS**

These Articles of Incorporation may be amended at any regular or special meeting of the Board of Directors by a majority vote of those present, if notice of the intent to submit amendments shall have been given as provided by the By-Laws.

**ARTICLE X: DISTRIBUTION OF ASSETS UPON DISSOLUTION**

The property of the Corporation is irrevocably dedicated to charitable and educational purposes and no part of the net income or assets of the Corporation shall ever inure to the benefit of any director, officer or member thereof or to the benefit of any private person. Upon dissolution or winding up of the Corporation its assets remaining after payment or provision for payment of all debts and liabilities of the Corporation shall be distributed to a not-for-profit fund, foundation or corporation which is organized and operated exclusively for charitable and educational purposes and which has established its tax-exempt status under Section 501(c)(3) of the Internal Revenue Code.

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**ARTICLE XI: CONFLICT OF INTEREST**

1. No member of the Board of Directors shall derive any personal profit or gain for themselves, their relatives or friends, directly or indirectly by reason of his or her participation within the corporation, except by agreed to by three quarters of the board vote.
2. Each member must disclose any personal interest that he or she may have in any matter pending before the board and shall refrain from any discussion on that matter. A conflicting board member will not be counted in quorum in matters where there is a conflict of interest.
3. Each board member must submit an annual statement must agree to these general principles and disclose any potential conflict.

**ARTICLE XII: MEMBERSHIP**

The corporation shall be non-membership.

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S.L.T.