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FLORIDA PROFIT/NON PROFIT CORPORATION

south florida hockey development, inc.

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**ARTICLES OF INCORPORATION OF  
SOUTH FLORIDA HOCKEY DEVELOPMENT, INC.**

The undersigned incorporator for the purpose of forming a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation.

**ARTICLE I**

The name of the Corporation is **SOUTH FLORIDA HOCKEY DEVELOPMENT, INC.**, hereinafter sometimes called "Corporation."

**ARTICLE II**

The principal place of business address is:  
2136 NE 123<sup>rd</sup> Street, North Miami, FL 33181

The mailing address of the corporation is::  
2136 NE 123<sup>rd</sup> Street, North Miami, FL 33181

**ARTICLE III**

The specific purpose for which this corporation is organized is:  
The formation of (i) youth ice hockey team; to teach teamwork and sportsmanship; provide coaching and support staff for said team and (ii) cooperation with other like charitable organizations, whether local, national and international, which are consistent with the purposes delineated herein; and, (iii) any and all acts which may be necessary, useful, suitable or proper for the furtherance, accomplishment, or attainment of any of the activities described in (i) through (ii) hereof, provided those activities will not endanger the Corporation's not-for-profit status.

**ARTICLE IV**

Notwithstanding any other provision of these articles, the Corporation is organized exclusively for one or more of the purposes, as specified in Section 501(c)(3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent federal tax laws and shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

**ARTICLE V**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, director, officers or other private persons, except that the Corporation shall be authorized to pay reasonable compensation for services rendered from third-parties and to make payments and distribution in furtherance of its purposes as set forth in this Articles of Incorporation

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#### ARTICLE VI

No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Internal Revenue Code Section 501(h), and the Corporation shall not participate in, or intervene (including the publication or distributions of statements) any political campaign on behalf of or in opposition to any candidate, or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office.

#### ARTICLE VII

In the event of dissolution, all of the remaining assets and property of the Corporation shall after necessary expenses thereof be distributed to another organization exempt under Section 501(c)(3) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent Federal tax laws, which organization pursues a purpose consistent with the purposes Corporation, or, if no organization is available, then to the Federal government, or state or local government for a public purpose upon approval of the State of Florida.

#### ARTICLE VIII

In any taxable year in which the Corporation is a private foundation as described in Section 509(a) of the Internal Revenue Code of 1954 ("Code"), the Corporation shall distribute its income for said period at such time and in such manner as not to subject it to tax under Section 4942 of the Code; and the Corporation shall not (a) engage in any act of self-dealing as defined in Section 4941(d) of the Code; (b) retain any excess business holdings as defined in Section 4943(c) of the Code; (c) make any investments in such manner as to subject the corporation to tax under Section 4944 of the Code; or (d) make any taxable expenditures as defined in Section 4945(d) of the Code or corresponding provisions of any subsequent Federal tax laws.

#### ARTICLE IX

The Corporation shall be operated by a Board of Directors, the number of which is to be no less than three. The manner in which directors are elected or appointed is provided for in the Bylaws.

The names and post office addresses of the three initial Directors are as follows:

	<u>Name</u>	<u>Address</u>
(i)	Jorge H. Garcia	1240 Pepperidge Terrace Boca Raton, FL 33486
(ii)	Gregory W. Marler	7059 Sugar Magnolia Circle Naples, FL 34109
(iii)	Aleksander Sverdlov	17201 Collins Avenue, Apt 3201 Sunny Isles Beach, FL 33160

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**ARTICLE X**

The name and Florida street address of the registered agent is  
Kim Marks CPA, 2136 NE 123<sup>rd</sup> Street, North Miami, FL 33181

I certify that I am familiar with and accept the responsibilities of registered agent.

Registered agent signature: 

**ARTICLE XI**

The duration of the corporation is perpetual.

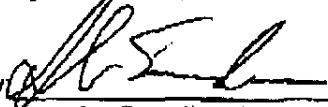
**ARTICLE XII**

The Corporation shall indemnify every corporate director and officer to the full extent permitted by law.

**ARTICLE XIII**

The Corporation reserves the right to amend, alter, change or repeal any provision contained in this Certificate of Incorporation in the manner now or hereafter prescribed in the By-Laws of the Corporation, subject to applicable statutes, provided that no amendment, alteration, change or repeal shall be effected which will render the Corporation ineligible for tax-exempt status under Code Section 501(c)(3) and the regulations thereunder.

IN WITNESS WHEREOF, the undersigned has executed this Certificate of Incorporation this 29<sup>th</sup> day of October, 2008.

By   
Aleksander Sverdlov, Incorporator  
17201 Collins Avenue  
Sunny Isles Beach, FL 33160

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