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**FLORIDA NON-PROFIT CORPORATION**

**south florida youth basketball association, inc.**

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**ARTICLES OF INCORPORATION  
OF  
SOUTH FLORIDA YOUTH BASKETBALL ASSOCIATION, INC.**

*The undersigned, for the purpose of forming a nonprofit corporation under the Florida Not for Profit Corporation Act, Florida Statutes Chapter 617, hereby makes and adopts the following Articles of Incorporation:*

**ARTICLE ONE**

**NAME**

The name of the Corporation shall be **SOUTH FLORIDA YOUTH BASKETBALL ASSOCIATION, INC.**

**ARTICLE TWO**

**PRINCIPAL OFFICE**

The initial mailing address of the Corporation shall be **11098 Biscayne Boulevard, Suite 102, Miami, Florida 33161**. The principal office of the Corporation shall be located at the initial mailing address, or at any other place as may be subsequently designated by the Board of Directors of the Corporation.

**ARTICLE THREE**

**PURPOSE**

The Corporation is organized, and shall be operated exclusively, in order to enhance and promote the spiritual, mental, and physical well-being of all participants through a youth basketball program that develops sportsmanship, team play, and encourages individual

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competitiveness. The Corporation will provide an organized and effectively managed association, which exemplifies fair play and self respect; the association will emphasize these values, contributing towards a positive attitude towards sports and life.

#### **ARTICLE FOUR**

##### **MANNER OF ELECTION OF DIRECTORS**

The affairs of the Corporation shall be managed and governed by a Board of Directors consisting of at least three (3) directors. The initial directors are appointed by the incorporators. After that, each director shall be elected by majority vote of the Board of Directors in the manner and at the times set forth in the Bylaws. Any director may be removed by the affirmative vote of at least two-thirds of the Board of Directors.

#### **ARTICLE FIVE**

##### **INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the initial registered agent is Robert Milligan, 11098 Biscayne Boulevard, Suite 102, Miami, Florida 33161, and who is appointed the initial registered agent of the Corporation, and who is authorized to accept service of process within this State.

#### **ARTICLE SIX**

##### **INCORPORATOR**

The name and Florida street address of the Incorporator for these Articles of Incorporation is Robert Milligan, 11098 Biscayne Boulevard, Suite 102, Miami, Florida 33161.

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**ARTICLE SEVEN****NO MEMEBERS**

The Corporation shall not have members and shall not issue membership certificates. The corporation shall not issue shares of stock.

**ARTICLE EIGHT****NOT FOR PROFIT**

The Corporation is a not for profit corporation under Chapter 617, Florida Statutes. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its directors or officers, except to the extent permissible under these articles, under law, and under 26 USCA Sec. 501 ( c ) ( 3 ) (referred to below as "code"). If the Corporation ever has members, no member shall have any vested right, interest, or privilege in or to the assets, income, or property of the Corporation and no part of the income or assets of the Corporation shall be distributable to or for the benefit of its members, except to the extent permissible under these Articles, under law, and under 26 USCA Sec. 501 ( c ) ( 3 ).

**ARTICLE NINE****LIMITATION**

No part of the net earnings of the Corporation shall inure directly or indirectly to the benefit of or be distributable to its members (if the Corporation has any), directors, or officers, but the Corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in these Articles.

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**H00000053681****ARTICLE TEN****TAX EXEMPT STATUS**

It is intended that the Corporation shall have and continue to have the status of a corporation that is exempt from federal income taxation 26 USCA Sec. 501 ( a ) as an organization described in 26 USCA Sec. 501 ( c ) ( 3 ), and which is other than a private foundation as defined in 26 USCA Sec. 509. These Articles shall be construed accordingly, and all powers and activities of the Corporation shall be limited accordingly. The Corporation shall not carry on propaganda or otherwise attempt to influence legislation to such an extent as would result in the loss of exemption under 26 USCA Sec. 501 ( c ) ( 3 ). All references in these Articles to sections of the Internal Revenue Code shall be considered references to the Internal Revenue Code of 1986, as from time to time amended, and to the corresponding provisions of any similar law subsequently enacted.

**ARTICLE ELEVEN****DISSOLUTION**

On the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, distribute all of the assets of the Corporation exclusively for charitable, scientific or educational purposes in such manner and to such qualified organization or organizations as the Board of Directors shall determine. Any of the assets not so distributed shall be distributed in accordance with the direction of any court having jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for the above purposes of the Corporation or to a qualified organization or organizations as the court shall determine. For the purposes of this article, an organization is a "qualified organization" only if, at the time of receiving the assets, it is operated exclusively for the purposes described in 26 USCA Sec. 170 ( c ) ( 1 ) or 26 USCA Sec. 170 ( c ) ( 2 ) ( B ) and is described in 26 USCA Sec. 509 ( a ) ( 1 ), ( 2 ) or ( 3 ).

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**ARTICLE TWELVE****AMENDMENTS**

The Articles of Incorporation may be amended in the manner provided by law.

**ARTICLE THIRTEEN****COMMENCEMENT OF EXISTENCE**

The Corporation shall commence its existence on the date the Articles of Incorporation are filed of record with the Office of the Secretary of State.

**IN WITNESS WHEREOF**, the undersigned incorporator has signed these Articles of Incorporation on the 10-7- day of October, 2000.

By: 

Robert Milligan,  
Incorporator

*Having been named as 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.*



Robert Milligan,  
Registered Agent

Date: 10-7-2000

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