

NH 00000 8022

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



600420402246

600420402246
12/15/23--01002--009 **35.00

RECEIVED 12/15/23 11:19

RECEIVED
2023 DEC 15 AM 11:05
OFFICE OF STATE
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
FLORIDA SPORTS FOUNDATION, INCORPORATED**

In accordance with section 617.1007 of the Florida Statutes, section 501(c)(3) of the Internal Revenue Code of 1986 (the "Code") and section 288.1229 of the Florida Statutes, the articles of incorporation of FLORIDA SPORTS FOUNDATION, INCORPORATED, a Florida not for profit corporation (the "Corporation"), are amended and restated (the "Articles of Incorporation") to read in their entirety as follows:

**ARTICLE I
NAME OF CORPORATION**

The name of the Corporation is Florida Sports Foundation, Incorporated.

**ARTICLE II
PRINCIPAL OFFICE OF THE CORPORATION**

The address of the principal office and mailing address of the Corporation shall be 1203 Governor's Square Blvd., Suite 300, Tallahassee, Florida 32311.

**ARTICLE III
REGISTERED OFFICE AND REGISTERED AGENT**

The street address of the registered office of the Corporation is 1203 Governor's Square Boulevard, Suite 300, Tallahassee, Florida 32311. The name of the registered agent at that address is Jacqueline D. Hightower.

**ARTICLE IV
PURPOSES AND POWERS OF THE CORPORATION**

This Corporation does not contemplate pecuniary gain or profit to its members, and the specific purposes for which it is formed are exclusively for charitable purposes within the meaning of section 501(c)(3) of the Code, as amended, or under any corresponding provisions of any subsequent federal tax laws governing the distributions to organizations qualified as tax-exempt, including, without limitation, promoting social welfare by lessening the burdens of government. In furtherance of such purposes, the Corporation shall be authorized:

(a) to lessen the burdens of government by receiving, holding, investing, and administering property, raising funds and receiving gifts, and promoting and developing the sports industry and related industries within the State of Florida, for the purpose of improving the economic presence of these industries in Florida;

(b) to lessen the burdens of government by promoting amateur athletic participation for the citizens of Florida and the promotion of Florida as a host for national and international amateur athletic competitions for the purpose of encouraging and increasing the direct and ancillary economic benefits of amateur athletic events and competitions; and

(c) to lessen the burdens of government by assisting the State of Florida in the promotion and retention of professional sports franchises, including the spring training operations of Major League Baseball, and attracting to the State of Florida and assisting in hosting and promoting special events associated with professional sports.

Further, the Corporation may engage in other activities designed or intended to accomplish such purposes. To those ends, the Corporation may do and engage in any and all lawful activities that may be incidental or reasonably necessary to any of these purposes, and it shall have and may exercise all other power and authority now or hereafter conferred upon corporations not for profit pursuant to Chapter 617, Florida Statutes, and in accordance with section 288.1229 of the Florida Statutes or other applicable law. Notwithstanding any other provision of these Articles of Incorporation, this Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Code, as amended, or the corresponding provision of any future United States Internal Revenue law.

ARTICLE V MEMBERSHIP

The Corporation shall have no members.

ARTICLE VI BOARD OF DIRECTORS

The affairs of this Corporation shall be managed by its Board of Directors. The method of election or appointment of the Board of Directors shall be fixed and governed by section 288.1229 of the Florida Statutes and the Bylaws of the Corporation.

ARTICLE VII DISSOLUTION

Either the Florida Department of Commerce (the "Department of Commerce") or the Corporation's Board of Directors, with the express written consent of the Department of Commerce, may authorize dissolution of the Corporation. After dissolution is authorized, the Corporation must file articles of dissolution, in compliance with section 617.1403, Florida Statutes, with the Department of State.

Upon the dissolution or winding up of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to the Department of Commerce or, at the election of the Department of Commerce: (i) to the State of Florida or a not for profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under section 501(c)(3) of the Code, as amended, or corresponding provisions of any subsequent federal tax laws, (ii) for one or more exempt purposes within the meaning of section 501(c)(3) of the Code, as amended, or corresponding provisions of any subsequent federal tax laws, or (iii) to the federal government, or a state or local government other than Florida, for a public purpose. Any funds and property held by the Corporation shall revert to the Department of Commerce should the Corporation fail to maintain its tax-exempt status.

ARTICLE VIII DURATION

The Corporation shall exist perpetually.

ARTICLE IX
AMENDMENTS


Either the Department of Commerce or the Corporation's Board of Directors, with the express written consent of the Department of Commerce, may amend the Articles of Incorporation.

ARTICLE X
BYLAWS

The Bylaws of this Corporation shall establish how such Bylaws may be adopted, altered, amended or rescinded.

The Board of Directors approved these amended and restated Articles of Incorporation in its meeting of the Board of Directors dated September 21, 2023.

FLORIDA SPORTS FOUNDATION, INC.


By: _____
Name: Angela Suggs _____
Title: President/CEO _____

3