4600000274 FILED RECEIVED 96 JAH 17 PH 4: 24 MINITED TO CONTRACTION LEADING CONTRACTION LEADING STATE DIVISING CONTRACTION LEADING STATE OF CONTRACTION LEADING MCB Decontors (1 119) (City, State, Zip) (Phone #1 OFFICE USE ONLY \$0.0000001034120303 -01/18/96--01003--005 ++++131.25 ++++131.25 CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): MATICIAN ASSURATION is College Athletes (Corporation Name) (Document #) (Corporation Name) (Document #) (Corporation Name) (Document #) Walk in Pick up time _ Certified Copy Mail out Will wait Certificate of Status Photocopy Jame person har R95-5032 **NEW FILINGS AMENDMENTS** Profit Amendment NonProfit Resignation of R.A., Officer/Director Limited Liability Change of Registered Agent Domestication Dissolution/Withdrawal Other Merger REGISTRATION/ **OTHER FILINGS** QUALIFICATION Annual Report Foreign Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Examiner's Initials Other

D. BROWN JAN 1 7 1996

CR2E031(10/92)

ARTICLES OF INCORPORATION

FILED 96 JAN 17 PH 4: 24

OF

NATIONAL ASSOCIATION OF COLLEGE ATHLETES, INCLANASSLE, FLORIDA

The undersigned, acting as incorporator of a corporation pursuant to Chapter 617, Florida Statutes, adopts the following Articles of Incorporation.

> Article I. Name

The name of the Corporation shall be National Association of College Athletes, Inc.

> Article II. Principle place of business and mailing address

The principle place of business of this Corporation shall be 405 Dunwoody Street #9, Tallahassee, Florida 32304, and mailing address will be P.O. Box 2411, Tallahassee, Florida, 32316.

> Article III. Purpose(s)

Said corporation is organized exclusively for charitable, religious, educational, and scientific 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 the corresponding section of any future federal tax code.

> Article IV. Manner of Election of directors

The manner in which the directors are elected or appointed shall be stated in the Bylaws.

> Article V. Limitation of corporate powers

No part of the net earnings of the corporation shall insure to the benefit of, or by distributed 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 Article III hereof. 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 [or organization] shall be empowered to make the election authorized under section 501(h) of the Internal Revenue Code of 1986. The corporation shall not participate in, or intervene in (including the publishing or

distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporations 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 VI. Dissolution and Liquidation

In the event of dissolution or final liquidation of the corporation, the board of directors shall, after paying or making provisions for the payment of all lawful debts and liabilities of the corporation, distribute all the assets of the corporation to one or more of the following categories of recipients as the board of directors of the corporation shall determine:

(a) a nonprofit organization or organizations having similar aims and objectives as the corporation and which may be selected as an appropriate recipient of such assets, as long as such organization or each such organizations shall then qualify as a governmental unit under section 170(c) of the Internal revenue Code of 1986 or as an organization exempt from federal income taxation under section 501(a) of such Code as an organization described in section 501(c)(3) of such Code.

Article VII. Initial registered agent and street address

The name and street address of the initial registered agent are (1) John McCorvey, III 405 Dunwoody Street #9, Tallahassee, Florida 32304.

Article VIII. Incorporators

The name and the street address of the Incorporators for these Articles of Incorporation are (1) John McCorvey, III, 40 Dunwoody Street #9, Tallahassee, Florida 32304 and (2) Ignatius J. Costa, III, 2600 Miccosukee Road #502, Tallahassee, Florida 32308.

IN WITNESS WHEREOF, the undersigned Incorporators have executed these Articles of Incorporation this $\frac{1}{2}\frac{n^{n}}{n^{n}}$ day of January, 1996. Signature of Incorporators: Ignatius J. Costa, Incorporator/ STATE OF FLORIDA COUNTY OF LEON BEFORE ME, the undersigned authority, personally appeared John McCorvey, III, personally known to me or produced the following identification 10 14 M26-460-00-128-0 and Ignatius J. Costa, III, Cpersonally known to me or produced following identification, to be the persons who subscribed to the foregoing Articles of Incorporation of National Association of College Athletes, Inc., and that they acknowledged that they did freely and voluntarily execute the said Articles of Incorporation for the purposes therein expressed. WITNESS my hand and seal on this 17th day of January, 1996. (SEAL) Danette G. Rasky DANETTE G. RASKY Name typed or printed COMMISSION # CC 455254 EXPIRES: May 1, 1999 nded Thru Notary Public Under CC-455254 My Commission Number 5-1-99

CERTIFICATE DESIGNATING REGISTERED AGENT/REGISTERED OFFICE

My Commission Expires

In accordance with Section 48.091, Florida Statutes, the following designation and acceptance are being submitted in compliance thereof.

CERTIFICATE OF DESIGNATION OF REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is:

the obligations of my position as registered agent.

	MARICINAL ASSCRIPTION OF COLLECT	se Minlejes
	(must include suffix)	
2. T	The name and address of the registered agent and office is:	7/17 95 J
	(NAME)	
	(NAME)	航星四
	405 Dunaloupy St "9	- F. 2
	(P.O. Box or Mail Drop Box NOT ACCEPTABLE)	器 -
	(CITY/STATE/ZIP)	v
	,,	

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept

(SIGNATURE)