

# No0000000863

FILINGS, INC. TERESA ROMAN

(Requestor's Name)

2805 LITTLE DEAL ROAD

(Address)

TALLAHASSEE, FLORIDA 32308

385-6735

(City, State, Zip)

(Phone #)

OFFICE USE ONLY

400003130024--3  
-02/09/00--01085--018  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

**CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):**

1. ALL AMERICAN VOLLEYBALL, INC.  
(Corporation Name) (Document #)
2. \_\_\_\_\_  
(Corporation Name) (Document #)
3. \_\_\_\_\_  
(Corporation Name) (Document #)
4. \_\_\_\_\_  
(Corporation Name) (Document #)

☒ Walk in ☐ Pick up time \_\_\_\_\_

☐ Certified Copy

☐ Mail out ☐ Will wait ☐ Photocopy

☒ Certificate of Status

NEW FILINGS	
<input type="checkbox"/>	Profit
<input checked="" type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

Examiner's Initials

**AFFIDAVIT**

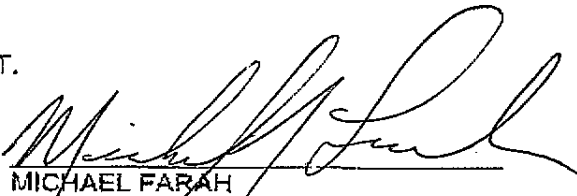
STATE OF FLORIDA

COUNTY OF BROWARD

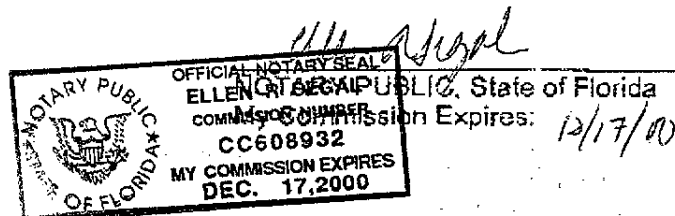
BEFORE ME, the undersigned authority, personally appeared MICHAEL FARAH, who, after first being duly cautioned and sworn, upon his oath deposes and states as follows:

1. I am the President of All-American Volleyball, Inc., a Florida profit corporation (the "Corporation").
2. I executed Articles of Dissolution approved by the shareholders effective December 31, 1999, voluntarily dissolving the Corporation.
3. Pursuant to Chapter 607.1405, Florida Statutes, I am submitting this Affidavit to the Florida Department of State permitting and authorizing the immediate assumption or use of the name "ALL-AMERICAN VOLLEYBALL, INC." by another corporation.
4. I hereby affirm that the shareholders of the Corporation will not revoke the dissolution effective December 31, 1999.

FURTHER AFFIANT SAYETH NAUGHT.

  
MICHAEL FARAH

SWORN TO and SUBSCRIBED before me this 7th day of February, 2000.



FILED  
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SECRETARY OF STATE  
TALLAHASSEE FLORIDA

**ARTICLES OF INCORPORATION  
OF  
ALL AMERICAN VOLLEYBALL, INC.**

The undersigned, acting as Incorporator under the Florida Not for Profit Corporation Act, hereby causes to be delivered the following Articles of Incorporation for such Corporation:

**ARTICLE I**

**NAME**

The name of the Corporation is ALL AMERICAN VOLLEYBALL, INC. The principal office street and mailing address is 10397 Sleepy Brook Way, Boca Raton, Florida 33428.

**ARTICLE II**

**EFFECTIVE DATE**

This Corporation is organized effective as of the date of filing with the Department of State.

### ARTICLE III

#### PURPOSE

The Corporation is organized to operate exclusively for religious, charitable, scientific and/or educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended ("Code").

### ARTICLE IV

#### POWERS

4.1 The Corporation shall possess and exercise all the powers and privileges granted by Chapters 607 and 617 of the Florida Statutes, or by any other law of Florida together with all powers necessary or convenient to the conduct, promotion or attainment of the activities or purposes of the Corporation, limited only by the restrictions set forth in these Articles of Incorporation.

4.2 Limitations. The Corporation is organized not for profit and no part of the income of said Corporation shall ever be distributed to or inure to the benefit of any member of the Board of Directors, officer or any private individual; provided, however, that reasonable compensation may be paid for services rendered to or for the Corporation effecting one or more of its purposes.

