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FLORIDA PROFIT/NON PROFIT CORPORATION
THE NATIONAL CONSORTIUM FOR ACADEMICS AND
SPORTS, INC.

Certificate of Status	0
Certified Copy	0
Page Count	06
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**ARTICLES OF INCORPORATION
OF
THE NATIONAL CONSORTIUM FOR ACADEMICS AND SPORTS, INC.
A FLORIDA NOT FOR PROFIT CORPORATION**

The undersigned, acting as incorporator of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

**ARTICLE I
Name**

The name of the corporation shall be: **THE NATIONAL CONSORTIUM FOR ACADEMICS AND SPORTS, INC.**

**ARTICLE II
Principal Office**

The initial mailing address and the initial principal office address of this corporation shall be c/o the University of Central Florida, College of Business Administration, 4336 Scorpius Street, Orlando FL 32816.

**ARTICLE III
Commencement of Existence**

The existence of the corporation will commence on the date of filing of these Articles of Incorporation.

**ARTICLE IV
Purpose**

The corporation shall have the following purposes and powers:

(a) This corporation is organized exclusively for charitable, religious, educational and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law), and in this connection, to use the power of sport to effect positive social change by, among other things, educating and empowering individuals and organizations through inspiring values-based thinking leading to actions that promote social responsibility and equality.

(b) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its members, directors, 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 this Article IV. 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 of Incorporation, the corporation shall not carry on any 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 of 1986 (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

(c) This corporation shall have all of the common law and statutory powers of a corporation not for profit under the laws of the State of Florida, which are not in conflict with the terms of these Articles of Incorporation and the corporation's Bylaws. This corporation shall have all of the powers reasonably necessary to implement its purposes.

ARTICLE V
Members

This corporation shall not have members. The Board of Directors shall exercise all authority on behalf of this Corporation.

ARTICLE VI
Duration of Existence

This corporation is to exist perpetually, unless dissolved according to law.

ARTICLE VII
Incorporator

The name and street address of the Incorporator is:

<u>Name</u>	<u>Address</u>
Richard Lapchick	University of Central Florida College of Business Administration 4336 Scorpius Street Orlando, Florida 32816

ARTICLE VIII
Board of Directors

(a) This corporation's affairs shall be managed by a Board of Directors in accordance with this corporation's Bylaws.

(b) The number of directors to be elected, the manner of their election and their respective terms shall be as set forth in this corporation's Bylaws. The number of directors may be either increased or diminished from time to time in accordance with the corporation's Bylaws, but shall never be less than three (3).

(c) A quorum of the Board of Directors may consist of less than a majority but no fewer than one-third of the prescribed number of directors determined under the corporation's Bylaws

ARTICLE IX
Bylaws

The Bylaws of this corporation shall be adopted by the Initial Board of Directors. The Bylaws may be amended in accordance with the provisions thereof.

ARTICLE X
Dissolution

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation, or to any organization or organizations organized and operated for any lawful purpose or purposes not for pecuniary profit.

ARTICLE XI
Registered Office and Agent

The street address of the initial registered office of the corporation is the University of Central Florida, College of Business Administration, 4336 Scorpius Street, Orlando, Florida 32816, and the name of the initial registered agent of this corporation at that address is Richard Lapchick.

ARTICLE XII
Amendments

These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be adopted and approved by a majority of the Board of Directors then in office.

ARTICLE XIII
Indemnification

The corporation shall indemnify to the fullest extent permitted by the Florida Not For Profit Corporation Act, as the same now exists or may hereafter be amended in a manner more favorable, any person made or threatened to be made a party to any action or proceeding, whether criminal, civil, administrative or investigative, by reason of the fact that he or she is or was a director or officer of the corporation or any predecessor of the corporation.

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IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation this 22nd day of April, 2015.


Richard Lapchick, Incorporator

15 MAY 12 AM 11:45
STATE OF FLORIDA
DEPARTMENT OF REVENUE

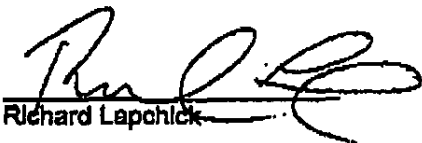
CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

- 1. The name of the corporation is:
The National Consortium for Academics and Sports, Inc.
- 2. The name and address of the registered agent and office is:

Richard Lapchick
University of Central Florida
College of Business Administration
4338 Scorpius Street
Orlando, Florida 32816

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


Richard Lapchick

Date: April 22, 2015