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Email Address: Belinda.Berman@usta.com

**FLORIDA PROFIT/NON PROFIT CORPORATION
WOMEN IN SPORTS AND EVENTS GREATER ORLANDO, INC.**

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Help

WOMEN IN SPORTS AND EVENTS GREATER ORLANDO, INC.**ARTICLES OF INCORPORATION**

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

ARTICLE I: NAME

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

ARTICLE II: PRINCIPAL OFFICE

The principal and street address of the Corporation is 424 East Central Boulevard #746, Orlando, Florida 32801.

ARTICLE III: PURPOSE

The Corporation is organized and shall be operated for charitable and educational 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 tax code.

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

The Corporation may engage in any and all other charitable and educational activities permitted to an organization exempt from federal income tax under Section 501 (c)(3) of the Code solely for the purposes set forth herein including all lawful activities that may be incidental or reasonably necessary for any of the purposes. The Corporation shall have all of the corporate powers and rights now or hereafter conferred by the laws of the State of Florida upon nonprofit corporations.

ARTICLE IV: MANAGEMENT OF CORPORATION

The Board of Directors 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

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The Corporation shall operate for charitable and educational 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 or be distributable to, any private shareholder or individual, including, but not limited to, any director, officer, manager, or other related person to 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 as set forth herein and in the Bylaws.
- (b) No substantial part of the activities of the Corporations shall be the carrying on or 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 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 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 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 UPON DISSOLUTION


Upon dissolution of the Corporation, or the liquidation of its assets, the Board of Directors shall, after paying or making provisions 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 of the registered agent and Florida street address of the registered agent of the Corporation is Katie Stocz Miller, 424 East Central Boulevard, #746, Orlando, Florida 32801.

ARTICLE VIII: REGISTERED AGENT ACCEPTANCE

Having been named as a registered agent to accept service of process for the above stated Corporation I am familiar with and accept the appointment as a registered agent and agree to act in this capacity.


Katie Stocz Miller,
Registered Agent

ARTICLE IX: INCORPORATOR

The name and address of the Incorporator of the Corporation is Katie Stocz Miller, 424 East Central Boulevard, #746, Orlando, Florida 32801.

I submit these Articles of Incorporation of Women in Sports and Events Greater Orlando, 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 1st and May 1st in the calendar year following the formation of this Corporation and every year thereafter to maintain "active" status.


Katie Stocz Miller
Incorporator