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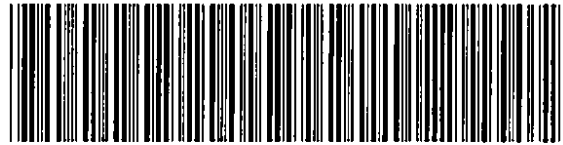
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**TO: AMENDMENT SECTION
DIVISION OF CORPORATIONS**

**DOCUMENT NO.:
N23000009260**

**CORPORATION NAME:
MCGEE SPORTS & EDUCATION INITIATIVE INC.**

The enclosed **Articles of Amendment** and Fee are submitted for filing. Please return all correspondence concerning this matter to the following:

Attn.: Marcus McGee

Florida Pro Sports & Education Initiative, Inc.

P. O. Box 668298

Pompano Beach, Florida 33066

Email Addresses:
marcus@mmcgeeball.com

tips4business@yahoo.com

(Email address to be used for future annual report notifications.)

For future information regarding this matter, please call Diana Broadbelt at: 954-867-6688.

Enclosed, please find money order made payable to the Florida Dept. of State in the amount of \$43.75 for (Filing Fee and Certified Copy). Additional Copy is Enclosed.

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

**ARTICLES OF AMENDMENT TO ARTICLES OF INCORPORATION OF
MCGEE SPORTS & EDUCATION INITIATIVE INC.**

Corporation's Document Number: N23000009260

Pursuant to the provisions of Section 617.1006, Florida Statute, this Florida Not-for-Profit Corporation adopts the following amendment(s) to its Articles of Incorporation:

**ARTICLE I
NAME**

Section 1. The name of the corporation shall be: Florida Pro Sports & Education Initiative, Inc.

**ARTICLE III
PURPOSE**

Section 3.1. The purpose for which the Corporation is organized is for transacting any and all lawful business for which corporations may be incorporated under the Florida Not for Profit Corporation Act. The corporation is organized exclusively for charitable, educational, or literary purposes, including, to distribute the whole or any part of the income therefrom and the principal thereof exclusively for charitable, educational, or literary purposes, either directly or by contributions to organizations that qualify as exempt organizations under Section 501 (c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto, as they now exist or as they may hereafter be amended.

Section 3.2. Florida Pro Sports & Education Initiative, Inc. is also organized for the specific purpose of providing services to student athletes, helping student athletes obtain college scholarships, providing tutoring services, ACT/SAT testing support, athletic training, travel programs, and workshops.

Section 3.3. The Corporation shall have the power, either directly or indirectly, wither alone on in conjunction or cooperation with others, to do any and all lawful acts and things and to engage in any and all lawful activities which may be necessary, useful, suitable, desirable or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which a Corporation is organized, and to aide or assist other organizations whose activities are such as to further accomplish, foster or attain any such purposes. Notwithstanding anything herein to the contrary, the Corporation shall exercise only such powers as are in furtherance of the exempt purposes of organizations set forth in Section 501 (c)(3) of the Internal Revenue Code of 1986 and the regulations thereunder as the same now exist or as they may be hereinafter from time to time.

Section 3.4. The general character or nature of the business to be transacted by this corporation is as follows:

To acquire by purchase, lease or otherwise, lands and interest in lands, and to own,

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Section 3.4. The general character or nature of the business to be transacted by this corporation is as follows:

- (a) To acquire by purchase, lease or otherwise, lands and interest in lands, and to own, hold, improve, develop and manage any real estate so acquired, and to erect, or cause to be erected, on any lands owned, held or occupied, and to encumber or dispose of any lands, or interest in lands, and any buildings or other structures, at any time owned or held by the corporation. To buy, sell, mortgage, exchange, lease, hold for investment or otherwise, use and operate, real estate of all kinds improved or unimproved, or any right or interest therein.
- (b) To acquire, by purchase, lease, manufacture or otherwise, any personal property deemed necessary or useful in the equipment, furnishing, improvement, development or management of any property, real or personal, at any time owned, held or occupied by the corporation, and to invest, trade, lease, rent, encumber or dispose of any personal property at any time owned or held by the corporation.
- (c) The intention is that none of the objects and powers as hereinabove set forth, except where otherwise specified in this Article, shall be in anyway limited or restricted by reference to or inference from the terms of any other objects, powers, or clauses of this Article or any other Articles; but that the objects and powers specified in each of the clauses in this Article shall be regarded as independent objects and powers.

ARTICLE IV

DIRECTORS AND MANNER OF ELECTION

Section 4.1. The corporation had three (3) Directors initially. The number of Directors may be increased or decreased from time to time, but shall never be less than three (3). The affairs of the Corporation shall be governed by a Board of Directors (hereinafter referred to as the "Board"), subject to the restriction that, except as specifically set forth to the contrary in the Bylaws, the exercise of any powers or actions of the Board shall require the approval thereof by a majority vote of the Board present at a meeting at which a quorum of no less than three (3) Directors are present. The affirmative vote of at least two (2) Directors shall be necessary for all corporate action requiring a vote of the Board, including, but not limited to the following:

Section 4.1.1. Approval of charitable gifts, transfers, distributions and grants by the Corporation to other entities.

