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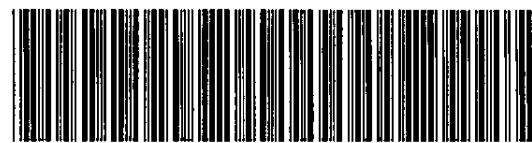
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TALLAHASSEE, FLORIDA

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MAR 06 2014

C. CARROTHERS

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: THE MIAMI TROPICS BASKETBALL, INC.

DOCUMENT NUMBER: N04000010710

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

SCOTT E. ITKIN

(Name of Contact Person)

SOUTH FLORIDA TAX

(Firm/ Company)

5001 S UNIVERSITY DRIVE, STE B

(Address)

DAVIE, FL 33328

(City/ State and Zip Code)

MIAMITROPICS2007@AOL.COM

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

SCOTT E ITKIN

(Name of Contact Person)

954 458-2000

(Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

\$35 Filing Fee \$43.75 Filing Fee & \$43.75 Filing Fee &
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enclosed) \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
Enclosed)

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

FILED

AMENDED AND RESTATED

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ARTICLES OF INCORPORATION

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

OF

THE MIAMI TROPICS BASKETBALL, INC.

Document Number N04000010710

Pursuant to the provisions of section 607.1006, Florida Statutes, this Florida Not For Profit Corporation adopts the following amended and restated articles of incorporation:

**ARTICLE I
CORPORATE NAME**

The name of the Corporation shall be THE MIAMI TROPICS BASKETBALL, INC.

**ARTICLE II
NATURE OF CORPORATE BUSINESS**

The Corporation is organized for the purpose of transacting any or all lawful business permitted under the laws of the United States, the State of Florida or any other State, Country, Territory or Nation.

The specific purpose of this Corporation is to operate camps and clinics for youth basketball skills development, to organize and operate youth basketball tournaments, and to organize, manage and operate competitive youth basketball travel teams.

This Corporation is organized exclusively for religious, charitable and educational purposes as those terms are defined in the Section 501(c)(3), of the Internal Revenue Code of 1986, as amended.

Notwithstanding any other provision of these amended and restated articles, the Corporation shall not carry on any activities that are not permitted to be engaged in by an organization exempt from federal income taxation under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

**ARTICLE III
EXISTENCE**

This Corporation is to exist perpetually, unless dissolved according to law.

ARTICLE IV DIRECTORS

The business of the Corporation shall be conducted by a Board of Directors which shall consist of not less than three (3) persons as designated by the by-laws, and elected at an annual meeting or a specially called meeting for the purpose of electing a director of this Corporation. The current Board of Directors, all of whom shall hold office until their successors are duly elected and qualified, and their addresses are as follows:

Arturo Alvarez (Chairman) 2841 SW 141 Court
Miami, FL 33176

Richard Villa 14829 W. 80th Street, #101
Miami, FL 33913

Scott E. Itkin 5001 S. University Drive, Ste B
Davie, FL 33328

ARTICLE V INDEMNIFICATION OF OFFICERS AND DIRECTORS

All officers and directors of the Corporation shall be indemnified against all expenses and liabilities, including attorneys fees and costs (through all appellate proceedings) incurred in connection with any proceeding or settlement thereof in which they may become involved by reason of their holding such office.

ARTICLE VI
INCORPORATOR
(Same as in original Articles)

The name and address of the Incorporator to these Articles of Incorporation is:

Arturo Alvarez
2841 SW 141 Court
Miami, FL 33176

ARTICLE VII INCOME DISTRIBUTION

No part of the income of this Corporation shall be distributed to its members, officers, or directors, except as compensation for services rendered.

ARTICLE VIII BYLAWS

The bylaws of the Corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the bylaws.

ARTICLE IX AMENDMENTS

The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Amended and Restated Articles of Incorporation by a simple majority vote of the Directors of the Corporation.

ARTICLE X REGISTERED AGENT AND PRINCIPAL OFFICE

The Corporation's current Registered Agent and Principal Office in the State of Florida are:

Arturo Alvarez
2841 SW 141 Court
Miami, FL 33176

ARTICLE XI FUTURE DISTRIBUTION OF CORPORATE ASSETS

Upon dissolution of the Corporation, all assets shall be distributed for one or more exempt purposes within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding section of any future federal tax code, or shall be distributed to a Federal, State or local government for a public purpose. Any such assets not disposed of, shall be disposed of by a court of competent jurisdiction, in the county in which the principal office of the Corporation is then located, exclusively for such purposes.

ACCEPTANCE OF REGISTERED AGENT

Having been named as the current Registered Agent (and having also been named as the initial Registered Agent) to accept service of process on the Corporation at the Registered Office designated in these Amended and Restated Articles of Incorporation, I hereby accept such appointment and consent to act in such capacity and agree to comply with all of the requirements of law pertaining thereto.



Registered Agent

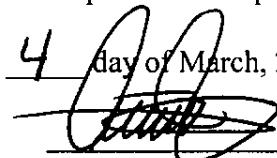
Arturo Alvarez
2841 SW 141 Court
Miami, FL 33176

The date of adoption of these Amended and Restated Articles of Incorporation was February 25, 2014.

The effective date of these Amended and Restated Articles of Incorporation is upon filing.

There are no members or members entitled to voice on the amendment/adoption of the Amended and Restated Articles of Incorporation. The amendment/adoption of the Amended and Restated Articles of Incorporation was performed by the Board of Directors.

Signed this 4 day of March, 2014.

Signature 

Typed or Printed Name: Arturo Alvarez

Title: Chairman/Board of Directors

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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