

N13000002219

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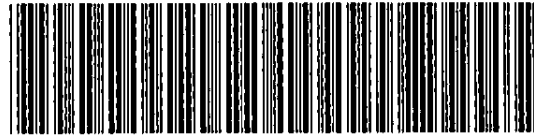
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DIVISION OF CORPORATIONS
13 MAR - 8 AM 11:48

N13-12407

YARDLEYLAW

WE GO THE EXTRA YARD FOR YOU

THOMAS H. YARDLEY
Attorney at Law

Woodland Commons
1970 Michigan Avenue
Building D
Cocoa, Florida 32922-5723

ph: 321.633.0400
fax: 321.633.0512

www.yardleylaw.net

February 21, 2013

Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

RE: *Cocoa Tennis and Learning Center, Inc.*

Dear Sir/Madam:

Enclosed please find the following for filing with the Department of State:


1. Original Articles of Dissolution with attached Affidavit with regard to the name of Cocoa Tennis and Learning Center, Inc.;
2. Articles of Incorporation of Cocoa Tennis and Learning Center, Inc., In Compliance with Chapter 617, F.S., (Not for Profit);
3. Check in the amount of \$35.00 to the Department of State for filing the Articles of Dissolution; and
4. Check in the amount of \$78.75 to the Department of State for filing the new Articles of Incorporation - Not-for-Profit.

The above is being filed based on a telephone conversation with you office wherein we informed that this was the process to convert the corporation from a profit to a not for profit. The name of the corporation, Cocoa Tennis and Learning Center, Inc., will be the same name used for the Not for Profit, which is the reason we were told to attach the Affidavit signed by Thomas Yardley, as Director, giving permission and instructions that the name can continued to be used.

Please file the enclosed documents and forward the certified copy to our office at the address listed above.

Thank you for your assistance in this regard. If you have any questions, please feel free to contact me.

Yours sincerely,


Susan B. Romano, FRP
Paralegal

:sbr

Enclosures as stated



FLORIDA DEPARTMENT OF STATE
Division of Corporations

March 1, 2013

THOMAS H YARDLEY
1970 MICHIGAN AVENUE, BLDG. D
COCOA, FL 32922

SUBJECT: COCOA TENNIS AND LEARNING CENTER, INC.
Ref. Number: W13000012407

We have received your document for COCOA TENNIS AND LEARNING CENTER, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

This document was previously filed on January 28, 2013.

If you have any further questions concerning your document, please call (850) 245-6052.

Becky McKnight
Regulatory Specialist II Supervisor
New Filing Section

Letter Number: 413A00004950

AFFIDAVIT OF THOMAS H. YARDLEY
DIRECTOR/INCORPORATOR FOR
COCOA TENNIS AND LEARNING CENTER, INC.

STATE OF FLORIDA
COUNTY OF BREVARD

BEFORE ME, a Notary Public, on the 20th day of February, 2013, personally appeared
THOMAS H. YARDLEY, Director and Incorporator, for Cocoa Tennis and Learning Center, Inc.,
Document Number P13000009159, who being by me first duly sworn deposes and says:

1. I am the Director and Incorporator for Cocoa Tennis and Learning Center, Inc., and prepared the Articles of Incorporation which were filed with the Secretary of State on January 28, 2013.
2. The Articles of Incorporation failed to state that Cocoa Tennis and Learning Center, Inc., was to be a Non-Profit Corporation.
3. I have attached Articles of Dissolution with regard to the original Articles of Incorporation filed on behalf of Cocoa Tennis and Learning Center, Inc., which states that the name of Cocoa Tennis and Learning Center, Inc., is hereby released and simultaneously herewith new Articles of Incorporation will be filed in compliance with Chapter 617, F.S. (Not for Profit), under the name of Cocoa Tennis and Learning Center, Inc.

Dated this 20th day of February, 2013.

THOMAS H. YARDLEY
Director/Incorporator of Cocoa Tennis and
Learning Center, Inc.

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DIVISION OF CORPORATIONS
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STATE OF FLORIDA
COUNTY OF BREVARD

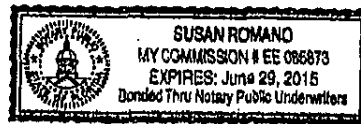
BEFORE ME this day personally appeared THOMAS H. YARDLEY, who is personally known to me, and who, being duly sworn, deposes and says the foregoing is true and correct to the best of his knowledge, information, and belief.

SWORN TO and subscribed before me this 20th day of February, 2013.

NOTARY PUBLIC:



Notary - Commission Expires:



ARTICLES OF INCORPORATION OF
COCOA TENNIS AND LEARNING CENTER, INC.
In Compliance with Chapter 617, F.S., (Not for Profit)

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ARTICLE I - NAME

The name of this corporation is COCOA TENNIS AND LEARNING CENTER, INC.

ARTICLE II - PRINCIPAL OFFICE

The principal office is located at 1970 Michigan Avenue, Building D, Cocoa, Florida
32922.

ARTICLE III - PURPOSE

This corporation shall have the power to do any act in business or commerce as is now or
hereafter may be authorized under the provisions of Chapter 617, Florida Statutes 2013.

ARTICLE IV - MANNER OF ELECTION

The manner in which the directors are elected and appointed is the first Board of
Directors of the Cocoa Tennis and Learning Center, Inc. shall consist of those persons named in
the Articles of Incorporation. Such persons shall hold office until the first annual election of
Directors.

Election of Board members shall occur at each annual meeting of the Board of Directors.
The terms of directors shall be staggered. Initial Board members shall serve staggered terms of
one, two, and three years. Thereafter, Board members shall serve two-year terms with
approximately half of the Directors elected at each annual meeting. Each director shall hold
office until the annual meeting when his/her term expires and until his/her successor has been
elected and qualified.

ARTICLE V - DIRECTORS AND/OR OFFICERS

This corporation shall have two (2) directors initially. The number of directors may be increased or decreased from time to time, by By-Laws adopted by the stockholders. The initial directors are THOMAS H. YARDLEY, 1970 Michigan Avenue, Bldg. D, Cocoa, Florida 32922, and PAULA YARDLEY, 1970 Michigan Avenue, Bldg. D, Cocoa, Florida 32922.

ARTICLE VI - REGISTERED AGENT

The registered agent and resident agent upon whom service of process may be effected for the corporation is Thomas H. Yardley, and the registered office is 1970 Michigan Avenue, Building D, Cocoa, Florida 32922.

ARTICLE VII - INCORPORATOR

The name and address of the initial incorporator is as follows: Thomas H. Yardley, 1970 Michigan Avenue, Bldg. D, Cocoa, Florida 32922.


ARTICLE VIII - BYLAWS

The Directors of this Corporation shall adopt Bylaws which shall contain provisions for the management of the business and the regulation of the affairs of the Corporation that are not inconsistent with the Articles or the laws of the State of Florida.

ARTICLE IX - EFFECTIVE DATE

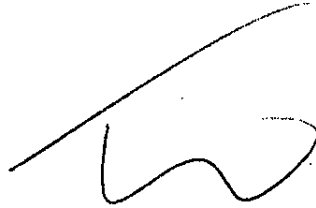
The date of commencement of corporation existence shall be the filing date of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned has made and subscribed to these Articles
of Incorporation in Cocoa, Brevard County, Florida, this 25th day of February, 2013.



THOMAS H. YARDLEY
Incorporator

I hereby declare that I am familiar with and accept the duties and responsibilities as
registered agent for said corporation.



THOMAS H. YARDLEY
Registered Agent

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