

N07000004722

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☐ PICK-UP

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(Business Entity Name)

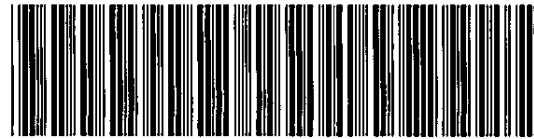
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007-22306

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2007 MAY -8 PM 3:29

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

T. Burch MAY 11 2007

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

The Academy for Athletes
Foundation, Inc.

Signature

Requested by:

Name

Date

Time

Walk-In

Will Pick Up

☒ Art of Inc. File

☐ LTD Partnership File

☐ Foreign Corp. File

☐ L.C. File

☐ Fictitious Name File

☐ Trade/Service Mark

☐ Merger File

☐ Art. of Amend. File

☐ RA Resignation

☐ Dissolution / Withdrawal

☐ Annual Report / Reinstatement

☐ Cert. Copy

☒ Photo Copy

☐ Certificate of Good Standing

☐ Certificate of Status

☐ Certificate of Fictitious Name

☐ Corp Record Search

☐ Officer Search

☐ Fictitious Search

☐ Fictitious Owner Search

☐ Vehicle Search

☐ Driving Record

☐ UCC 1 or 3 File

☐ UCC 11 Search

☐ UCC 11 Retrieval

Courier



FLORIDA DEPARTMENT OF STATE
Division of Corporations

RECEIVED

07 MAY 10 PM 3:55

DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA
RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE.

May 9, 2007

CAPITAL CONNECTION, INC.
ATTN: SP

SUBJECT: THE ACADEMY FOR ATHLETES FOUNDATION, INC.
Ref. Number: W07000022306

We have received your document for THE ACADEMY FOR ATHLETES FOUNDATION, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6928.

Tim Burch
Document Specialist
New Filing Section

Letter Number: 307A00032363

RE-SUBMIT
PLEASE OBTAIN THE ORIGINAL
FILE DATE.

ARTICLES OF INCORPORATION
OF
THE ACADEMY FOR ATHLETES FOUNDATION, INC.
A FLORIDA NONPROFIT CORPORATION

FILED
2007 MAY - 8 PM 3:29
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I - NAME

The name of this Corporation is THE ACADEMY FOR ATHLETES FOUNDATION, INC.

ARTICLE II - PRINCIPAL OFFICE AND ADDRESS

The address of the principal office and mailing address of the corporation is
2338 Immokalee Road, Suite 174, Naples, Florida 34110.

ARTICLE III - DURATION

The duration of the Corporation is perpetual; and the corporate existence will commence on the filing of these articles by the Florida Department of State.

ARTICLE IV - PURPOSE

The purposes for which this Corporation is formed is:

(1) The primary purpose is to provide a nonpartisan, nonprofit sports foundation to provide scholarships and other assistance to athletes to further their educational and vocational pursuits.

(2) The general purposes and powers are:

(a) To purchase, lease, or otherwise acquire, improve, construct, own, hold, use, maintain, operate, exchange, encumber, sell, convey, or otherwise

dispose of, real and personal property of every kind, nature or description, as may be necessary or desirable to promote the primary purpose of this corporation.

(b) To make and perform contracts of every kind for any lawful purpose without limit as to amount, with any person, firm, association, corporation, municipality, state, government, or municipal or political subdivision.

(c) To have and exercise all the rights and powers conferred on nonprofit corporations under Florida law, as such law is now in effect or may be from time to time amended.

(d) To do all other acts necessary or expedient for the administration of the affairs and attainment of the purposes of this corporation.

The foregoing statement of purposes shall be construed as a statement of both purposes and powers, and the purposes and powers stated in each clause shall, except where otherwise expressed, be in no way limited or restricted by any reference to or inference from the terms or provisions of any other clause, but shall be regarded as independent purposes and powers.

Notwithstanding any of the foregoing statements of purposes and powers, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purpose of this corporation as set forth in Paragraph (1) of this Article IV. Moreover, nothing contained in the foregoing statement of purposes shall be construed to authorize this corporation to carry on any activity for profit or to distribute any gains, profits, or dividends, except for distribution of assets on dissolution and winding up, and except as may otherwise be authorized by the laws of this State.

ARTICLE V- INTERNAL REVENUE CODE SECTION

501(c)(3) RESTRICTIONS AND PRIVATE FOUNDATION PROVISIONS

- (1) The purposes for which the corporation is organized are to receive and maintain real or personal property, or both, and, subject to the restrictions

and limitations hereinafter set forth, to use and apply the whole or any part of the income therefrom and the principal thereof, exclusively for charitable, religious, scientific, literary, or educational purposes either directly or by contributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended.

- (2) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any Director, Officer or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation, and reasonable expenses may be paid thereto, affecting one or more of the corporation's purposes), and no Director or 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 include the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall neither participate nor intervene (including the publication or distribution of statements) in any political campaign on behalf of any candidate for public office, at any time.
- (3) The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.
- (4) The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.
- (5) The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.
- (6) The corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.

- (7) The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code, or corresponding provisions of any subsequent federal tax laws.
- (8) Notwithstanding any other provision of these Articles of Incorporation, the corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and the Regulations as they now exist or as they may hereafter be amended.
- (9) Upon 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, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as the Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VI - INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial registered office of this Corporation is: 2338 Immokalee Road, Suite 174, Naples, Florida 34110 and the name of the initial Registered Agent of this Corporation is Lisa D. Miles.

ARTICLE VII - DIRECTORS

The method of election of the Directors of the Corporation is set forth in the bylaws.

ARTICLE VIII - INCORPORATOR

The name and residence address of the incorporator is:

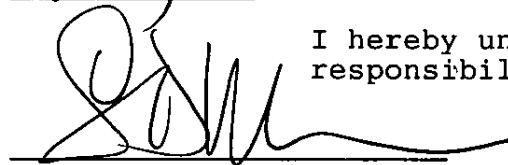
Name

Lisa D. Miles

Address

2338 Immokalee Rd., Suite 174
Naples, FL 34110

IN WITNESS WHEREOF, I have subscribed my name this 7th day of May, 2007.



I hereby understand and accept the duties and responsibilities as Registered Agent.

Lisa D. Miles

Incorporator
Registered Agent