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2003 SEP -4 PM 12:00  
CLERK OF STATE  
TALLAHASSEE FLORIDA

9/11/03

TRANSMITTAL LETTER

FILED

2003 SEP -4 PM 12:00

SECRETARY OF STATE  
TALLAHASSEE FLORIDA

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

SUBJECT: Bay City Ballers, Inc.  
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Charles W. Telfair IV  
Name (Printed or typed)

2 N. Tamiami Trail  
Address

Sarasota FL 34236  
City, State & Zip

941-951-1800  
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

**ARTICLES OF INCORPORATION  
OF  
BAY CITY BALLERS, INC.  
A FLORIDA NON-PROFIT CORPORATION**

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:

**1.  
NAME OF CORPORATION**

The name of the corporation is:

BAY CITY BALLERS, INC.

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TALLAHASSEE FLORIDA

The principal address and the mailing address of the corporation shall be:

2 North Tamiami Trail  
Sarasota, Florida 34240

**2.  
PURPOSE**

The purpose of the Corporation is as follows:

A. This Corporation is a not-for-profit corporation organized under Chapter 617 Florida Statutes. The specific purpose of the Corporation is to offer youth (boys and girls) between the ages of 9 thru 17 participating in basketball the opportunity to develop physically, mentally and morally and to promote good sportsmanship and good citizenship.

B. In fulfilling this purpose, the Corporation shall exercise all rights and powers conferred by the laws of the State of Florida upon non-profit corporations. Provided, however, that the Corporation shall not engage in any action which is not permitted to be carried on by non-profit corporations under the Internal Revenue Code and no part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, directors or officers; but the

corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered and to make payments and distributions in furtherance of its stated purposes. Further, no loan shall be made by the corporation to any member, director, or officer of the corporation. 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.

3.

**MEMBERSHIP**

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:

4.

**BOARD OF DIRECTORS**

The initial Board of Directors shall have seven members whose names and addresses are as follows:

John & Marilyn Jones, 3045 Lockwood Meadows Blvd, Sarasota, Fla. 34234

Charles & Val Telfair, 550 Oakford Road, Sarasota, Fla. 34240

Paul Connelly, 4113 73<sup>rd</sup> Terrace, Sarasota, Fla. 34243

Vicki Doble, 5594 Siesta Estates Court, Sarasota Fla. 34242

Zolia Williams, 2711 24<sup>th</sup> Street, Sarasota Fla. 34234

The bylaws shall provide the method of election of all directors, and the number of directors may be raised or lowered by amendment of the bylaws but shall in no case be less than three.

5.  
**OFFICERS**

The officers of this corporation shall consist of a President, Secretary and Treasurer. Other officers 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.

6.  
**CORPORATE EXISTENCE**

The duration of the corporation shall be perpetual.

7.  
**BYLAWS**

The first 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.

8.  
**REGISTERED OFFICE**

The street address of the initial registered office of the corporation is 2 North Tamiami Trail, Sarasota, Florida, 34236, and the name of the initial registered agent of the corporation at that address is Charles W. Telfair.

9.  
**INCORPORATORS**

The name and address of the incorporator to these Articles of Incorporation is Charles W. Telfair, 2 North Tamiami Trail, Sarasota, Florida 34236.

10.  
**DISTRIBUTION UPON DISSOLUTION**

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all the assets

of the corporation by delivering all such assets to a charitable organization, as defined by United States Internal Revenue Law, chosen by the Board of Directors.

**11.**  
**INDEMNIFICATION**

Every person who is or shall be or shall have been a director or officer of the corporation and his personal representatives shall be indemnified by the corporation against all costs and expenses to the maximum extent permitted by the laws of the state of Florida. Costs and expenses of actions for which this article provides indemnification shall include, among other things, attorney's fees, damages, and reasonable amounts paid in settlement.

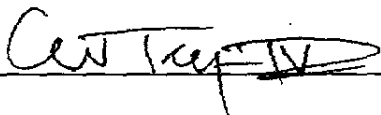
**12.**  
**AMENDMENT**

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.

**13.**  
**NON-STOCK BASIS**

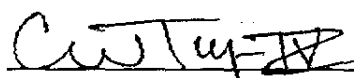
The corporation is organized (and shall be operated) on a non-stock basis within the meaning of the Florida not-for-profit corporation act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the bylaws.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 2 day of September, 2003.

  
\_\_\_\_\_

### ACCEPTANCE OF APPOINTMENT BY REGISTERED AGENT

The undersigned hereby consents to the appointment as Registered Agent of Bay City Ballers, Inc. to accept service of process upon said corporation in this state.



Charles W. Telfair, IV  
Registered Agent

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