

N210000007218

(Requestor's Name)

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(City/State/Zip/Phone #)

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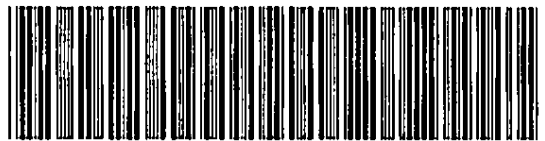
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FLORIDA DEPARTMENT OF STATE  
Division of Corporations

2021 SEP -9 AM 10:47

August 23, 2021

USA SPORTS PARTNERS, INC.  
405 YORKSHIRE PLACE  
MORGANVILLE, NJ 07751

SUBJECT: USA SPORTS PARTNERS, INC.  
Ref. Number: N21000007218

We have received your document for USA SPORTS PARTNERS, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

THE DOCUMENT HEADING MUST SAY "ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION" OR " AMENDED AND RESTATED ARTICLES OF INCORPORATION"

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6050.

Yasemin Y Sulker  
Regulatory Specialist III

Letter Number: 521A00020200

COVER LETTER

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: USA SPORTS PARTNERS, INC.

DOCUMENT NUMBER: N21000007218

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

Please return all correspondence concerning this matter to the following:

JOHN AMABILE  
(Name of Contact Person)

Firm: Company

405 YORKSHIRE PLACE

Address

MORGANVILLE, NJ 07751

(City, State and Zip Code)

JCAMABILE@GMAIL.COM

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

For further information concerning this matter, please call:

JOHN AMABILE at 908 907-5966  
(Name of Contact Person) (Area Code) (Daytime Telephone Number)

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

- |   |   |  |  |
|---|---|--|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$42.75 Filing Fee & Certificate of Status | <input type="checkbox"/> \$42.75 Filing Fee & Certified Copy (Additional copy is enclosed) | <input 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  
The Centre of Tallahassee  
2415 N. Monroe Street, Suite 810  
Tallahassee, FL 32303

# **USA SPORTS PARTNERS, INC. AMENDED AND RESTATED ARTICLES OF INCORPORATION**

## **ARTICLE I, NAME**

### **1.1 Name**

The name of this corporation shall be USA Sports Partners, Inc. The business of the corporation may be conducted as USA Sports Partners (USASP).

## **ARTICLE II, DURATION**

### **2.1 Duration**

The period of duration of the corporation is perpetual.

## **ARTICLE III, PURPOSE**

### **3.1 Purpose**

USA Sports Partners, Inc. is organized exclusively for educational, scientific and charitable purposes under section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal tax code.

## **ARTICLE IV, NON-PROFIT NATURE**

### **4.1 Non-profit Nature**

USA Sports Partners, Inc. is organized exclusively for educational, scientific and charitable purposes including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code. No part of the net earnings of USA Sports Partners, Inc. 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 reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in the purpose clause hereof.

Notwithstanding any other provision of this document, the corporation shall not carry on any other activities not permitted to be carried on (a) by any organization exempt from federal income tax under section 501 (c) (3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170 (c) (2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

USA Sports Partners, Inc. is not organized and shall not be operated for the private gain of any person. The property of the corporation is irrevocably dedicated to its educational, scientific and charitable purposes. No part of the assets, receipts, or net earnings of the corporation shall inure to the benefit of, or be distributed to any individual. The corporation may, however, pay reasonable compensation for services rendered, and make other payments and distributions consistent with these Articles.

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## **4.2 Personal Liability**

No officer or director of this corporation shall be personally liable for the debts or obligations of USA Sports Partners, Inc. of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of the debts or obligations of this corporation.

## **4.3 Dissolution**

Upon the dissolution of this organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or 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.

## **4.3 Prohibited Distributions**

No part of the net earnings, or properties of this corporation, on dissolution or otherwise, shall inure to the benefit of, or be distributable to, its members, directors, officers or other private person or individual, 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 set forth in Article III, Section 3.1.

## **4.4 Restricted Activities**

No substantial part of the corporation's activities shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene (including the publishing or distribution of statements) in any political campaign on behalf of or in opposition to any candidate for public office.

## **4.5 Prohibited Activities**

Notwithstanding any other provision of these Articles, the corporation shall not carry on any activities not permitted to be carried on (I) by a corporation exempt from federal income tax as an organization described by Section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (II) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

# **ARTICLE V, BOARD OF DIRECTORS**

## **5.1 Governance**

USA Sports Partners, Inc. shall be governed by its board of directors.

## **5.2 Initial Directors**

The initial directors of the corporation shall be John Amabile, President, Suzanne Amabile, Secretary, Anthony Mallozzi, Treasurer.

# **ARTICLE VI, MEMBERSHIP**

## **6.1 Membership**

USA Sports Partners, Inc. shall have no members. The management of the affairs of the corporation shall be vested in a board of directors, as defined in the corporation's bylaws.

## **ARTICLE VII, AMENDMENTS**

### **7.1 Amendments**

Any amendment to the Articles of Incorporation may be adopted by approval of two-thirds (2/3) of the board of directors.

## **ARTICLE VIII, ADDRESSES OF THE CORPORATION**

### **8.1 Corporate Address**

The physical address of the corporation is:  
1632 Llewellyn Dr., Fort Myers, FL 33901

The mailing address of the corporation is:  
P.O. Box 773, Fort Myers, FL 33902

## **ARTICLE IX, Appointment of Registered Agent**

### **9.1 Registered Agent**

The registered agent of the corporation shall be:  
John Amabile with address of 1632 Llewellyn Dr., Fort Myers, FL 33901

## **ARTICLE X, INCORPORATOR**

The incorporator of the corporation are as follow:

John Amabile with address of 1632 Llewellyn Dr., Fort Myers, FL 33901

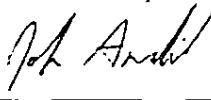
## **Certificate of Adoption of Articles of Incorporation**

I, the undersigned, do hereby certify that the above stated Articles of Incorporation of USA Sports Partners, Inc. were approved by the board of directors on June 15, 2021 and constitute a complete copy of Articles of Incorporation of USA Sports Partners, Inc.

### **Acknowledgment of consent to appointment as registered agent**

I, John Amabile, agree to be the registered agent for USA Sports Partners, Inc. as appointed herein. I certify that I am familiar with and accept the responsibilities of registered agent.

Registered Agent



Date: June 15, 2021