

N 05000002719

Florida Department of State

Division of Corporations

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**FLORIDA NON-PROFIT CORPORATION**

**power - black 18 u, inc.**

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## FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

March 14, 2005

EMPIRE

SUBJECT: POWER-BLACK 18 U, INC.  
REF: W05000012985

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The purpose contained in your articles of incorporation should be more specific. Please correct your articles to reflect the specific purpose for which the corporation is being organized.

If you have any further questions concerning your document, please call (850) 245-6047.

Carolyn Lewis  
Document Specialist  
New Filings Section

FAX Aud. #: H05000061386  
Letter Number: 205A00017225

Division of Corporations - P.O. BOX 6327 - Tallahassee, Florida 32314

H05000061386

ARTICLES OF INCORPORATION

OF

POWER - BLACK 18 U, INC.

I, the undersigned, for the purposes of forming a corporation for not for profit pursuant to the laws of the State of Florida, do hereby make, subscribe, acknowledge and file the following Articles of Incorporation.

ARTICLE I

NAME

The name of the corporation shall be:

POWER - BLACK 18 U, INC.

ARTICLE II

PRINCIPAL OFFICE

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

16020 South Post Road  
Number 104  
Weston, Florida 33331

ARTICLE III

PURPOSE

The purpose for which the corporation is organized is for the purpose of showcasing under 18 year old all-girl softball teams for potential college scholarships.

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#### ARTICLE IV

##### MANNER OF ELECTION

The manner in which the directors are elected or appointed will be majority vote at annual meeting.

#### ARTICLE V

##### INITIAL DIRECTORS AND/OR OFFICERS

This business of this Corporation shall be conducted by a Board of Directors of not less than three (3), nor more than fifteen (15) persons. The Board of Directors shall be elected at the annual meeting of this Corporation, which meeting shall be held at such time as shall be provided by the By-Laws. They shall hold office until their successors are elected or appointed and have qualified, unless otherwise provided by the By-Laws.

The name and street address of the initial Director who is to conduct the affairs of this Corporation until the first meeting and election and qualification his successor:

<u>NAME</u>	<u>ADDRESS</u>
STEVE NICASTRO	16020 South Post Road Number 104 Weston, Florida 33331

#### ARTICLE VI

##### INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:

STEPHEN NICASTRO  
16020 South Post Road  
Number 104  
Weston, Florida 33331

The Corporation may also maintain its principal office and branch offices at such places

and in such states and foreign countries as the Board of Directors may from time to time by resolution provide.

The name of the initial Subscriber of this Corporation at the aforementioned address is:

STEPHEN NICASTRO

**ARTICLE VII**

**INCORPORATOR**

The name and Florida street address of the registered agent is:

STEPHEN NICASTRO  
16020 South Post Road  
Number 104  
Weston, Florida 33331

**ARTICLE XI**

**MISCELLANEOUS**

1. No contract or other transaction between this Corporation and any other Corporation shall be effected or invalidated by the fact that any one or more of the Directors of this Corporation is or are interested in, or is a Director or Officer of such other Corporation.
2. Upon election of the Board of Directors, such as Board shall manage the business and affairs of the Corporation, without the need of further authorization from the Stockholders, except as provided by law, or otherwise herein.
3. The initial By-Laws of this Corporation shall be adopted by the Board of Directors. The By-Laws may be amended from time to time by the Directors.
4. The Corporation reserves the right to amend, alter, change or repeal any provision contained in these Articles of Incorporation in a manner now or hereafter prescribed by law.

5. Any Incorporator present at any meeting, either in person or by proxy, and any Directors present in person at any meeting of the Board of Directors shall conclusively be deemed to have received proper notice of such meeting unless he shall make objection at such meeting to any defect or insufficiency of notice.

6. The Corporation shall indemnify all Officers and Directors of the corporation to the fullest extent permitted by law.

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 8<sup>th</sup> day of March, 2005.

  
STEPHEN NICASTRO

STATE OF FLORIDA       )  
                                  ) SS  
COUNTY OF BROWARD    )

BEFORE ME, a Notary Public authorized to take acknowledgments in the State and County set forth above, personally appeared STEPHEN NICASTRO, known to me and known to me to be the person who executed the foregoing Articles of Incorporation and he acknowledged before me that he executed said Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal in the State and County aforesaid, this 8<sup>th</sup> day of March, 2005.

NOTARY PUBLIC:

Sign: \_\_\_\_\_

Print \_\_\_\_\_

(Seal) \_\_\_\_\_



The undersigned hereby accepts designation as Registered Agent of the Corporation.

  
\_\_\_\_\_  
STEPHEN NICASTRO

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CERTIFICATE DESIGNATING (OR CHANGING) PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN THIS STATE, NAMING AGENT UPON  
WHOM PROCESS MAY BE SERVED.

In pursuance of Chapter 617 Florida Statutes, the following is submitted, in compliance  
with said Act:

First-That POWER - BLACK 18 U, INC. desiring to organize under the laws of the State  
of Florida with its principal office, as indicated in the Articles of Incorporation, in the City of  
Weston, County of Broward, State of Florida, has named STEPHEN NICASTRO located  
at 16020 South Post Road, Number 104, City of Weston, County of Broward, State of Florida, as  
its agent to accept service of process within this State.

ACKNOWLEDGEMENT: (MUST BE SIGNED BY DESIGNATION AGENT)

Having been named to accept service of process for the above stated corporation, at place  
designated in this certificate, I hereby accept to act in this capacity, and agree to comply with the  
provision of said Act relative to keeping open said office.

  
STEPHEN NICASTRO

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