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CORPORATION SERVICE COMPANY  
1201 Hays Street  
Tallahassee, FL 32301  
Phone: 850-558-1500

ACCOUNT NO. : I20000000195

REFERENCE : 363981 4311863

AUTHORIZATION :

COST LIMIT : \$ 78.75

ORDER DATE : August 27, 2018

ORDER TIME : 11:39 AM

ORDER NO. : 363981-005

CUSTOMER NO: 4311863

DOMESTIC FILING

NAME: WOMEN IN SPORTS AND EVENTS  
TAMPA BAY, INC.

EFFECTIVE DATE:

XX \_\_\_\_\_ ARTICLES OF INCORPORATION  
\_\_\_\_\_ CERTIFICATE OF LIMITED PARTNERSHIP  
\_\_\_\_\_ ARTICLES OF ORGANIZATION

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX \_\_\_\_\_ CERTIFIED COPY  
\_\_\_\_\_ PLAIN STAMPED COPY  
\_\_\_\_\_ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Emily Croft - EXT. 62925

EXAMINER'S INITIALS: \_\_\_\_\_

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18 AUG 27 PM 1:14  
TAMPA BAY, FL

**COVER LETTER**

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

FILED  
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18 AUG 27 PM 1:14  
FBI - TAMPA

**SUBJECT:** Women in Sports and Events Tampa Bay, Inc.

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for:

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☒ \$78.75  
Filing Fee  
& Certified Copy

☐ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

FROM: Ivy M. Shapiro, Paralegal, Blank Rome LLP  
Name (Printed or typed)

One Logan Square  
Address

Philadelphia, PA 19103  
City, State & Zip

215-569-5784  
Daytime Telephone number

mharrolle@mail.usf.edu  
E-mail address: (to be used for future annual report notification)

**NOTE:** Please provide the original and one copy of the articles.

**WOMEN IN SPORTS AND EVENTS TAMPA BAY, INC.**

**ARTICLES OF INCORPORATION**

In compliance with Chapter 617, F.S., (Not for Profit)

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SECRETARY OF STATE  
TAMPA, FLORIDA

**ARTICLE I: NAME**

The name of the corporation is Women in Sports and Events Tampa Bay, Inc. (the "Corporation").

**ARTICLE II: PRINCIPAL OFFICE**

The principal street address (which is the same as the mailing address) of the Corporation is 4202 E. Fowler Avenue, BSSN 3433, Tampa, Florida 33620.

**ARTICLE III: PURPOSE**

The Corporation is organized and shall be operated exclusively for charitable, educational, and scientific purposes, within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code"). Any reference in these Articles of Incorporation to a section of the Code shall be deemed to incorporate by reference the corresponding section of any future federal tax code.

In furtherance of such purposes, the Corporation shall engage in charitable and educational activities including, but not limited to, providing educational resources, tools and support to encourage, develop and enhance the growth and involvement of women in the fields of sports, events, and entertainment.

Solely for the purposes set forth herein, the Corporation may engage in any and all other charitable, educational, and scientific activities permitted to an organization exempt from federal income tax under section 501(c)(3) of the Code. To these 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 all of the corporate powers and rights now or hereafter conferred by the laws of the State of Florida upon nonprofit corporations.

The period of duration of the Corporation is perpetual.

**ARTICLE IV: MANAGEMENT OF CORPORATION**

The management of the affairs of the Corporation shall be vested in its Board of Directors, which shall manage the affairs of the Corporation in accordance with all applicable federal, state, and local laws, subject to any limitations provided in these Articles of Incorporation or the Bylaws of the Corporation. The directors shall be elected or appointed in the manner prescribed in the Bylaws of the Corporation.

## ARTICLE V: CHARITABLE OPERATIONAL PROVISIONS

The Corporation shall operate exclusively for charitable, educational, and scientific purposes within the meaning of section 501(c)(3) of the Code, in the course of which operation:

(a) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, any private shareholder or individual, including, but not limited to, any director, officer, manager, or other related person of the Corporation, 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 of the Corporation set forth herein.

(b) 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, except as authorized under the Code.

(c) Notwithstanding any other provision set forth in these Articles of Incorporation, the Corporation shall not carry on any activity not permitted to be carried on by a corporation exempt from federal income tax under section 501(c)(3) of the Code, or a corporation, contributions to which are deductible under section 170(c)(2) of the Code.

(d) Notwithstanding any other provision set forth in these Articles of Incorporation, at any time that the Corporation is a private foundation within the meaning of section 509 of the Code, the Corporation will not engage in any act of self-dealing as defined in section 4941(d) of the Code, will distribute its income for each tax year at a time and in a manner as not to become subject to the tax on undistributed income imposed by section 4942 of the Code, will not retain any excess business holdings as defined in section 4943(c) of the Code, will not make any investments in a manner as to subject it to tax under section 4944 of the Code, and will not make any taxable expenditures as defined in section 4945(d) of the Code.

## ARTICLE VI: DISTRIBUTION OF ASSETS IN DISSOLUTION

Upon dissolution of the Corporation, or the liquidation of its assets, the Board of Directors shall, after paying or making provision for the payment of all debts and obligations of the Corporation, distribute all remaining assets exclusively for one or more exempt purposes, within the meaning of section 501(c)(3) of the Code, to one or more organizations exempt from federal income tax as organizations described in section 501(c)(3) of the Code, or to the federal government, or a state or local government, for a public purpose. Any such assets not so disposed of, shall be disposed of in accordance with applicable Florida law provided that none of the assets of the Corporation shall be distributed to or for the benefit of any director or officer of the Corporation, or any other private individual.

## ARTICLE VII: REGISTERED AGENT

The name and Florida street address of the registered agent of the Corporation is:

Dr. Michelle Harrolle  
4202 E. Fowler Avenue  
BSSN 3433  
Tampa, FL 33620

## ARTICLE VIII: REGISTERED AGENT ACCEPTANCE

*Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.*

Michelle G. Harrolle  
Required Signature of Registered Agent

8/27/18  
Date

## ARTICLE IX: INCORPORATOR

The name and address of the Incorporator of the Corporation are as follows:

Dr. Michelle Harrolle  
4202 E. Fowler Avenue  
BSSN 3433  
Tampa, FL 33620

[Signature page to follow]

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TAMPA, FL  
SECRETARY OF STATE

I submit these Articles of Incorporation of Women in Sports and Events Tampa Bay, Inc. and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in Section 817.155 of the Florida Statute. I understand the requirement to file an annual report between January 1<sup>st</sup> and May 1<sup>st</sup> in the calendar year following formation of this Corporation and every year thereafter to maintain "active" status.

Michelle G. Harrolle  
Dr. Michelle Harrolle, Incorporator

8/27/18  
Date

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