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(Business Entity Name)

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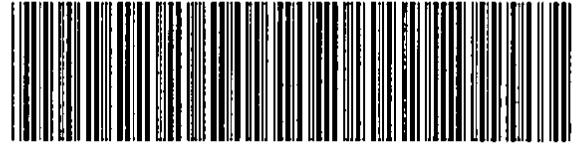
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## COVER LETTER

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

**SUBJECT:** Elevate Sports Professionals, Inc.

(PROPOSED CORPORATE NAME -- MUST INCLUDE SUFFIX)

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:** Vincent Pulignano  
\_\_\_\_\_  
Name (Printed or typed)

50 N. Laura Street, Suite 2600  
\_\_\_\_\_  
Address

Jacksonville, FL 32202  
\_\_\_\_\_  
City, State & Zip

904-598-6171  
\_\_\_\_\_  
Daytime Telephone number

vpulignano@sgclaw.com

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

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

**ARTICLES OF INCORPORATION  
OF  
ELEVATE SPORTS PROFESSIONALS, INC.**

**Article I.  
Name**

The name of the Corporation is Elevate Sports Professionals, Inc. (the "Corporation").

**Article II.  
Nonprofit Corporation**

The Corporation is organized pursuant to the provisions of the Florida Not For Profit Corporation Act (the "Act").

**Article III.  
Purposes and Powers**

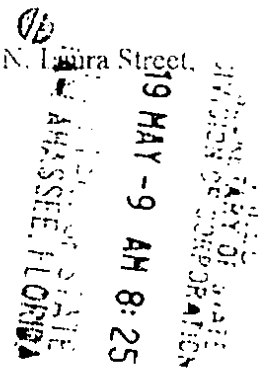
The Corporation is organized and shall be operated exclusively for pleasure, recreation, and other nonprofitable purposes within the meaning of Section 501(c)(7) of the Internal Revenue Code of 1986, as it may be amended from time to time (the "Code"), or the corresponding section of any future federal tax code. The Corporation may do everything necessary, proper, advisable, or convenient for the accomplishment of these purposes with all powers granted by the Act at any place within or without the United States to the extent that such act is not forbidden by the law of such place.

**Article IV.  
Membership**

The Corporation will have members. However, the Corporation's members shall only have such voting rights, if any, as may be granted to them from time to time by the Corporation's Board of Directors, which rights may be conditioned or limited in the discretion of the Board of Directors. Therefore, the members shall not be considered to be "members" within the meaning of Section 617.01401(12) of the Act or any other provision of the Act referring to any right of a member to vote on matters affecting the Corporation.

**Article V.  
Mailing Address of Initial Principal Office**

The mailing address of the initial principal office of the Corporation is 50 N. Laura Street, Suite 2600, Jacksonville, Florida 32202, Attention: Vincent Pulignano.



**Article VI.  
Registered Office and Registered Agent**

The street address of the initial registered office of the Corporation is 50 N. Laura Street, Suite 2600, Jacksonville, Florida 32202 located in Duval County. The initial registered agent of the Corporation at such office is Vincent Pulignano. The registered office and registered agent may be changed from time to time in accordance with the Bylaws of the Corporation and the requirements of the Act.

**Article VII.  
Limitation of Personal Liability**

No director of the Corporation shall be personally liable to the Corporation for monetary damages for breach of duty of care or other duty as a director; provided, however, to the extent required by applicable law, this Article VII shall not eliminate or limit the liability of a director (i) for any appropriation, in violation of his duties, of any business opportunity of the Corporation; (ii) for acts or omissions which involve intentional misconduct or a knowing violation of law; (iii) for the types of liability set forth in the Act; or (iv) for any transaction from which the director derived an improper personal benefit. If applicable law is amended to authorize corporate action further eliminating or limiting the liability of directors, then the liability of each director of the Corporation shall be eliminated or limited to the fullest extent permitted by applicable law, as amended. Neither the amendment nor repeal of this Article VII, or the adoption of any provision of these Articles of Incorporation inconsistent with this Article VII, shall eliminate or reduce the effect of this Article VII in respect of any acts or omissions occurring prior to such amendment or repeal or adoption of an inconsistent provision.

**Article VIII.  
Limitations on Earnings and Activities**

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the Corporation shall be authorized and empowered to pay any of such persons or any third parties reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. 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 other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(7) of the Code, or the corresponding section of any future federal tax code.

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**Article IX.  
Dissolution**

Upon the dissolution of the Corporation, assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(7) of the Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction 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 X.  
Initial Board of Directors**

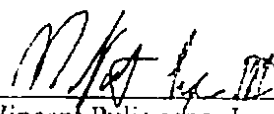
The affairs of the Corporation shall be managed by a Board of Directors elected pursuant to the Bylaws of the Corporation. Except as expressly limited hereby and by the Bylaws of the Corporation, the Board of Directors shall exercise all of the powers and authority of the Corporation, including the adoption and amendment of the Bylaws of the Corporation, to the extent that such powers and authority are not inconsistent with the status of the Corporation as a nonprofit corporation which is exempt from federal income taxation under Section 501(c)(7) of the Code.

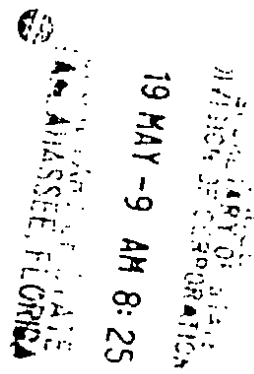
**Article XI.  
Incorporator**

The name and address of the incorporator is Vincent Pulignano, 50 N. Laura Street, Suite 2600, Jacksonville, Florida 32202.

\* \* \* \* \*

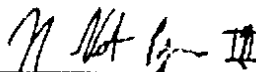
IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation effective as of May 6, 2019.

  
\_\_\_\_\_  
Vincent Pulignano, Incorporator



**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE  
FOR THE SERVICE OF PROCESS WITHIN FLORIDA,  
NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Elevate Sports Professionals, Inc., desiring to incorporate under the laws of the state of Florida, with its principal place of business at 50 N. Laura Street, Suite 2600, Jacksonville, Florida 32202, has named Vincent Pulignano, 50 N. Laura Street, Suite 2600, Jacksonville, Florida 32202, as its agent to accept service of process within Florida.



Vincent Pulignano, as authorized representative

Date: May 6, 2019

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



Vincent Pulignano

Date: May 6, 2019

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