

ARTICLES OF INCORPORATION

OF

**UNINCORPORATED SEMINOLE SPORTS ASSOCIATION, INC.,
A FLORIDA NOT FOR PROFIT CORPORATION**

THESE ARTICLES OF INCORPORATION are hereby adopted and entered into by and among the directors of Unincorporated Seminole Sports Association, Inc., a Florida not for profit corporation ("Corporation").

ARTICLE I. NAME

The name of the Corporation is "Unincorporated Seminole Sports Association, Inc."

ARTICLE II. ADDRESS

(a) The principal office of the Corporation shall be located in Pinellas County, Florida or at such other place(s) as the directors(s) shall determine from time to time.

(b) The mailing address of the Corporation shall be:

13801 Walsingham Rd.
A-449
Largo, Florida 33774

or at such other place(s) as the directors(s) shall determine from time to time.

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ARTICLE III. COMMENCEMENT

The existence of the Corporation will commence on the date of filing of these Articles of Incorporation by the Department of State of the State of Florida. The term of existence of the Corporation is perpetual.

ARTICLE IV. PURPOSE

The purpose for which this Corporation is organized is the transaction of any and all business for which nonprofit corporations may be incorporated under the laws of the State of Florida, as may be amended from time to time, except that the Corporation is organized exclusively for educational purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, or the corresponding provisions of any future United States Internal Revenue Laws.

The specific purpose for which the Corporation is organized and intends actually to engage in this State is to operate as a non-profit educational organization providing recreation youth sports facilities to the Unincorporated Seminole Sports District, a municipal service taxing unit of Pinellas County ("District").

ARTICLE V. BOARD OF DIRECTORS

The management and affairs of the Corporation shall be vested in the board of directors. The initial board of directors shall consist of seven (7) persons.

Directors shall be elected in accordance with the Bylaws adopted by the Corporation. The names and addresses of the persons who are to serve as the initial directors are:

ROBB AHLERS
13801 Walsingham Rd.
A-449
Largo, Florida 33774

STEVEN SIESEL
13801 Walsingham Rd.
A-449
Largo, Florida 33774

AMANDA A. FELTEN
5453 Central Ave
St. Petersburg, FL 33710

JACOB STOWERS
13801 Walsingham Rd.
A-449
Largo, Florida 33774

ROBERT W. GROOVER
13801 Walsingham Rd.
A-449
Largo, Florida 33774

TROY TIKKANEN
13801 Walsingham Rd.
A-449
Largo, Florida 33774

MICHAEL T. POWERS
13801 Walsingham Rd.
A-449
Largo, Florida 33774

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The board of directors shall elect within themselves the following officers: chairman, vice chairman, treasurer, and secretary, and any other officers which the Bylaws of this Corporation authorize the directors to elect. Officers shall be elected in accordance with the Bylaws.

ARTICLE VI. CORPORATE PROPERTY

The property of the Corporation is irrevocably dedicated to charitable purposes, and no part of the net income or assets of the Corporation shall ever inure to the benefit of any director, officer, or any private person. Upon the dissolution or winding up of the Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this Corporation shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes, and which has established its tax-exempt status under 26 U.S.C.A. § 501(c)(3).

ARTICLE VII. LIMITATIONS

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 reasonable compensation for services rendered and to make payments and distributions in the furtherance of the purposes set forth in these articles of incorporation. 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 in (including the publishing or distribution of statements) any political campaigns on behalf of any candidate for public office. Notwithstanding any other provision of these articles, this Corporation shall not, except to an insubstantial degree, engage in any activities by a Corporation exempt from federal income tax under 26 U.S.C.A. § 501(c)(3), or corresponding provisions of any subsequent federal tax laws.

ARTICLE VIII. DISSOLUTION

Upon the dissolution or winding up of this Corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for purposes as set forth in Article IV of these Articles of Incorporation and which has established its tax exempt status under 26 U.S.C.A. § 501(c)(3), or corresponding provisions of any subsequent federal tax laws.

ARTICLE IX. INDEMNIFICATION

The Corporation shall indemnify every director, officer, employee, and agent, his or her heirs, executors, and administrators, against expenses reasonably incurred by him or her in connection with any action, suit, or proceeding to which he or she may be a party by reason of his or her being, or having been, a director, officer, employee, or agent of the Corporation, except in relation to those matters which he or she shall be adjudicated liable for negligence or misconduct.

ARTICLE X. DIRECTOR'S LIABILITY

No director of this Corporation shall be personally liable to the Corporation for monetary damages for breach of fiduciary duty as a director. However, this article shall not be construed as eliminating or limiting the liability of a director for one or more of the following acts, namely: (i) a breach of duty of loyalty to the Corporation; (ii) any acts or omissions which are not in good faith, or which involve intentional misconduct or a knowing violation of the law; (iii) the authorizing of an unlawful payment or distribution out of the corporate assets; (iv) any transaction made in the furtherance of the exempt purposes of the Corporation from which the director derived an improper personal benefit; or (v) any act or acts that can be defined under the laws of this State as conflicts of interest.

ARTICLE XI. DISCRIMINATION

The Corporation will not practice or permit discrimination on the basis of sex, age, race, national origin, religion, or physical handicap or disability.

ARTICLE XII. ANNUAL MEETING

The annual meeting of the board of directors is to be held at a place either inside or outside of the State of Florida as fixed by the Bylaws.

ARTICLE XIII. DURATION

The existence of this Corporation shall be perpetual.

ARTICLE XIV. REGISTERED AGENT

The name and address of the initial registered agent of this Corporation is:

c/o Amanda A. Felten
Weber, Crabb & Wein, P. A.
5453 Central Ave
St. Petersburg, FL 33710

ARTICLE XV. AMENDMENTS

These Articles of Incorporation may be amended, repealed, or altered in whole or in part by a two-thirds vote of the directors of the Corporation provided notice of the proposed change is included in the notice of such meeting.

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The undersigned, incorporator of the Corporation, for the purpose of forming this not-for-profit charitable corporation under the laws of Florida, has executed these Articles of Incorporation on the month and date set forth below.




Amanda A. Felten
Director/Incorporator

Date: May 25, 2024

ACCEPTANCE OF REGISTERED AGENT

The undersigned, being the named registered agent to accept service of process for the above-stated corporation at the place designated in this above Articles of Incorporation, affirm that I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Amanda A. Felten
Registered Agent

5/25/2024
Date

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