

NO1000000/461

6420 N.W. 30th Street
Sunrise, Florida 33313

FILED
01 FEB 28 PM 1:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

February 26, 2001

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

100003790051--0
-02/28/01--01096--003
*****78.50 *****78.50

Re: *Articles of Incorporation*
T.R.T. Sports Club, Inc. (a non-profit corporation)

EFFECTIVE DATE

02-20-01

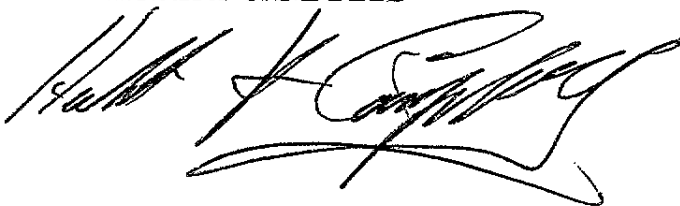
Dear Sir/Madam:

Enclosed please find my check in the sum of \$78.50 representing the fee for the filing of the enclosed Articles of Incorporation for T.R.T. Sports Club, Inc., together with the fee for a certified copy of same.

Please file same of record and return the certified copy and Charter to my attention. Thank you for your cooperation.

Very truly yours,

HUBERT CAMPBELL



Encls.

3/2/01
Phone # NON published.

JP 3-2-01

**ARTICLES OF INCORPORATION
OF
T.R.T. SPORTS CLUB, INC.
(a Florida nonprofit corporation)**

FILED
01 FEB 28 PM 1:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned, for the purpose of forming a nonprofit corporation under the Florida Not For Profit Corporation Act, Florida Statutes, Chapter 617, do hereby make and adopt the following Articles of Incorporation:

ARTICLE I - NAME

The name of the Corporation is: T.R.T. SPORTS CLUB, INC.

EFFECTIVE DATE

02-26-01

ARTICLE II - NOT FOR PROFIT

The Corporation is a corporation not for profit as defined in Section 617.01, Florida Statutes (1981). 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 Members, Directors or Officers, except to the extent permissible under law.

ARTICLE III - DURATION

The duration of the Corporation is perpetual.

ARTICLE IV - PURPOSES

The Corporation is organized, and shall be operated exclusively for the following purposes:

A. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease,

mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein.

B. Notwithstanding anything to the contrary contained within these Articles of Incorporation, the Corporation shall not engage in any activities which are not provided in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

C. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

ARTICLE V - LIMITATION

Upon dissolution of the Corporation, any assets remaining will be transferred to an organization with a substantially similar purpose or purposes.

ARTICLE VI - MEMBERS

The Corporation shall have Voting Members who shall be elected (and may be removed) by the Voting Members and shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Member is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Hubert Campbell	6420 N.W. 30 th Street Sunrise, Florida 33313
Colin Ranger	2903 N.W. 204 th Lane North Miami, Florida 33056
Winston Fraser	1251 N.E. 108 th Street - Unit 211 Miami, Florida 33161

ARTICLE VII - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is: 3753 -A N.W. 167th Street, Miami, Florida 33054, and the name of its initial Registered Agent at that address is: HUBERT CAMPBELL Also principal office address.

ARTICLE VIII - INITIAL BOARD OF DIRECTORS

The management of the Corporation shall be vested in a Board of Directors. The number of Directors constituting the initial Board of Directors is three (3). The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three (3). The Voting Members shall elect the Directors at an annual meeting of Voting Members. The Bylaws may provide for ex officio and honorary Directors, and their rights and privileges. The name and address of each initial Director of the Corporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Hubert Campbell	6420 N.W. 30 th Street Sunrise, Florida 33313
Colin Ranger	2903 N.W. 204 th Lane North Miami, Florida 33056
Winston Fraser	1251 N.E. 108 th Street - Unit 211 Miami, Florida 33161

ARTICLE IX - OFFICERS

The Officers of the Corporation shall consist of a President, Secretary, Treasurer and such other Officers and Assistant Officers as may be provided for in the Bylaws. Each Officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner

as may be prescribed by the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

<u>TITLE</u>	<u>NAME</u>	<u>ADDRESS</u>
President	HUBERT CAMPBELL	6420 N.W. 30 th Street Sunrise, Florida 33313
Secretary	COLIN RANGER	2903 N.W. 204 th Lane Miami, Florida 33056
Treasurer	WINSTON FRASER	1251 N.E. 108 th Street Apt. 211 Miami, Florida 33161

ARTICLE X - INCORPORATORS

The name and address of each Incorporator is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Hubert Campbell	6420 N.W. 30 th Street Sunrise, Florida 33313
Colin Ranger	2903 N.W. 204 th Lane North Miami, Florida 33056
Winston Fraser	1251 N.E. 108 th Street - Unit 211 Miami, Florida 33161

ARTICLE XI - BYLAWS

The Bylaws of the Corporation are to be made and adopted by the Board of Directors, and may be altered, amended or rescinded by the Board of Directors. The provisions of Section 607.081, Florida Statutes (1981), as amended from time to time, shall govern the Bylaws.

ARTICLE XII - AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Voting Members, Directors and Officers are subject to this reservation.

ARTICLE XIII - NON-STOCK BASIS

The Corporation is organized and shall be operated on a non-stock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock or other certificates or writings evidencing an ownership or proprietary interest in the Corporation.

ARTICLE XIV - INDEMNIFICATION


The Corporation shall indemnify each Officer and Director, including former Officers and Directors, to the full extent permitted by the Florida General Corporation Act and the Florida Not For Profit Corporation Act.

ARTICLE XV - COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with Section 617.014, Florida Statutes, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned have executed these Articles of Incorporation this

26 day of FEBRUARY, 2001.


HUBERT CAMPBELL

Colin Ranger
COLIN RANGER

Winston Fraser
WINSTON FRASER

STATE OF FLORIDA)

: ss.:

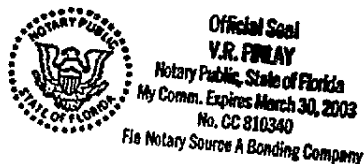
COUNTY OF DADE)

The foregoing instrument was acknowledged before me this 26th day of FEBRUARY, 2001, by Hubert Campbell, Colin Ranger and Winston Fraser, who are personally known to me / ☒ / (or who has each produced _____, as identification).

V.R. Finlay

SIGNATURE OF PERSON TAKING ACKNOWLEDGMENT

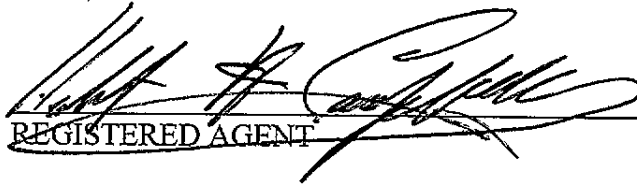
PRINT NAME OF ACKNOWLEDGER: VINCENT ROYE FINLAY
TITLE: Notary Public / Accountant
COMMISSION NUMBER: CC 810340
COMMISSION EXPIRES: 3/30/2003



ACCEPTANCE BY REGISTERED AGENT

The undersigned hereby accepts the appointment as Registered Agent of T.R.T. SPORTS CLUB, INC., which is contained in the foregoing Articles of Incorporation.

DATED this 26 day of FEBRUARY, 2001.


REGISTERED AGENT

d:\wpfiles\admin\art.np

FILED
01 FEB 28 PM 1:42
SECRETARY OF STATE
TALLAHASSEE, FLORIDA