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November 8, 2005

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

Re: **Ocala Blaze Basketball Development Program, Inc.**

Dear Sir/Madam:

Enclosed for filing are an original and one copy of the Articles of Incorporation of **Ocala Blaze Basketball Development Program, Inc.** Also enclosed is a check in the sum of \$78.75, representing \$35.00 for the filing fees, \$35.00 for the registered agent designation and \$8.75 for a Certified Copy.

Please return a conformed copy of the Articles of Incorporation to me.

Thank you for your cooperation. If you have any questions, please contact me.

Very Truly Yours,

BLANCHARD, MERRIAM,
ADEL & KIRKLAND, P.A.


Jason M. Diaz, Esquire

Enclosures:

JMD:jg

COVER LETTER

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

SUBJECT: Ocala Blaze Basketball Development Program, 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: Robert E. Bennett, Jr.
Name (Printed or typed)

Post Office Box 233
Address

Ocala, FL 34478-0233
City, State & Zip

(352) 207-9920
Daytime Telephone number

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

ARTICLES OF INCORPORATION OF
OCALA BLAZE BASKETBALL
DEVELOPMENTAL PROGRAM, INC

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

ARTICLE I
NAME

The name of the corporation is Ocala Blaze Basketball Developmental Program, Inc.
(Hereinafter "Ocala Blaze").

ARTICLE II
PRINCIPAL OFFICE ADDRESS

The principal place at which the business of the Ocala Blaze is to be transacted is Ocala, Florida, with branch offices at such other places within the State of Florida as may be established by the Board of Directors.

ARTICLE III
PRINCIPAL MAILING ADDRESS

The principal mailing address of the Ocala Blaze is P.O. Box 233, Ocala, FL 34478-0233.

ARTICLE IV
PURPOSE

The Ocala Blaze is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, and shall not carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under Internal Revenue Code Section 501(c)(3).

The Ocala Blaze is organized as an athletic-mentoring program with the goal of helping enrich and enhance the lives of our youth. Additionally, the Ocala Blaze will focus on student athlete's academics and athletic abilities. The Ocala Blaze will establish rules and regulations covering all activities of the Ocala Blaze and will provide and regulate events and tournaments for the athletics.

The Ocala Blaze will also provide social functions in which the Ocala Blaze members attending can enjoy personal contact, commingling and fellowship with other members for the distinct purpose of pleasure, recreation and other non-profitable purposes.

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The Ocala Blaze will present, encourage and sponsor activities that will enhance the reputation of the Ocala Blaze and interpret the same to the public.

The Ocala Blaze will enter into any and all contracts, leases, and other agreements for the purpose of carrying out the aforementioned purposes.

ARTICLE V

INITIAL DIRECTORS

The Ocala Blaze shall have four (4) directors initially. The initial directors shall, as provided in Chapter 617.0205, *Florida Statutes*, hold an organizational meeting, at the call of a majority of the directors, to complete the organization of the Ocala Blaze by appointing officers, adopting bylaws, and carrying on any other business brought before the meeting.

The name and address of the initial directors of the Ocala Blaze are:

Robert E. Bennett Jr.
3500 S.E. 36th Avenue
Ocala, Florida 34471

Keith Kinley
P.O. Box 233
Ocala, Florida 34478-0233

Bertha Cobb
P.O. Box 233
Ocala, Florida 34478-0233

Sharon Richardson
P.O. Box 233
Ocala, Florida 34478-0233

ARTICLE VI

MANNER IN WHICH DIRECTORS AND OFFICERS
ARE ELECTED OR APPOINTED

The method in which the Directors and Officers are elected will be stated in the Bylaws.

ARTICLE VII

MEMBERSHIP

Qualifications of members and admission to the Ocala Blaze shall be determined by the Bylaws of the Ocala Blaze, as approved by its initial Board of Directors.