4.2-1 No substantial part of the activities of the Corporation shall be the dissemination of propaganda, lobbying, or other attempts to influence legislation, and the Corporation shall not participate in, or intervene in (including the publication or distribution of statements) any political campaign in behalf of any candidate for public office.

4.2-2 Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not conduct or carry on activities not permitted to be conducted or carried on (i) by an organization exempt under Section 501(c)(3) of the Code and its Treasury Regulations as they now exist or as they may be hereafter amended, (ii) by an organization contributions to which are deductible under Section 170 of the Code and Treasury Regulations as they now exist or as they may be hereafter amended, or (iii) by a not for profit corporation under the laws of the state of Florida as they now exist or as they may be hereafter amended.

#### ARTICLE V

#### NON-STOCK/NON-MEMBERSHIP CORPORATION

The Corporation shall be organized as a non-stock corporation and shall have no members.

#### ARTICLE VI

#### TERM OF EXISTENCE

The term for which the Corporation is to exist shall be perpetual.

#### ARTICLE VII

#### BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors. The number of Board of Directors of the Corporation shall be fixed pursuant to the Bylaws, but shall not be less than two ( 3) persons.

## ARTICLE VIII

### INITIAL BOARD OF DIRECTORS

The Corporation shall initially have two (3) members of the Board of Directors to hold office until their successors shall have been duly elected and qualified as provided by the ByLaws of the Corporation. The following persons shall constitute the initial Board of Directors of the Corporation:

Connie Loewenthal  
5237 N.W. 33rd Avenue  
Fort Lauderdale, FL 33309

Michael Farah  
10397 Sleepy Brook Way  
Boca Raton, FL 33428

~~Ronald Loewenthal~~  
~~5237 NW 33rd Avenue~~  
~~Ft. Lauderdale, FL 33309~~

## ARTICLE IX

### REGISTERED OFFICE AND REGISTERED AGENT

The street address of the Corporation's initial registered office and the name of its initial registered agent at such address are:

Michael Farah  
10397 Sleepy Brook Way  
Boca Raton, FL 33428

## ARTICLE X

### INCORPORATOR

The name and address of the undersigned Incorporator is:

Connie Loewenthal  
5237 N.W. 33rd Avenue  
Fort Lauderdale, FL 33309

## ARTICLE XI

### BY-LAWS

The power to make, alter, amend, repeal or adopt the Bylaws of the Corporation shall be vested solely in the Board of Directors of the Corporation. The Bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or the Articles of Incorporation.

## ARTICLE XII

### DISSOLUTION

Upon the termination, dissolution or winding up of the Corporation, the Board of Directors shall, after paying or making provisions for the payment of all liabilities of the Corporation, distribute all assets of the Corporation to such organization or organizations organized and operated exclusively for religious, charitable, scientific or educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Code, or any corresponding provision of any future United States Revenue Law. Any such asset not so disposed of shall be disposed of by the appropriate Court in which the principal office of the Corporation 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.

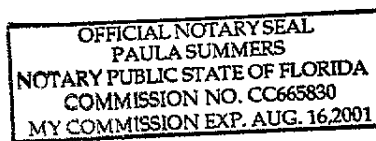
IN WITNESS WHEREOF, the undersigned has executed these Articles of  
Incorporation this 2 day of February, 2000.

Connie Loewenthal  
Connie Loewenthal, Incorporator

STATE OF FLORIDA  
COUNTY OF BROWARD

The foregoing instrument was acknowledged before me this 2nd day of  
February, 2000, by Connie Loewenthal, who ☒ is personally known to me or who  
☐ has produced a driver's license as identification and who did take an oath.

Paula Summers  
Notary Public, State of Florida  
My Commission Expires:





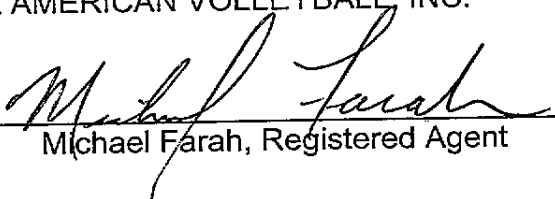
## ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned hereby accepts the appointment as the initial Registered Agent of ALL AMERICAN VOLLEYBALL, INC., as made in the foregoing Articles of Incorporation. The undersigned is familiar with, and accepts, the obligations of this position.

Dated: January, 2000.

ALL AMERICAN VOLLEYBALL, INC.

BY:

  
Michael Farah, Registered Agent

**FILED**  
100 FEB -9 PM 3:43  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA