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SECRETARY OF STATE

T. Hammiton || 11 1 5 2005

TRANSMITTAL LETTER

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

SUBJECT: Beyond t	he Athlete, Inc. (PROPOSED CORPORATE	ë name – <u>must inclu</u> i	DE SUFFIX)	-
Enclosed is an original ar	nd one(1) copy of the article	es 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:	Billy Close	nted or typed)	-	
	2940 Capital Park Drive		. .	,.T. F
	Tallahassee, FL 3230	1 ate & Zip	- ,	

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

Daytime Telephone number

850-878-4455

ARTICLES OF INCORPORATION

In Compliance with Chapter 617, F.S., (Not for Profit)

The undersigned, for the purpose of forming a nonprofit Corporation under the Florida Not For Profit Corporation Act, Florida Statutes, Chapter 617, makes and adopts the following Articles of Incorporation:

ARTICLE 1 Name

The name of the Corporation is as follows: Beyond The Athlete, Inc.

ARTICLE II Principal Office

The principal place of business is 2940 Capital Park Drive, Tallahassee, Florida 32301 and mailing address of the corporation is 2940 Capital Park Drive, Tallahassee, Florida 32301.

ARTICLE III Purposes

The objective of Beyond The Athlete, Inc. is to provide educational support services to disadvantaged youth, student-athletes, educational institutions, and community organizations, including, but not limited to,

- A. Providing character development and mentoring services through a network of amateur and professional athletes, celebrities, scholars, professionals, etc.;
- B. Providing opportunities for disadvantaged youth to recognize and realize their talents and abilities beyond athletics;
- C. Providing educational/career counseling;
- D. Developing and organizing corporate, business and community partners to raise funds to support educational, vocational, and professional needs of disadvantaged youth and their families with cash, scholarships, goods and services.

The Corporation is organized exclusively for charitable, religious, educational and career development purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code. The Corporation may receive and administer funds for religious, educational, and charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 and to that end, the Corporation is empowered to hold any property, or any undivided interest therein, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such a manner as, in the judgment of the directors, will best promote the purposes of the Corporation, without limitation, except limitations, if any, as may be contained in the instrument under which

such property is received, these Articles of Incorporation, the By-Laws of the Corporation, or any applicable laws, do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Not-for-Profit Corporation Law.

ARTICLE IV Compensation

No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual, except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes, and no member, trustee, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution 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 publication or distribution of statements, any political campaign on behalf of any candidate for public office.

Notwithstanding any other provisions of this document, the organization shall not carry on any other activities not permitted to be carried on (a) by an organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

ARTICLE V Dissolution

On the dissolution of the Corporation, the board of directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, distribute all of the assets of the Corporation exclusively for charitable, scientific or educational purposes in such manner and to such qualified organization or organizations as the board of directors shall determine. Any of the assets not so distributed shall be distributed in accordance with the direction of any court having jurisdiction in the county in which the principal office of the Corporation is then located, exclusively for the above purposes of the Corporation or to a qualified organization or organizations as the court shall determine. For purposes of this article, an organization is a "qualified organization" only if, at the time of receiving the assets, it is operated exclusively for the purposes described in 26 U.S.C.A. § 170(c)(1) and is described in 26 U.S.C.A. § 509(a)(1), (2) or (3).

ARTICLE VI **Initial Board of Directors** (Initially Appointed)

Billy R. Close, President & CEO

2940 Capital Park Drive,

Tallahassee, Florida 32301

(850) 878-4455

Mr. Darrin K. Holloman, Treasurer

7895 Rael Court

Tallahassee, Florida 32312

(850) 523-4622

Mr. Isaac Williams, Secretary

820 East Park Avenue, Bldg. E, Suite 100

Tallahassee, Florida 32301

(850) 222-0046

Ms. Cassandra Jenkins, Member

1028 Longstreet Dr.

Tallahassee, FL 32311-4006

(850) 425-2600 ext. 12

Mr. Martin Mayhew, Member

222 Republic Drive

Allen Park, MI 48101

(313) 216-4000

Mr. Thomas C. Pruitt, Member

12850 Middlebrook Road, Suite 308

Germantown, MD 20874

(301) 590-0303 ited board of Directors appointed by President.

ARTICLE VII **Initial Registered Agent**

The Florida street address is 2940 Capital Park Drive, Tallahassee, Florida 32301 & mailing address of the registered office is 2940 Capital Park Drive, Tallahassee, Florida 32301 and the name of the initial registered agent is Billy Close.

ARTICLE VIII Name and Address of Incorporator

The name and street address of the initial incorporator is as follows:

Dr. Billy R. Close 2940 Capital Park Drive Tallahassee, FL 32301

Signature of Registered Agent

Signature of Incorporator

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