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FOLEY & LARDNER  
NORTH HAVEN AVENUE, SUITE 100  
ORLANDO, FLORIDA 32801

TELEPHONE 414-1111  
FAX 414-1111

MAIL ROOM ADDRESS  
FOLEY & LARDNER  
ORLANDO, FLORIDA 32801

TALLAHASSEE, FLORIDA  
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WASHINGTON, D.C.  
ANNAPOLIS, MARYLAND  
CHICAGO, ILLINOIS

March 15, 1995

Florida Department of State  
Corporations Division  
409 East Gaines Street  
Tallahassee, Florida 32399

Re: Roundball One, Inc.

Gentlemen:

Please find enclosed for filing an original and one copy of the Articles of Incorporation for Roundball One, Inc. Also enclosed is a check in the amount of \$122.50 for the filing fee, registered agent designation and a certified copy. Please return one set of the Articles to me after filing.

Should you have any questions, please contact me.

Sincerely,

*Ometrias Deon Long*  
Ometrias Deon Long

Enclosures

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ARTICLES OF INCORPORATION  
OF  
ROUNDBALL, ONE, INC.  
A FLORIDA NOT-FOR-PROFIT CORPORATION

Pursuant to Chapter 617 of the Florida Statutes, the undersigned, acting as incorporator of ROUNDBALL ONE, INC., a Florida not-for-profit corporation, hereby adopts the following Articles of Incorporation for such corporation:

ARTICLE I

Name

The name of the Corporation is ROUNDBALL ONE, INC. (the "Corporation")

ARTICLE II

Principal Office and Address

The address of the Corporation's principal office is 4852 Cypress Wood Drive, Apartment 334, Orlando, Florida 32811 and its mailing address is P.O. Box 555432, Orlando, FL 32855.

ARTICLE III

Purpose

The Corporation is organized and shall be operated exclusively for charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any future United States Internal Revenue Law (hereinafter the "Internal Revenue Code").

Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be carried on by a corporation exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code or regulations issued hereunder or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code and regulations issued thereunder.

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## ARTICLE IV

### Members

The qualifications and rights of members, if any, of the Corporation shall be set forth in the Corporation's Bylaws. Membership qualifications, if the Corporation shall have members, shall be non-discriminatory in that no distinction or limitation on membership may be imposed on the basis of race, color, sex, national origin, sexual preference, religion, disability or handicap.

## ARTICLE V

### Powers

The Corporation shall have all powers conferred upon nonstock, not-for-profit corporations organized under Chapter 617 of the Florida Statutes, and any successor provisions thereto now enacted or hereafter amended, but shall exercise such powers only in fulfillment of its above-stated purposes.

The Corporation shall not engage in any of the following activities:

1. The Corporation shall not participate in, or intervene in (including the publishing or distributing of statements), any political campaign on behalf of or in opposition to any candidate for public office.
2. No substantial part of the activities of the Corporation shall consist of carrying on propaganda or otherwise attempting to influence legislation.
3. No dividends shall be paid and no part of the net earnings of the Corporation shall inure to the benefit of any private individual within the meaning of Section 501(c)(3) of the Internal Revenue Code.

## ARTICLE VI

### Board of Trustees

The affairs of the Corporation shall be managed by a Board of Trustees. The number and manner of election or appointment of Trustees and their terms of office shall be as provided in the By-Laws.

## ARTICLE VII

### Registered Office and Agent

The initial registered office of the Corporation shall be located at 4852 Cypress Wood Drive, Apartment 334, Orlando, Florida 32811. The initial registered agent of the Corporation at that address shall be Earl Thomas Graham.

## ARTICLE VIII

### Incorporator

The name and address of the sole incorporator of the Corporation is Ometrias Deon Long, c/o Foley & Larimer, 111 North Orange Avenue, P.O. Box 2193, Orlando, Florida 32802-2193.

## ARTICLE IX

### Dissolution and Liquidation

In the event of dissolution or liquidation of the Corporation, no liquidating or other dividend or distribution of property owned by the Corporation shall be declared or paid to any or entity that is not deemed a charitable tax-exempt organization under Section 501(c)(3) of the Internal Revenue Code, but the net assets of the Corporation shall be distributed as follows: (1) all liabilities and obligations of the Corporation shall be paid, satisfied, discharged, or adequate provision made therefor; and (2) all remaining assets shall be distributed to one or more organizations described in Section 501(c)(3) of the Internal Revenue Code, as determined by the Board of Trustees of the Corporation.

## ARTICLE X

### Amendment

These Articles of Incorporation may be amended by the incorporator of the Corporation to the extent necessary to enable the Corporation to receive a written determination from the Internal Revenue Service that the Corporation is an organization described in Section

501(c)(3) of the Internal Revenue Code. All other amendments to these Articles of Incorporation shall be made in the manner provided by law.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation this 14 day of March, 1995.

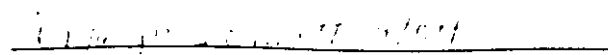
  
Ometrias Deon Long, Incorporator

STATE OF FLORIDA  
COUNTY OF ORANGE

The foregoing instrument was acknowledged before me this 14 day of March, 1995, by Ometrias Deon Long. Such person did not take an oath and: (notary must check applicable box)

- ☒ is/are personally known to me.  
☐ produced a current Florida driver's license as identification.  
☐ produced \_\_\_\_\_ as identification.

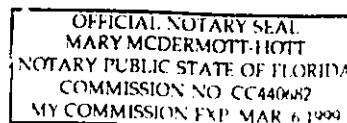
{Notary Seal must be affixed}

  
Signature of Notary

Mary McDermott-Hott  
Name of Notary (Typed, Printed or Stamped)

Commission Number (if not legible on seal): \_\_\_\_\_

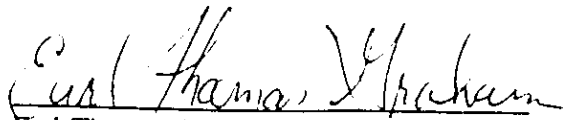
My Commission Expires (if not legible on seal): \_\_\_\_\_



**ACCEPTANCE OF APPOINTMENT  
BY INITIAL REGISTERED AGENT**

Earl Thomas Graham, a resident of the state of Florida, having been named in Article VIII of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. Earl Thomas Graham hereby states that he is familiar with, and hereby accepts, the obligations of registered agents set forth in the Florida Statutes, and that he will further comply with any other provisions of law made applicable to him as Registered Agent of the Corporation.

Dated this 14th day of March, 1995.

  
Earl Thomas Graham

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