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FLORIDA PROFIT/NON PROFIT CORPORATION

DREAM TEAM FOUNDATION, INC

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ARTICLES OF INCORPORATION
OF

Dream Team Foundation, Inc.

The undersigned subscribers to these Articles of Incorporation hereby form a corporation not for profit under the laws of the State of Florida.

ARTICLE I - NAME

The name of this corporation is **Dream Team Foundation, Inc.**, with its initial principal office at 4802 51st Street West, Unit 1904, Bradenton, Florida 34210.

ARTICLE II - DURATION

The existence of this corporation shall begin when these Articles of Incorporation have been filed with the Department of State of the State of Florida, and shall have perpetual existence until dissolved as required or provided by Florida law and the By-Laws of this corporation.

ARTICLE III - PURPOSES

1. Said corporation is organized to have the powers of Florida not for profit corporations, and shall be authorized to perform any and all acts and be involved in activities permitted and authorized under the said statutes and case law. The further purpose of the said corporation shall be and include, but not limited to, educational and charitable purposes to foster physical, mental and emotional growth for student athlete's in Manatee County, Florida; to provide guidance, counsel, and education for outstanding student achievement, to create an environment that promotes and encourages the development of strong moral character among all persons involved herewith, and to encourage and promote athletic excellence together with academic excellence and success for students desiring to pursue and secure a college education.

2. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in paragraph 1. of this Article III. 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 publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by 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.

3. Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction 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 said Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE IV - REGISTERED OFFICE AND AGENT

The street address of the initial principal office and the registered office of this corporation is 4802 51st Street West, Unit 1904, Bradenton, Florida 34210. This corporation designates **David A. Thompson** at said registered office as the registered agent for this corporation to accept service of process within the State of Florida on behalf of this corporation. The Board of Directors may from time to time move the registered office of this corporation to any other address in the State of Florida, and shall have the power to establish branch offices at such other places within the State of Florida as may be determined and deemed expedient by the Board of Directors from time to time as authorized by law and the corporations By-Laws. In and by the execution of these Articles of Incorporation, **David A. Thompson** hereby accepts the designation as registered agent for this corporation at the place hereinabove designated, and agrees to comply with all of the provisions of the law relating to keeping the office of said corporation open for the purpose of service of process.

ARTICLE V - DIRECTORS

This corporation shall have a Board of Directors initially consisting of three (3) directors. The number of directors may be increased from time to time by the By-Laws of this corporation, but in no event shall the number of directors be less than three (3). The manner in which the directors are elected shall be set forth in said By-Laws. The names and street addresses of the initial members of the Board of Directors are:

1. Raymond Woodie, Jr.
5715 36th Avenue East
Palmetto, Florida 34221
2. David A. Thompson
4802 51st Street West, Unit 1904
Bradenton, Florida 34210
3. Dale L. Price
3912 16th Avenue West
Bradenton, Florida 34205

ARTICLE VI - OFFICERS

The corporation shall have the following officers: President, Vice-President, Secretary and Treasurer, and other officers designated by the Board of Directors as set forth in the By-Laws of the corporation.

ARTICLE VII - SUBSCRIBERS

The names and addresses of the incorporators of the corporation are:

1. Raymond Woodie, Jr.
5715 36th Avenue East
Palmetto, Florida 34221
2. David A. Thompson
4802 51st Street West, Unit 1904
Bradenton, Florida 34210

ARTICLE VIII - BY-LAWS

The By-Laws of this corporation shall be established and adopted by a majority vote of the Board of Directors at the first meeting of said Board, and may be altered, amended or rescinded by the Board of Directors as setforth in said By-Laws and as permitted by and consistent with the laws of the State of Florida.

ARTICLE IX - AMENDMENT

These Articles of Incorporation may be amended as set forth in the By-Laws and as permitted by Florida law.

IN WITNESS WHEREOF, the undersigned, being the incorporators of the corporation herein named, do certify that they are of full age and competent to contract and that the Directors named are of full age and citizens of the United States of America.

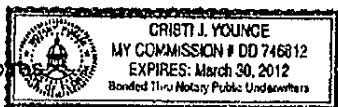
For the purpose of forming the proposed corporation above named to do business both within and without the State of Florida, and in pursuance of the general corporation law of Florida, we do make and file these Articles of Incorporation, hereby declaring and certifying that the matters above stated are true and, accordingly, have hereunto set our hands and seals this 14th day of August, A.D., 2009.

Raymond Woodie, Jr.
Raymond Woodie, Jr.
David A. Thompson
David A. Thompson

STATE OF FLORIDA
COUNTY OF MANATEE

I HEREBY CERTIFY that on this 14th day of August, A.D., 2009, before me, a Notary Public, personally appeared Raymond Woodie, Jr. who is personally known to me, and known to me to be the person described in and who subscribed his name to the above and foregoing Articles of Incorporation, and he acknowledged that he executed the same for the uses and purposes therein stated.

IN TESTIMONY WHEREOF, witness my hand and official seal in the County and State aforesaid the day and year above written.



My Commission Expires

Cristy J. Younce
Notary Public

STATE OF FLORIDA
COUNTY OF MANATEE

I HEREBY CERTIFY that on this 14th day of August, A.D., 2009, before me, a Notary Public, personally appeared David A. Thompson who is personally known to me, and known to me to be the person described in and who subscribed his name to the above and foregoing Articles of Incorporation, and he acknowledged that he executed the same for the uses and purposes therein stated.

IN TESTIMONY WHEREOF, witness my hand and official seal in the County and State aforesaid the day and year above written.



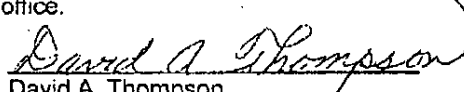
My Commission Expires

Cristy J. Younce
Notary Public

REGISTERED AGENT CERTIFICATE

In pursuance of Chapter 617, Florida Statutes, the following is submitted: Raymond Woodie, Jr. and David A. Thompson, the original incorporators of the proposed corporation direct that the corporation shall have its registered office at 4802 51st Street West, Unit 1904, Bradenton, Florida 34210, and that David A. Thompson shall serve as Registered Agent for the said corporation, such designation becoming effective as of the date of the approval of the Articles of Incorporation filed herewith.

Having been designated to accept service of process for the above-referenced corporation at the address indicated in this Certificate, I hereby accept such designation and agree to comply with the State laws relating to such office.


David A. Thompson