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### DOMESTICATION

United States Specialty Sports Association Inc.

Certificate of Status	0
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Page Count	06
Estimated Charge	\$128.75

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ARTICLES OF DISSOLUTION FOR UNITED STATES SPECIALTY SPORTS ASSOCIATION INC. WERE FILED UNDER FAX AUDIT NUMBER HO7000232547, FLORIDA DOCUMENT NUMBER NO7000005638. AN AFFIDAVIT OF OFFICER RELEASING THE NAME FOR IMMEDIATE USE IS ATTACHED TO THIS DOMESTICATION.

or 9/20/07

SECRETARY OF STATE DIVISION OF CORPORATIONS

07 SEP 19 PM 3:45

### AFFIDAVIT OF OFFICER UNITED STATES SPECIALTY SPORTS ASSOCIATION INC.

BEFORE ME, the undersigned, personally appeared DONALD DEDONATIS, President of UNITED STATES SPECIALTY SPORTS ASSOCIATION INC., a Florida corporation not for profit (hereinafter referred to as the "Corporation"), Florida Document Number N07000005638, who, upon being duly sworn, certifies as follows:

- The Corporation does not intend to revoke the Articles of Dissolution of the Corporation, as permitted by § 617.1404 of the Florida Statutes, after Articles of Dissolution have been filed with the Office of the Secretary of State of the State of Florida.
- Notwithstanding the provisions of § 617.1405 of the Florida Statutes, the Corporation permits the immediate assumption and use of the Corporation's name "United States Specialty Sports Association Inc." after the Articles of Dissolution have been filed with the Office of the Secretary of State of the State of Florida.

FURTHER AFFIANT SAITH NOT.

Donald DeDonatis, President of United States Specialty Sports Association Inc.

STATE OF FLORIDA

**COUNTY OF ORANGE** 

Sworn to and subscribed before me this 7 DONALD DEDONATIS, as President of UNITED STATES SPECIALTY ASSOCIATION INC., a Florida corporation. Said person (check one) 

is personally known to me, E produced a driver's license (issued by a state of the United States within the last five (5) years) as identification, or □ produced other identification, to wit: D353 - 180-49-027-1

Notary Public, State 822101

Commission No.:

My Commission Expires Expires

Laurie J. Timmons

Commission #DD708174 Exnires:

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PILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS

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# NOT FOR PROFIT CERTIFICATE OF DOMESTICATION FOR UNITED STATES SPECIALTY SPORTS ASSOCIATION INC.

The undersigned, Donald DeDonatis, Chairman, Executive Director and CEO of UNITED STATES SPECIALTY SPORTS ASSOCIATION INC. (hereinafter referred to as the "Corporation"), a foreign corporation, in accordance with Section 617.1803, Florida Statutes, does hereby certify:

- 1. The date on which the Corporation was first formed was October 22, 1974.
- The jurisdiction where the Corporation was first formed, incorporated, or otherwise came into being was Virginia.
- The name of the Corporation immediately prior to the filing of this Certificate of Domestication was United States Specialty Sports Association Inc.
- 4. The name of the Corporation, as set forth in its articles of incorporation, to be filed pursuant to § 617.01201 and § 617.0202 with the Certificate of Domestication is United States Specialty Sports Association Inc.
- 5. The jurisdiction that constituted the seal, siege social, or principal place of business or central administration of the Corporation, or any other equivalent jurisdiction under applicable law, immediately before the filing of the Certificate of Domestication was Virginia.
- 6. Attached are Florida articles of incorporation to complete the domestication requirements pursuant to § 617.1803.

I am Chairman, Executive Director and CEO of UNITED STATES SPECIALTY SPORTS

ASSOCIATION INC. and am authorized to sign this Certificate of Domestication on behalf of the Corporation and have done so this the \_\_\_\_\_\_\_, 2007.

Donald DeDonatis, Chairman, Executive Director and CEO of United States Specialty Sports Association Inc.

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SECRETARY OF STATE DIVISION OF CORPORATIONS

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#### ARTICLES OF INCORPORATION

OF

### UNITED STATES SPECIALTY SPORTS ASSOCIATION INC.

The undersigned, acting as incorporator of this corporation pursuant to Chapter 617 of the Florida Statutes, hereby forms a corporation not for profit under the laws of the State of Florida and adopts the following Articles of Incorporation for such corporation:

#### ARTICLE I - NAME OF CORPORATION

The name of this corporation shall be United States Specialty Sports Association

### ARTICLE II - ADDRESS OF PRINCIPAL OFFICE AND MAILING ADDRESS OF CORPORATION

The address of the principal office of the corporation is 611 Line Drive, Kissimmee, Florida 34744, which shall also be the mailing address of the corporation.

## ARTICLE III - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is 611 Line Drive, Kissimmee, Florida 34744, and the name of the initial registered agent of this corporation at that address is Wendi S. Brockwell. The Board of Directors may from time to time designate a new registered office and registered agent.

### ARTICLE IV - INCORPORATOR

The name and address of the incorporator of this corporation are:

Donald DeDonatis

611 Line Drive

Kissimmee, Florida 34744

Inç.

### ARTICLE V - ELECTION OF DIRECTORS

The Board of Directors of the corporation shall be elected as provided in the Bylaws and shall at all times consist of at least three (3) persons. The names and addresses of the initial members of the Board of Directors, who shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, are:

Donald DeDonatis

611 Line Drive

Kissimmee, Florida 34744

Dan D. Brown

3861 Burrwood Ct.

Concord, California 94521

Jim Swint

6319 N.W. 82<sup>nd</sup> Ct.

Kansas City, Missouri 64151

### ARTICLE VI - PURPOSES AND POWERS OF CORPORATION

The general purposes for which this Corporation is organized shall be to promote the games of softball, baseball, flag football, soccer, golf, volleyball and basketball by registering players and umpires, organizing tournaments, and providing rulebooks and umpire apparel. The Corporation shall have all the powers of a corporation not for profit organized under the laws of the State of Florida, subject only to such limitations upon the exercise of such powers as are expressly set forth in § 617 of the Florida Statutes, these Articles of Incorporation, or the Bylaws; provided, however, that the Corporation is specifically prohibited from engaging in any political activity or any other activity whereby its status as a corporation not-for-profit or its exemption from federal or state income taxation, if any, would be forfeited or jeopardized.

### ARTICLE VII - INDEMNIFICATION

This Corporation shall indemnify any officer or director, or any former officer or director, to the full extent permitted by law.

### ARTICLE VIII - DATE OF EXISTENCE

This Corporation shall exist perpetually, commencing on the date of filing of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Articles of Incorporation at this \_\_!? day of \_August, 2007.

Donald DeDonatis

### ACCEPTANCE BY REGISTERED AGENT

Having been named as registered agent to accept service of process at the place designated in the foregoing Articles of Incorporation, I hereby accept such designation and agree to act in such capacity and comply with the provisions of all statutes relative to the proper and complete performance of my duties as registered agent, including the provisions of § 48.091 of the Florida Statutes. I am familiar with and accept the duties and obligations of § 617.0503 of the Florida Statutes.

Wendi S. Brockwell

Date: August 17,2007

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