Section 4.1.2. Adoption of an amendment to the Articles of Incorporation or the Bylaws.

Section 4.1.3. Organization of a subsidiary or affiliate by the Corporation.

Section 4.1.4. Approval of any merger, consolidation or sale or other transfer of all or a

substantial part of the assets of the Corporation.

Section 4.2. The Board of Directors shall consist of the following members elected in accordance with this Section 4.2, 4.3 and the Bylaws:

NAME	TITLE	ADDRESS
MARCUS J. MCGEE	PRESIDENT	2700 West Atlantic Blvd., Suite 115 Pompano Beach, Florida 33069
KENNETH STEPHENS	VICE PRESIDENT	2700 West Atlantic Blvd., Suite 115 Pompano Beach, Florida 33069
RICARDO BUREAU	SECRETARY	2700 West Atlantic Blvd. Suite 115 Pompano Beach, Florida 33069
WILLIAM MALLON	TREASURER	2700 West Atlantic Blvd., Suite 115 Pompano Beach, Florida 33069

Section 4.3. The officers of the corporation shall be elected by the Board of Directors at its annual meeting as established by the Bylaws. The manner in which Directors are elected or appointed is as follows: the Directors of this corporation shall be elected by the affirmative vote of a majority of the Members at an annual meeting of the Board. The term of office of an elected Director shall be one (1) year and shall expire, regardless of whether or not a successor shall have been duly elected and qualified. The terms of elected Directors shall be staggered so that no elected Director's term expires less than one (1) month before the expiration of the next elected Director. However, the term of office of the President shall be twenty (20) years.

ARTICLE IX

NON-STOCK CORPORATION

Section 9.1. The Corporation shall be organized on a non-stock basis under the Florida Not for Profit Corporation Act and may not issue Certificates of Membership.

ARTICLE X

MEMBERS

Section 10.1. This Corporation shall have a membership consisting of the Board of Directors of the Corporation serving from time to time. The corporation shall not have membership fees or admission fees. Members of the corporation shall be admitted upon two-thirds (2/3) vote of approval of the Board of Directors, and satisfaction of any further admission criteria as shall be established by the Bylaws of the corporation.

ARTICLE XI

DURATION

Section 11.1. The Corporation shall have perpetual existence unless dissolved pursuant to law.

ARTICLE XII **BYLAWS**

Section 12.1. The Board of Directors of this Corporation shall adopt Bylaws for the government of the Corporation which shall be subordinate only to the Articles of Incorporation and the laws of the United States and the State of Florida. The Bylaws of the corporation may be made, altered, amended or repealed by a majority vote of the Board. The Bylaws may be amended from time to time by the Board of Directors.

ARTICLE XIII **AMENDMENT**

Section 13.1. These Articles of Incorporation may be amended in the manner and with the vote provided by law.

ARTICLE XIV **LIMITATIONS/DISSOLUTION**

Section 14.1. No part of the net earnings of the Corporation shall inure to the benefit of, or be distributed to, any Director or Officer of the Corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes); and no Director or Officer of the Corporation or any other private individual, shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation.

Section 14.2. 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 or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

Section 14.3. The Corporation shall distribute its income for each taxable year at such time and in such manners not to become subject to tax undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 14.4. The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 14.5. The Corporation shall not retain any excess business holdings as defined in Section 4943© of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 14.6. The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 14.7. The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Section 14.8. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto as they now exist or as they may hereafter be amended, or by an organization contributions to which are deductible under Section 170(c)(2) Internal Revenue Code and said Regulations as they now exist or as they may hereafter be amended.


DISSOLUTION

Section 14.9. Upon 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, exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, educational, or literary purposes, as shall at the time qualify as an exempt organization or organizations under Section 501 (c)(3) of the Internal Revenue Code of 1986 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the court having proper jurisdiction in the country where 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.

Adoption of Amendment(s) to Articles of Incorporation

These amendments were adopted by the Members and the number of votes cast for the Amendments was sufficient for approval on September 06, 2023.

Signature:



Marcus J McGee
President



FLORIDA DEPARTMENT OF STATE
Division of Corporations

October 17, 2023

MARCUS J. MCGEE
2700 WEST ATLANTIC BLVD.
SUITE 115
POMPANDO BEACH, FL 33069

SUBJECT: MCGEE SPORTS & EDUCATION INITIATIVE INC **
Ref. Number: N23000009260

We have received your document for MCGEE SPORTS & EDUCATION INITIATIVE INC ** and your check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Our records show no entity by this name.

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.

Anissa Butler
Regulatory Specialist II

Letter Number: 723A00024035