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(Requestor's Name)

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TALLAHASSEE, FLORIDA

TRANSMITTAL LETTER

TO: Registration Section
Division of Corporations

SUBJECT: THE PRO FOUNDATION, INC.
(Name of Corporation - must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Jeffery T. Pinkston
(Name of Person)

PLAY LIKE THE PROS
(Firm/Company)

812 RUSSELL ST., SUITE 200
(Address)

COVINGTON, KY 41011
(City/State and Zip Code)

For further information concerning this matter, please call:

Jeffery T. Pinkston at (859) 331-7529 x12
(Name of Person) (Area Code & Daytime Telephone Number)

STREET ADDRESS:
Registration Section
Division of Corporations
409 E. Gaines St.
Tallahassee, FL 32399

MAILING ADDRESS:
Registration Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☐ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☒ \$87.50 Filing Fee, Certificate of Status & Certified Copy

APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO
CONDUCT ITS AFFAIRS IN FLORIDA

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IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS IN
THE STATE OF FLORIDA:

1. THE PRO FOUNDATION, Inc.

(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

2. KENTUCKY

(State or country under the law of which it is incorporated)

3. 37-1479278

(FEI number, if applicable)

4. 11/12/03

(Date of incorporation)

5. Perpetual

(Duration: Year corp. will cease to exist or "perpetual")

6. Planned to commence 6/20/04

(Date corporation first conducted Affairs in Florida - See sections 617.1501, 617.1502, and 817.155, F.S.)

7. 812 Russell Street, Suite 200, Covington, KY 41011

(Principal office address)

SAME AS ABOVE

(Current mailing address)

8. Providing opportunities : assistance to at-risk children, youth & their families

(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box or Mail Drop Box NOT acceptable)

Name: Anthony Palma

Office Address: Broad & Cassell
390 North Orange Ave, Suite 1100

Orlando

(City)

Florida

32801

(Zip Code)

10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

(Registered agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

12. Names and addresses of officers and/or directors:

A. DIRECTORS

Chairman: Dermontti Dawson
Address: 24 Avenue of Champions
Nicholasville, KY 40356

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Vice Chairman: _____

Address: _____

Director: David Pool

Address: 100 Todd Street, Apt. #14
Campbellsville, KY 42718

Director: Jonathan Niemeyer

Address: 11345 Brittany Woods Lane
Cincinnati, OH 45249

B. OFFICERS

President: Dermontti Dawson

Address: See Above

Vice President: David Pool

Address: See Above

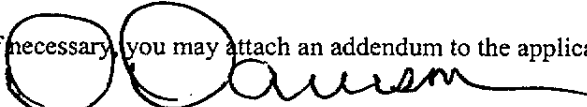
Secretary: Jonathan Niemeyer

Address: See Above

Treasurer: _____

Address: _____

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. 
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Dermontti Dawson President
(Typed or printed name and capacity of person signing application)



Trey Grayson
Secretary of State

Certificate of Existence

I, Trey Grayson, Secretary of State of the Commonwealth of Kentucky, do hereby certify that according to the records of the Office of the Secretary of State,

THE PRO FOUNDATION, INC.

is a nonprofit corporation duly organized and existing under KRS Chapter 273, whose date of incorporation is November 12, 2003 and whose period of duration is perpetual.

I further certify that all fees and penalties owed to the Secretary of state have been paid; that articles of dissolution have not been filed; and that the most recent annual report required by KRS 273.3671 has been delivered to the Secretary of State.

IN WITNESS THEREOF, I have hereunto set my hand and affixed my Official Seal at Frankfort, Kentucky, this 8th day of June, 2004.



Tn6z
Trey Grayson
Secretary of State
Commonwealth of Kentucky
Rlong/0571996 - Certificate ID: 516