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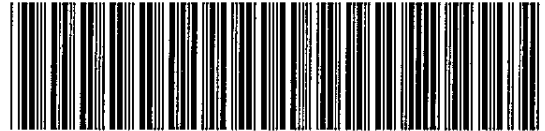
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TALLAHASSEE, FLORIDA  
04 NOV -1 AM 11:41

*Vinette Morris Hudson*

*Attorney at Law*

*1600 E. Robinson Street, Suite 300A-B • Orlando, FL 32803*

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October 27, 2004

Florida Department of State  
Attn: Nisa Culligan  
Division of Corporations  
P.O. Box 6327  
Tallahassee, Florida 32314

SUBJECT: SUBMISSION OF ARTICLES OF INCORPORATION FOR JOE DAVIS SPORTS  
FOUNDATION, INC.

Dear Ms. Culligan:

Our office represents The Joe Davis Sports Foundation, Inc., a Not For Profit Company.

Please accept for filing the enclosed Articles of Incorporation, together with the filing fee of \$78.75. If  
you have any questions regarding this matter please do not hesitate to contact me.

Sincerely,

*Vinette Morris Hudson*

Vinette Morris-Hudson, Esq.

## TRANSMITTAL LETTER

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

SUBJECT: JOE DAVIS SPORTS 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: VINETTE MORRIS HUDSON, ESQ.  
Name (Printed or typed)

1600 E. ROBINSON ST 300A  
Address

ORL. FL. 32803  
City, State & Zip

407-897-4031  
Daytime Telephone number

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

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION**

04 NOV -1 AM 11:41

**OF**

**JOE DAVIS SPORTS FOUNDATION, INC**

I, the undersigned natural person, a citizen of the United States of America and being over the age of eighteen years, acting as Incorporator of a corporation under Chapter 517 of the Florida Code, hereby adopt the following Articles of Incorporation:

**ARTICLE I**

**NAME OF CORPORATION AND SITUATION  
OF PRINCIPAL OFFICE**

The name of the Corporation shall be the **JOE DAVIS SPORTS FOUNDATION, INC.** The place in this State where the (initial) principal office of the Corporation is to be located is 1539 Hialeah Street, Orlando in the state of Florida, 32808 and the name of its initial registered agent at such address is John L. Davis.

**ARTICLE II**

**GENERAL NATURE OF CORPORATION**

This corporation is organized exclusively for charitable, educational and religious purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue Law.

In furtherance of these purposes said corporation shall be able:

- A. To operate and manage sport programs and facilities for the benefit of its participants and/or members;
- B. To buy purchase, own, acquire, by gift, devise, purchase or otherwise, real and personal property; and to build, erect, construct, provide for, maintain and equip suitable buildings, etcetera for the benefit, use and occupation of its members and participants in sport activities in the Central Florida area;
- C. To build construct erect maintain and equip sport complexes as the corporation may desire for carrying out its work;
- D. To receive and accept property, whether real personal or mixed, administer, disburse and invest gifts, devised and bequests by or from any person, firm, trust or corporation;
- D. To issue bonds, notes, debentures and evidence of indebtedness, and to secure the same by mortgage, deeds of trust and otherwise.

The **JOHN DAVIS SPORTS FOUNDATION, INC.** shall, from time to time, purchase or acquire, and it shall have power, from time to time to make such contracts and to do such things as shall be authorized and directed by the members of the said **JOHN DAVIS SPORTS FOUNDATION INC.** as evidenced by resolution of the said Organization duly passed.

### **ARTICLE III MEMBERSHIP OF CORPORATION**

The membership of the Corporation shall consist of Officers and directors of the corporation which shall be elected by the said organization at its regular meeting in \*\*\*\*of each year, or as soon thereafter as convenient, to serve for a period of \*\*\*\*\*one (1) year and until their successors are elected and qualified. Vacancies of the office held by officers may be filled by members of the said organization at any regular business meeting of the organization, or at a special meeting called for that purpose.

### **ARTICLE IV TERM OF CORPORATION**

The term for which this Corporation shall exist shall be perpetual.

### **ARTICLE V NAME AND RESIDENCE OF INCORPORATOR**

The name and residence of the incorporator is as follows:

#### **NAMES**

John L. Davis

#### **ADDRESSES**

1539 Hialeah St  
Orlando, Florida 32808

### **ARTICLE VI INITIAL DIRECTORS AND/OR OFFICERS**

The Management of the Corporation shall be vested in the Board of Directors, consisting of a Chairman, \*\*\*\*\*. The number of persons constituting the first Board of Directors shall not be less than seven. These Trustees shall be elected for one, two, and three year terms, by a 2/3 vote of the members present at the annual business meeting.

The initial officers of the Corporation shall be - John L. Davis as President, Vice President, Secretary and Treasurer.

