

TRANSMITTAL LETTER

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

SUBJECT: USTIA - FLORIDA SECTION FOUNDATION, 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: BRUCE M. BOIKO
Name (Printed or typed)

Address

City, State & Zip _____

305-381-7999
Daytime Telephone number

**HERZFELD & RUBIN
DICKELL BAYVIEW CENTRE
80 SW 8th ST. SUITE 1920
MIAMI, FL 33130**

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

**ARTICLES OF INCORPORATION
OF THE
USTA - FLORIDA SECTION FOUNDATION, INC.**
(In compliance with Chapter 617, Florida Statutes)

FILED
04 MAR 18 PM 12:45
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I

Name

The name of the corporation shall be USTA - Florida Section Foundation, Inc.

ARTICLE II

Place of Business

The initial principal place of business and mailing address of this corporation shall be USA Tennis Florida, Attn: Foundation President, 1 Deuce Court, Suite 100, Daytona Beach, Florida 32124.

ARTICLE III

Purpose

The Corporation is formed as a supporting organization pursuant to Section 509(a)(3) of the Internal Revenue Code, 1986, as amended. As such, the Corporation will support and carry out the charitable purposes of its supported organization, United States Tennis Association-Florida Section, Inc. and will be operated, supervised and controlled by the United States Tennis Association-Florida Section, Inc.

Specifically, the Corporation will assist its supported organization in promoting the services, activities, objectives, and general non-profit charitable businesses which promote tennis throughout the State of Florida for every age group and skill level to enjoy as a wholesome, lifetime sport; to provide tennis programs that develop human potential and self-esteem for all tennis players in Florida; to provide, and support programs that provide, financial assistance for under privileged young players to be involved in the sport of tennis; and to provide and support programs that provide opportunities for healthy social, emotional, and educational development and encourage peer and family participation, and other charitable enterprises which help support the purposes of the aforesaid organization; to solicit and accept gifts of money and property in order to carry out the purposes and objectives of the corporation; to promote, develop, and hold events, productions, and activities for fund raising purposes; to raise funds in furtherance of the non-profit charitable purposes of the corporation; and generally to do all things lawful and permissible to promote tennis by the organization referred to above and to meet and satisfy the expenses thereof; all in a matter consistent with Section 501(c) (3) of the Internal Revenue Code, 1986, as amended.

The Corporation is organized exclusively for charitable, scientific, and educational purposes and to foster national or international amateur sports competition as a not-for-profit corporation. Its activities shall be conducted for the aforesaid purposes and in such a manner that no part of its net earnings shall inure to the benefit of any member, director, officer, or any other person, and no

substantial part of the activities of which is carrying on propaganda, or otherwise attempting, to influence legislation except as otherwise provided in Section 501 (h) of the Internal Revenue Code of 1986, as amended, and which does not participate in, or intervene in (including the publishing or distributing of statements) , any political campaign on behalf of (or in opposition to) any candidate for public office. Upon dissolution of the Corporation, and after payment of its just debts and liabilities, all remaining assets shall be distributed to Councilor another organization or organizations involved in the promotion of tennis in the State of Florida and enjoying an exempt status under Section 501(c) (3) of the Internal Revenue Code of 1986, as amended.

ARTICLE IV

Powers

The powers of the corporation shall include and be governed by the following provisions:

Section 1: The corporation shall have all of the common law and statutory powers of a nonprofit corporation under the laws of the State of Florida which are not in conflict with the terms of these Articles and the Bylaws of the corporation.

Section 2: Notwithstanding any other provisions of these Articles, the corporation shall not carry on any activities not permitted to be carried on by an organization exempt from federal income tax pursuant to Section 501(c)(3) of the Internal Revenue Code, as amended, or the corresponding provision of any future United States Internal Revenue law.

ARTICLE V

Membership

The sole member of the Corporation shall be United States Tennis Association-Florida Section, Inc. The Board of Directors of United States Tennis Association-Florida Section, Inc. shall exercise the membership rights and obligations of the sole member. A resolution of the Board of Directors or of the Executive Committee of United States Tennis Association-Florida Section, Inc. shall be conclusive evidence of the vote or directive of the sole member.

ARTICLE VI

Terms of Existence

The corporation shall have perpetual existence.

ARTICLE VII

Board of Directors

Section 1: Powers. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by or under the authority of, the board of directors, except as

such powers as are reserved to the sole member.

Section 2: Number. The number of directors shall be determined from time to time in accordance with the bylaws, but shall never be less than three (3) directors, and, in the absence of any such determination, shall be three (3) directors.

Section 3: Election; removal. The directors shall be elected or removed in accordance with the procedure provided in the bylaws.

ARTICLE VIII

By-Laws

The By-Laws of the corporation shall be made, altered, rescinded, added to, or new By-Laws may be adopted, at any annual or special meeting of the board of directors of the sole member. The procedure for amending the By-Laws shall be set forth in the By-Laws.

ARTICLE IX

Amendment

The corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation or any amendments to them, and all rights and privileges conferred upon the members, directors and officers are subject to this reservation. The Articles of Incorporation may be amended by a resolution adopted by the sole member at any annual or special meeting of the sole member.

ARTICLE X

Registered Agent and Office

The initial registered agent is Bruce M. Boiko, Esq., and his office address is Herzfeld & Rubin, 80 SW 8th Street, Suite 1920, Miami, Florida 33130.

ARTICLE XI

Incorporator

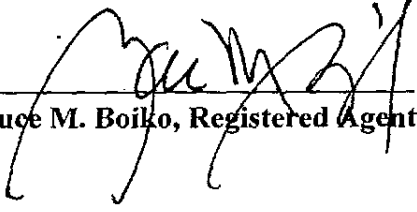
The name and address of the incorporator is Bruce M. Boiko, is Herzfeld & Rubin, 80 SW 8th Street, Suite 1920, Miami, Florida 33130.

ARTICLE XII

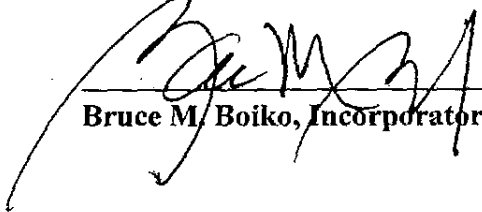
Dissolution

In the event of dissolution, the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the residual assets of the corporation to one or more organizations which themselves are exempt from federal income tax as organizations described in Section 501(c)(4) of the Internal Revenue Code or corresponding sections of the code as subsequently amended, or to the federal, state or local government for exclusively public purposes.

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 act in this capacity.



Bruce M. Boiko, Registered Agent



Bruce M. Boiko, Incorporator