

Division of Corporations

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FLORIDA NON-PROFIT CORPORATION

SARASOTA XPLOSION, INC.

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**ARTICLES OF INCORPORATION
OF
SARASOTA XPLOSION, INC.**

In order to form a corporation under and in accordance with the provisions of Chapter 617, Florida Statutes, I hereby make, adopt and subscribe the following Articles of Incorporation:

**I.
NAME OF CORPORATION**

The name of the Corporation shall be:

Sarasota Xplosion, Inc.

The principal address of the Corporation shall be:

5685 Forester Lake Drive
Sarasota, Florida 34243

The mailing address of the Corporation shall be:

c/o Michael J. Traver
5685 Forester Lake Drive
Sarasota, Florida 34243

**II.
PURPOSES**

The purpose of the corporation is to actively support and advance the health, education and welfare of children and youth of all backgrounds in the community of Sarasota, Florida. The corporation is organized and shall be operated exclusively as a charitable organization to combat juvenile delinquency and to promote social and community welfare as allowed by chapter 617, Florida Statutes, and section 501(c)(3) of the Internal Revenue Code, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code or corresponding section of any future federal tax code.

The general nature, objects and purposes of the corporation shall be to operate without profit and to accept and receive property of whatever kind, and wherever situate, received by it by gift, grant, purchase, devise, bequest, or in any lawful manner and to administer and distribute

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such property exclusively for health, welfare, scientific, educational, environmental, cultural and other charitable purposes, including:

- A. Using sports, specifically basketball,
 - i) To assist children and youth to develop the qualities needed to become responsible citizens and leaders and to maintain moral and physical well-being;
 - ii) To develop in children and youth the capacity to engage in positive behaviors that nurture their own well-being, set personal goals and develop the competence to live successfully as self-sufficient adults;
 - iii) To teach children and youth teamwork, self discipline and self respect;
 - iv) To develop fitness, positive use of leisure time, skills for stress management, and appreciation for the environment of social and interpersonal skills;
 - v) To provide an athletic program developed to keep young people off the streets and involved in positive activities with positive role models in a drug-free environment.
- B. To distribute property in accordance with the terms of gifts, bequests, or devises made to the corporation which are consistent with its purposes.
- C. To engage in any and all lawful activities necessary or desirable for the accomplishment of any of the above described purposes.
- D. To modify any restriction or condition on the administration and distribution of funds for any specified purpose consistent herewith if in the sole judgment of the board of directors, such restriction or condition becomes, in effect, unnecessary, incapable of fulfillment, or inconsistent with the designated purposes of the corporation.

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that 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 the purpose clause hereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of this document, the Corporation shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3), of the Internal Revenue Code, or corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

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**III.
NON-DISCRIMINATORY POLICY**

The Corporation affirms its establishment of a non-discriminatory policy and admits all peoples of any race, color, national and ethnic origin to all rights, privileges, programs, and activities generally accorded or made available to participants of any and all of its current and future programs. It does not discriminate on the basis of race, color, national and ethnic origin in the administration of its educational policies, admissions policies, financial assistance policies, sponsorship and other related programs.

**IV.
BOARD OF DIRECTORS**

The affairs of the Corporation shall be managed by a board of directors consisting of not less than three (3) persons, as determined pursuant to provisions of the Bylaws. The method of election of directors shall be as stated in the Bylaws.

**V.
CORPORATE EXISTENCE**

The existence of the Corporation shall be perpetual, unless dissolved according to law.

**VI.
BYLAWS**

The board of directors of the Corporation shall adopt Bylaws consistent with these Articles of Incorporation. Thereafter, the Bylaws may be altered, amended or rescinded by the directors in the manner provided by such Bylaws.

**VII.
REGISTERED OFFICE**

The street address of the initial registered office of the Corporation is 5685 Forester Lake Drive, Sarasota, Florida 34243, and the name of the current registered agent of the Corporation at that address is Michael J. Traver.

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**VIII.
INCORPORATOR**

The name and address of the incorporator to these Articles of Incorporation is as follows:

Michael J. Traver
5685 Forester Lake Drive
Sarasota, Florida 34243

**IX.
MEMBERS**

Membership in the corporation shall be as set forth in the Bylaws.

**X.
COMMITTEES**

The Corporation may establish such committees as may be necessary to efficiently carry out the general purposes and activities of the Corporation.

**XI.
DISTRIBUTION UPON DISSOLUTION**

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or 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 disposed of shall be disposed of by the Circuit Court of the county 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.

**XII.
AMENDMENT**

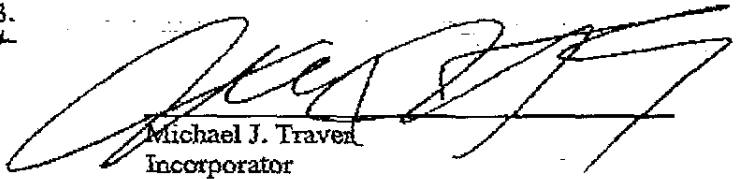
The Corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner now or hereafter prescribed by law.

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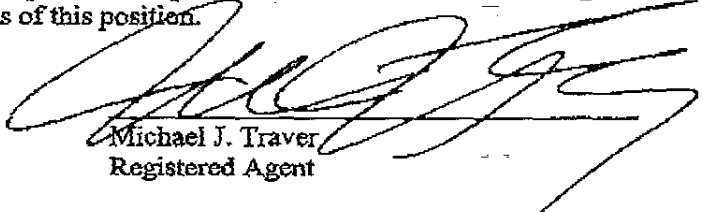
IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 19 day of ~~July~~ 2003.

AUG 45+


Michael J. Traver
Incorporator

ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

The undersigned, hereby consents to the appointment as Registered Agent of Sarasota Xplosion, Inc., to accept service of process upon said corporation in this state. The undersigned is familiar with, and accepts, the obligations of this position.


Michael J. Traver
Registered Agent

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