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FLORIDA PROFIT/NON PROFIT CORPORATION
WCOA 4SPORTSMANSHIP, INC.

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WCOA 4SPORTSMANSHIP, INC.

ARTICLES OF INCORPORATION

OF

WCOA 4SPORTSMANSHIP, INC.
(A FLORIDA NOT FOR PROFIT CORPORATION)

The undersigned, hereby make, subscribe and acknowledge these Articles of Incorporation for the purpose of forming a not for profit corporation under Chapter 617, *Florida Statutes*, and to that end do hereby set forth the following:

ARTICLE I
NAME

The name of the corporation is WCOA 4SPORTSMANSHIP, INC. (the "Corporation"). Pending any change authorized by the Corporation's Board of Directors, its principal office address shall be 1801 N. Highland Avenue, Tampa, FL 33602 and its mailing address shall be P.O. Box 201514, Tampa, Florida 33622-0514

ARTICLE II
PURPOSE

The Corporation shall be organized exclusively as a non-profit, tax exempt organization under Section 501(c)(3) of the U.S. Internal Revenue Code of 1986, as amended, and shall be operated exclusively for the following exempt purposes:

(a) to support a youth basketball sportsmanship program for girls and boys, parents, coaches, school administrators, contest officials and members of the communities served by the West Coast Officials Association, Inc., a Tampa, Florida organization, and contribute to the educational and athletic development of young athletes;

(b) to promote through the actions, attitude and leadership of its participants the ideal of good sportsmanship, and respect for players, coaches, officials and school administrators; as identified and promoted by the Florida High School Athletic Association in its mission statement;

(c) to host and sponsor training workshops and special basketball events and contests, that are designed to make basketball a positive, character building experience for youth athletes and support sportsmanship building relationships with coaches, parents, officials, and school administrators in the Tampa Bay, Florida sports community;

(d) to support enhanced opportunities for young basketball athletes to participate in special events, training events, classics, tournaments and camps that will enable such athletes to develop their basketball skills to their maximum potential;

(e) the Corporation shall have the powers to acquire and accept gifts, contributions to both real and personal property, and to make grants, gifts and contributions in furtherance of the charitable purposes of the Corporation as set forth in these Articles;

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(f) the Corporation shall further be authorized to invest, reinvest, and administer the principal or the income of the Corporation's assets in such manner as, in the judgment of the Board of Directors, will best promote the purposes of the Corporation and shall be further authorized to exercise each and every power and right granted to a Corporation Not for Profit under the laws of the State of Florida as may be necessary for the furtherance of its purposes; all in accordance with its Bylaws or as the same may be hereafter modified or amended;

(g) to collect funds in furtherance of the Corporation's objectives, to prudently expend all funds received and disburse the net interest and other earnings that may be received in satisfaction of its operating expenditures and expenses and in support of meritorious projects which may further its objectives; and

(h) to perform all other acts and carry on and conduct all other activities necessary or useful in connection with or incidental to the accomplishment of any of the purposes set forth herein to the full extent permitted by the laws of the State of Florida and these Articles of Incorporation. .

ARTICLE III
MEMBERSHIP

The Corporation shall be organized as an entity without members.

ARTICLE IV
INCORPORATORS

The names and addresses of the Incorporators of this Corporation are:

NAME	ADDRESS
Randy K. Sterns	180 N. Highland Avenue Tampa, Florida 33602

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ARTICLE V
BOARD/OFFICERS

The powers of this Corporation shall be exercised, its properties controlled and affairs supervised by a Board of Directors, the precise number of which shall be set by the Bylaws of the Corporation, provided that there shall be a minimum of three directors at all times. Each member of the Board of Directors shall be elected in the manner and for the terms prescribed in the Bylaws, and shall hold office until their respective successors are duly elected and qualified. The affairs of the Corporation shall be managed by this official board, who shall elect officers as follows: President, Vice-President, Secretary and Treasurer, which officers shall be provided for in the Bylaws. Each officer shall be elected from time to time in accordance with the Bylaws and each officer shall hold office until his or her successor is elected and qualified.

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The names and addresses of the initial Board and the office which they will respectively hold until their successors are elected and qualified are as follows:

Michael Buckingham
c/o West Coast Officials Assn. Inc.
P.O. Box 20514
Tampa, Florida 33622

David Queen
c/o West Coast Officials Assn, Inc.
P.O. Box 20514
Tampa, Florida 33622

David Silverman
c/o West Coast Officials Assn., Inc.
P.O. Box 20514
Tampa, Florida 33622

ARTICLE VI AMENDMENTS

The Articles of Corporation and Bylaws of this Corporation may be amended, altered or rescinded at any regular meeting or a special meeting of the membership of the Board of Directors, by a majority vote of the board membership present.

ARTICLE VII BYLAWS

Subject to any limitations set forth in the laws of Florida, the Corporation's Bylaws shall be adopted by the Board of Directors and may be altered, amended, or rescinded by the Board of Directors in a manner provided by the Bylaws.

ARTICLE VIII TERM

The term of the Corporation shall be perpetual or until dissolved by due process of law.

ARTICLE IX DISTRIBUTION OF ASSETS

In the event of dissolution of the Corporation, the residual assets of the Corporation will be turned over to one or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, as amended, or corresponding sections of the Internal Revenue Code, or to the Federal, State or Local government for exclusive public use.

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Notwithstanding any other provision of these Articles, this Corporation shall not carry on any other activities not permitted to be carried on by (a) an entity exempt from Federal Income Tax under Section 501(c)(3) of the United States Internal Revenue Code of 1986, as amended, or the corresponding provision of any future United States Internal Revenue Code or (b) an entity to which contributions are deductible under Section 170(c)(2) of the United States Internal Revenue Code of 1986, as amended, or any other corresponding provision of any future United States Internal Revenue Code.

ARTICLE X
DEFENSE AND INDEMNIFICATION
OF OFFICERS AND DIRECTORS

The Corporation shall defend, indemnify and hold harmless every registered agent, director or officer and his or her heirs, personal representatives and administrators against liability and against expenses reasonably incurred by him or her in connection with any action, suit or proceeding to which he or she may be made a party by reason of his or her having been a director or officer of this Corporation, except in relation to matters as to which he or she shall be finally adjudged in such action, suit or proceeding to be liable for willful misconduct."

IN WITNESS WHEREOF, the undersigned, being the subscribers of this Corporation, for the purpose of forming this nonprofit charitable corporation under the laws of the State of Florida, have executed these Articles of Incorporation on this 13th day of August, 2020.


Randy K. Stern, Incorporator

CERTIFICATE DESIGNATING REGISTERED AGENT

Pursuant to the provisions of §§48.091 and 607.0501, *Florida Statutes*, WCOA 4SPORTSMANSHIP, INC., desiring to organize under the laws of the State of Florida, hereby designates BUSH ROSS REGISTERED AGENT SERVICES, LLC, as its Registered Agent for the purpose of accepting service of process within such State and designates 1801 N. Highland Avenue, Tampa, Florida 33602, the business office of its Registered Agent, as its Registered Office.

WCOA 4SPORTSMANSHIP, INC.

By: 
Randy K. Stern, Incorporator

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ACKNOWLEDGMENT

BUSH ROSS REGISTERED AGENT SERVICES, LLC hereby accepts the appointment as Registered Agent of the above named corporation and agrees to act as such in accordance with the provisions of §§48.091 and 607.0505, *Florida Statutes*.

BUSH ROSS REGISTERED AGENT SERVICES,
LLC

By: 

Randy K. Sterns, Vice President

