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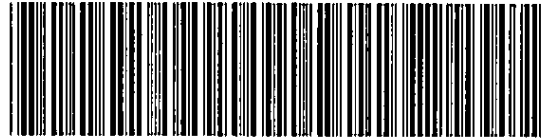
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2019 JUN 28 PM 4:24

C. GOLDEN
JUL - 1 2019

COVER LETTER

TO: Amendment Section
Division of Corporations

Open Court, Inc.

NAME OF CORPORATION: _____

N19000000874

DOCUMENT NUMBER: _____

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Elyse Filon

(Name of Contact Person)

(Firm/ Company)

15841 Double Eagle Trail

(Address)

Delray Beach, Florida 33446

(City/ State and Zip Code)

EFilon55@gmail.com

E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Elyse Filon

561 212 9435

(Name of Contact Person) at _____
(Area Code) (Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

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Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &
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enclosed) | <input checked="" type="checkbox"/> \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy is
Enclosed) |
|--|--|---|---|

Mailing Address

Amendment Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Street Address

Amendment Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

**AMENDED AND RESTATED
ARTICLES OF INCORPORATION
OF
OPEN COURT, INC.
N19000000874**

FILED
2019 JUN 28 PM 4:24
CLERK OF DISTRICT COURT

The undersigned, for the purpose of forming a non-profit corporation under Florida Statutes Chapter 617, hereby makes and adopts the following Amended and Restated Articles of Incorporation:

Article 1
NAME

The name of the Corporation is: **OPEN COURT, INC.**

Article 2
ADDRESS OF PRINCIPAL OFFICE AND MAILING ADDRESS

The address of the principal office and mailing address of the Corporation is

Open Court, Inc.
% Elyse Filon
15841 Double Eagle Trail
Delray Beach, Florida 33446

Article 3
NOT FOR PROFIT

The Corporation is a not-for-profit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation shall inure to the benefit of, or be distributable to, the directors or officers of the Corporation, or to any private person, except to the extent permissible under law and under Section 501(c)(3) of the United States Internal Revenue Code of 1986, as amended (the "Code"). The Corporation shall be authorized and empowered to pay reasonable compensation for services rendered to the Corporation and to make payments and distributions in furtherance of the purposes as set forth herein. If the Corporation ever has members, no member shall have any vested right, interest or privilege in or to the assets, income or property of the Corporation, and no part of the income or assets of the Corporation shall be distributable to or for the benefit of its members, except to the extent permissible under law and under Section 501(c)(3) of the Code.

Article 4
DURATION

The duration of the Corporation is perpetual.

Article 5
PURPOSES

The Corporation is organized, and shall be operated exclusively for, the following purposes:

1. To provide tennis instruction to youths attending after school and summer programs at 501(c)(3) organizations in Palm Beach County, Florida.
2. To hire, employ and contract with personnel who are advisable and helpful to the operation of the Corporation.
3. To offer internships and community service to members of the community interested in volunteering to assist in the administration of the Corporation and its youth tennis programs.
4. To exercise all the powers conferred by law upon corporations not for profit, to the extent that such powers are not in conflict with the purposes of the Corporation.
5. To operate exclusively for such charitable purposes as will qualify it as an exempt organization under Section 501(c)(3) of Code or corresponding provisions of any future United States internal revenue law.
6. To contract and be contracted with, and to sue and be sued.
7. To adopt and use a corporation seal containing the words "corporation not for profit", if desired and deemed necessary; but, this shall not be compulsory unless required by law.
8. To do all acts and things requisite, necessary, proper and desirable to carry out and further the objects for which this Corporation is formed; and, in general, to have all the rights, privileges and immunities, and enjoy all the benefits of the laws of the State of Florida applicable to corporations of this character, including but not limited to the powers described in Section 617.0302 of the Florida Statutes.

9. All of the above and foregoing are to be construed both as objects and powers, and it is expressly provided that the specific objects and powers enumerated herein shall not be held to limit or restrict in any manner the general powers of the Corporation.

10. Each and all of the objects, purposes and powers of the Corporation, however, shall be exercised, construed and limited in their application to accomplish the purposes for which this Corporation is formed.

11. This Corporation will not carry on any other activities not permitted to be carried on by: (a) a corporation exempt from Federal income tax under Section 501(c)(3) of the Code or the corresponding provision of any future United States internal revenue law; or (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Code or any other corresponding provision of any future United States internal revenue law.

Article 6 BOARD OF DIRECTORS

The management of the Corporation shall be vested in a Board of Directors. The number of directors constituting the Board of Directors is five (5). The number of directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three (3). The Bylaws may provide for ex officio directors, honorary directors and their rights and privileges. The Bylaws may also provide for an Advisory Board and its rights and privileges. The initial directors were elected by the Incorporator. Thereafter, each Director shall be elected by a majority vote of the remaining Directors in the manner and at the times set forth in the Bylaws.

Article 7 INCORPORATOR

The name and address of the sole Incorporator of the Corporation is:

Elyse Filon
15841 Double Eagle Trail
Delray Beach, Florida 33446

Article 8 BYLAWS

The Bylaws of the Corporation are to be made and adopted by the Directors, and may be altered amended or rescinded by a majority vote of the Directors.

Article 9
AMENDMENT

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida by a majority of the Board of Directors.

Article 10
INITIAL REGISTERED OFFICE AND AGENT

The street address of the initial Registered Office of the Corporation is: 15841 Double Eagle Trail, Delray Beach, Florida 33446 and the name of its initial Registered Agent at that address is Elyse Filon.

Article 11
DISPOSITION OF ASSETS

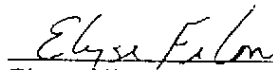
In the event of the dissolution of the Corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, dispose of all of the assets of the Corporation by transferring such assets to such organizations which are exempt under Section 501(c)(3) of the Code and are engaged in activities of the type described in Article 5 above, as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court 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 12
NONDISCRIMINATORY POLICY

Open Court, Inc. does not and shall not discriminate on the basis of age, race, color, religion, gender, national origin or disability in any of its activities or operations.

There are no members. The Amended and Restated Articles of Incorporation were unanimously adopted by the Board of Directors on May 13, 2019.

IN WITNESS WHEREOF, the undersigned, being the Director of this corporation has signed these Amended and Restated Articles of Incorporation on this 24th day of June, 2019.



Elyse Filon, Director and Incorporator

I am the incorporator submitting these Amended and Restated Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S. I understand the requirement to file an annual report between January 1st and May 1st in the calendar year following formation of this corporation and every year thereafter to maintain "active" status.

CERTIFICATE OF DESIGNATION/
ACCEPTANCE BY REGISTERED AGENT

Pursuant to the provisions of Florida Statutes Chapter 617, the undersigned corporation organized under the not for profit laws of the State of Florida submits the following statement in designating the registered office and registered agent of the Corporation in the State of Florida.

1. The name of the corporation is Open Court, Inc.
2. The name and address of the registered agent and registered office Elyse Filon, 15841 Double Eagle Trail, Delray Beach, Florida 33446.

I, the undersigned person, having been named as registered agent and to accept service of process for the above-stated corporation, 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.

Dated: June 24, 2019



Elyse Filon, Registered Agent