

**CORPORATE
ACCESS,
INC.**

N00000004320

236 East 6th Avenue . Tallahassee, Florida 32303

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1.) Lady Hops, Inc
(CORPORATE NAME & DOCUMENT #)

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T. SMITH JUN 29 2000

ARTICLES OF INCORPORATION OF
Lady Hoops, Inc.

The undersigned incorporators, natural persons, 18 years of age or older, in order to form a corporate entity in compliance with Chapter 617, F.S., (Not for Profit), adopt the following articles of incorporation.

ARTICLE I
NAME/REGISTERED OFFICE

The name of this corporation shall be: Lady Hoops, Inc.. The principal place of business and mailing address of this corporation shall be: 11848 NW 31st Street, Coral Springs, Florida, 33065.

ARTICLE II
PURPOSE

This corporation is organized exclusively for charitable purposes to promote amateur athletics within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that also qualify as Section 501(c)(3) exempt organizations. To this end, the corporation shall foster and support athletic competition and develop amateur athletes for these competitions. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

ARTICLE III
LIMITATIONS

At all times the following shall operate as conditions restricting the operations and activities of the corporation:

1. No part of the net earnings of the corporation shall inure to any member of the corporation not qualifying as exempt under Section 501(c)(3) of the internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the corporation, nor to any other private persons, excepting solely reasonable compensation that the corporation shall pay for services actually rendered to the corporation, or allowed by the corporation as a reasonable allowance for authorized expenditures incurred on behalf of the corporation;
2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of

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- statements), any political campaign on behalf of, or in opposition to, any candidate for public office; and
3. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 50(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.
 4. The corporation shall not lend any of its assets to any officer or director of this corporation {unless such loan program is regularly conducted as part of the activities of the organization and the qualification of the individual to participate in same is determined by a panel comprised solely of non-Board members}, or guarantee to any person the payment of a loan by an officer or director of this corporation.

ARTICLE IV DIRECTORS/OFFICERS

The corporation shall have no voting members. The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's by-laws. No Director shall have any right, title, or interest in or to any property of the corporation.

The corporation's first Board of Directors shall be comprised of the following natural persons:

Larry D. Brown
Julie G. Brown
William Costagliola

ARTICLE V INITIAL REGISTERED AGENT AND STREET ADDRESS

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

Julie G. Brown
11848 NW 31st Street
Coral Springs, Florida 33065

ARTICLE VI DEBT OBLIGATIONS AND PERSONAL LIABILITY

No member, officer or Director of this corporation shall be personally liable for the debts or obligations of this corporation of any nature whatsoever, nor shall any of the property of the members, officers or Directors be subject to the payment of the debts or obligations of this corporation.

ARTICLE VII
DISSOLUTION

Upon the time of dissolution of the corporation, assets shall be distributed by the Board of Directors, after paying or making provisions for the payment of all debts, obligations, liabilities, costs and expenses of the corporation, for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be dispose of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively fir such purposes or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VII
INCORPORATOR

The incorporators of the corporation are:

Julie Brown
Larry Brown
11848 NW 31st Street
Coral Springs, Florida 33065

The undersigned incorporators certify both that they execute these Articles for the purpose herein stated, and that by such execution, they affirm the understanding that should any of the information in these Articles by intentionally or knowingly misstated, they are subject to the criminal penalties for perjury set forth in State Statutes as if this document had been executed under oath.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to this capacity:

Signature/Registered Agent Julie Brown
Date 6-26-00
Signature/Incorporator Larry Brown
Date 6/26/00
Signature/Incorporator Julie Brown
Date 6-26-00

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