ARTICLE VIII

INCORPORATOR

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

Robert E. Bennett Jr.
3500 S.E. 36th Avenue
Ocala, Florida 34471

ARTICLE IX

INITIAL REGISTERED AGENT AND OFFICE

The name and address of the initial registered office and agents of the Ocala Blaze are:

- (A) Registered Agent: Jason M. Diaz, Esquire
Jose H. Cortes Jr., Esquire
- (B) Registered Office: 4 S.E. Broadway
Ocala, Florida 34471

ARTICLE X

LIMITATION OF ACTIVITIES AND POWERS

Provided, further, that in all events and in all circumstances, and notwithstanding merger, consolidation, reorganization, termination, dissolution, or winding up of the Ocala Blaze, voluntary or involuntary or by operation of law, the following provisions shall apply:

1. No part of the net earnings of the Ocala Blaze shall inure to the benefits of or be distributable to its members, directors, shareholders, officers, or other private persons, except that the Ocala Blaze shall be authorized and empowered to pay reasonable compensation for services actually made to or for the Ocala Blaze, and to make payments and distributions in furtherance of the purposes herein set forth.
2. No substantial part of the activities of the Ocala Blaze shall consist of carrying on propaganda or otherwise attempting to influence legislation, nor shall it in any manner or to any extent participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office, nor shall it engage in any activities that are unlawful under the laws of the United States of America or of the State of Florida, or any jurisdiction where such activities are carried on, nor shall it engage in any transaction defined at the time as prohibited under Section 503 of the Internal Revenue Code of 1954.
3. The Ocala Blaze shall never be operated for the purpose of carrying on a trade or business for profit. Neither the whole nor any part of the portion at the assets of net earnings of the Ocala Blaze shall be used, nor shall the Ocala Blaze be organized or operated for purposes that are not exclusively within the meaning of section 501(c)(3) of the Internal Revenue Code of 1954.
4. No part of the Ocala Blaze shall discriminate against any person on the basis of age, race, origin, color, sex, disability or religion.
5. Notwithstanding any other provision of these Articles, the Ocala Blaze shall not carry on any other activities not permitted to be carried on by a corporation exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

ARTICLE XI

CORPORATE FISCAL YEAR

Fiscal year for the Ocala Blaze shall be January 1 through December 31.

ARTICLE XII

DISTRIBUTION OF ASSETS UPON DISSOLUTION

Upon the dissolution of the Ocala Blaze, the Board of Directors shall, after paying or making provisions for the payment of all of the liabilities of the Ocala Blaze, dispose of all of the assets of the Ocala Blaze exclusively for the purposes of the Ocala Blaze in such a manner, solely for charitable, educational, religious or scientific purposes as shall at the time qualify as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, or such organizations under Section 501(c)(3) of the Internal Revenue Code of 1954, all as the Board of Directors shall determine.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles this 9th day of November, 2005.

Robert E. Bennett Jr.
Robert E. Bennett Jr., Incorporator

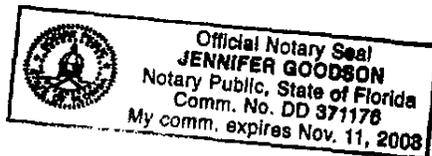
STATE OF FLORIDA)
COUNTY OF MARION)

BEFORE ME, a notary public duly authorized to take acknowledgments in the State and County set forth above, personally appeared Robert E. Bennett Jr., known to me and known by me to be the person who executed the foregoing Articles and acknowledged to me that he executed the same freely and voluntarily.

WITNESS my hand and official seal this 9th day of November, 2005.

Jennifer Goodson
Notary Public

Jennifer Goodson
(Print Name of Notary)

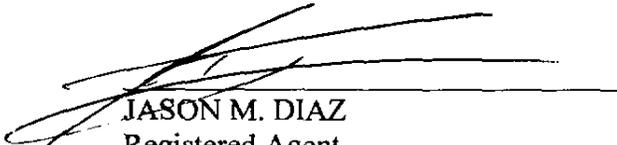


Personally Known _____ or Produced I.D. X
Type of Identification Produced Driver's License

ACCEPTANCE OF APPOINTMENT AS REGISTERED AGENT

Having been named as the 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.

DATED this 8th day of November, 2005.


JASON M. DIAZ
Registered Agent

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STATE OF CALIFORNIA
COUNTY OF SAN DIEGO

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