The above named individual shall hold these respective offices until the first annual business meeting of the Corporation to be held during the month of \*\*\*\*\* at which time a Board of Trustees shall be

elected by members of this Corporation, one trustee for a term of 3 years, one trustee for a term of two years and one trustee for a term of one year.

The annual general meeting of the Corporation shall be held at its principal place of business during the (first) month of each year. The trustees of the Corporation shall have power to fill and vacancy in the Board of Trustees for the unexpired term of such trustee or until the next annual business meeting.

John L. Davis shall have controlling interest as well as veto rights regarding the election of members for the Board of Management/Directors and new policies for a yet to be determined period of time.

## **ARTICLE VII RESTRICTIONS ON OPERATIONS OF CORPORATION**

No part of the net earning of the corporation shall inure to the benefit of, or shall be distributed 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 ad distributions in furtherance of the purposes set out in Article Three.

No substantial part of the activities of the Corporation shall be carrying on of propaganda, or otherwise attempting to influence legislation and the corporation shall not participate in or intervene in (including any publication or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office.

Notwithstanding any other provision of these Articles, the corporation shall not carry on any other activity or exercise any powers that are not in furtherance of the purposes of the Corporation.

## **ARTICLE VIII ALTERATION AND AMENDMENT OF ARTICLES, ETC.**

The Charter and By-laws of this Corporation shall be made, altered or amended by the Corporation at any regular or special meeting duly and legally called.

By- Laws shall only be made by a four-fifths (4/5) vote of all members of the Corporation

## **ARTICLE IX LIABILITY OF CORPORATION**

The highest amount of indebtedness or liability to which this Corporation may, at any time, subject itself shall be the sum of \$100,000.00, provided that any such sum shall not exceed two thirds (2/3) of the value of the Corporation.

This Corporation may hold real estate in an unlimited value.

**ARTICLE X**  
**LIQUIDATION, WINDING UP OR DISSOLUTION**

Upon the liquidation, dissolution or winding up of the Corporation, after all of its liabilities and obligations have been paid, satisfied and discharged, or adequate provision has been made therefore, all of the assets of the corporation shall be distributed exclusively for such educational, charitable and scientific purposes as determined, **PROVIDED THAT** such distributions shall be made to one or more organizations which qualify as exempt organizations under Section 501 (c)(3) of the United States Internal Revenue law, Code of 1986, or corresponding section of any future federal Tax Code, or shall be distributed to the Federal, State or Local government for a public purpose. Any assets not so disposed of shall be disposed of by the Court of Common Pleas, of the county in which the principal office of the corporation is then located, exclusively for such purposes.

**ARTICLE XI**  
**ENTITLEMENT TO VOTE**

There are no members entitled to vote on any proposed amendment to these articles of incorporation at this time.

**ARTICLE XII**  
**UNLAWFUL ACTS**

Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501 (c) (3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal revenue Law.

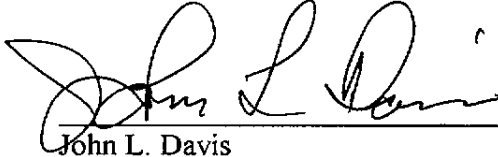
**ARTICLE XIII**  
**REGISTERED AGENT**

John L. Davis  
1539 Hialeah Street  
Orlando, Florida 32808

**ARTICLE XIII**  
**EFFECTIVE DATE**

These Articles of Incorporation shall have an effective date 5 days prior to filing.

IN WITNESS WHEREOF the undersigned have hereunto subscribed and affixed her seal at Orlando, Florida the 2<sup>nd</sup> day of August 2004.

  
\_\_\_\_\_  
John L. Davis

1539 Hialeah St  
Orlando, Florida 32808

STATE OF FLORIDA  
COUNTY OF ORANGE

I HEREBY CERTIFY that on this 13 day of OCTOBER 2004, before the undersigned authority, personally appeared before me well known or known to me to be persons described in and who executed the foregoing Articles of Incorporation, and who severally acknowledged the execution thereof to be their free act and deed for the uses and purposed therein expressed.

WITNESS MY HAND and official seal at Orange county Florida the day and year first abovementioned.

  
\_\_\_\_\_  
Notary Public  
State of Florida



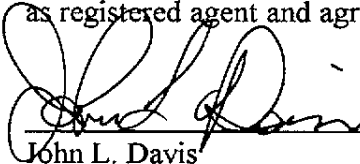
MONICA E. CONNER  
MY COMMISSION # DD 313832  
EXPIRES: April 27, 2008  
Bonded Thru Budget Notary Services

My commission expires:  
(SEAL)

Identification Produced: PDL # D120-472-52-310-0

**REGISTERED AGENT ACCEPTANCE**

Having been name 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.

  
\_\_\_\_\_  
John L. Davis

1539 Hialeah Street  
Orlando, Florida 32808

Date: 10-13-04

FILED  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA  
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