

N96000000754

WATSON, SOLEAU, DELEO & BURGETT

A PROFESSIONAL ASSOCIATION
1970 MICHIGAN AVENUE, BUILDING G
POST OFFICE BOX 1888
GOCOA, FLORIDA 32025-1888

VICTOR M. WATSON
JOHN L. SOLEAU
JOSEPH E. DELEO
STACY L. BURGETT
DAVID N. GLASSMAN
BOARD CERTIFIED IN REAL PROPERTY LAW

TELEPHONE
(407) 631-1888

FACSIMILE
(407) 631-1887

February 5, 1996

Florida Secretary of State
Division of Corporations
P. O. Box 6327
Tallahassee, Florida 32314

Re: Space Coast Basketball, Inc.
Our File No. 96-7162

Gentlemen:

Enclosed please find Articles of Incorporation and Certificate of Designation of Registered Agent/Registered Office to be filed. Also enclosed herewith please find this firm's check in the amount of \$122.50, to cover the requisite fee for filing the above-referenced corporation. Please provide the undersigned with a certified copy of the Articles after same have been filed.

Thank you.

Sincerely,

David N. Glassman

David N. Glassman

DNG/cm

Enclosure

FILED
96 FEB -8 PM 5:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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-02/08/96--01057--014
****122.50 ****122.50

5/2/13

ARTICLES OF INCORPORATION
OF
SPACE COAST BASKETBALL, INC.

FILED
96 FEB -8 AM 9:18
SECRETARY OF STATE
TALLAHASSEE FLORIDA

The undersigned, for the purpose of forming a corporation not for profit pursuant to the provisions of Chapter 617, Florida Statutes (1991), do hereby agree as follows:

Article I - Name

The name of this corporation is SPACE COAST BASKETBALL, INC.

Article II - Principal Office

This office of the corporation is to be located in the City of Cocoa, County of Brevard, State of Florida and its mailing address is:

6320 Pony Circle
Cocoa, FL 32926

Article III - Purpose

The object of SPACE COAST BASKETBALL, INC. is to provide a vehicle for young people to participate in amateur athletic sports in Brevard County, Florida.

The purpose or purposes for which said corporation is formed are:

First. Develop leadership, sportsmanship, educational opportunities and athletic excellence;

Second. Build self-esteem and teach social skills, values, communication skills and human relations;

Third. Develop physical skills, fitness and health;

Fourth. Develop responsibility and decision-making skills;

Fifth. Build relationships among peers and between parents and children;

Sixth: Support and strengthen family life;

Seventh: Create a fun experience for children and their families.

It is hereby provided that said purposes are not intended to limit or restrict in any manner the powers or purposes of this corporation to any extent permitted by law, nor shall the expression of one thing be deemed to exclude another although it be of like nature.

Article IV - Powers of the Corporation

Said corporation is to have the power to do any and all acts and things necessary or expedient for the carrying out of the purposes of the corporation and, in general, to possess all rights, privileges and immunities and enjoy all the benefits granted to corporations of similar character under the laws of the State of Florida. Notwithstanding anything herein contained to the contrary, the corporation shall exercise only such powers as are in furtherance of the exempt purposes of the organization in accordance with Section 501(c)(3) of the Internal Revenue Code of 1986, and any amendments thereto.

Article V - Term

The corporation shall have a perpetual existence.

Article VI - Membership

The qualifications for members and the manner of their admission shall be regulated by the Bylaws of the corporation.

Article VII Initial Board of Directors

The corporation is to be managed by a Board of Directors. The

number of directors constituting the initial board of directors is seven (7), and the names and addresses of the initial directors are:

Michael Edmonds
6320 Pony Circle
Cocoa, FL 32926

L. Pierce
6555 Fuller Ave.
Port St. John, FL 32927

James W. Rowe, Jr.
2100 Lance Blvd.
Cocoa, FL 32926

John Brodnan
1531 N. Indian River Dr.
Cocoa, FL 32922

Kevin B. Steele
696 Millwheel Dr.
Merritt Island, FL 32952

Ed Jones
576 W. King St.
Cocoa, FL 32922

Emerson Murray
1343 Heritage Acres Blvd.
Rockledge, FL 32955

The initial directors shall hold office until their successors are elected and qualified as provided in the Bylaws. Thereafter, the term of office of each director shall be one year and until the election and qualification of a successor. The number of directors set forth herein and constituting the initial board of directors shall be the authorized number of directors until such number is changed by a Bylaw duly adopted by the membership.

Article VIII - Amendments

Amendments of these Articles of Incorporation shall be proposed to the membership at any meeting and approved by a majority vote of the members present at which a quorum is present, provided that not less than fourteen days notice by mail shall have been given to all members setting forth the proposed amendment.

Article IX - Incorporators

The name and address of the person signing these Articles of

Incorporation as the Incorporator is:

Michael Edmonds
6320 Pony Circle
Cocoa, FL 32926

Article X - Dissolution

In the event of dissolution of the corporation or the winding up of its affairs, such dissolution shall be conducted pursuant to Florida Statutes providing for the dissolution of corporations not for profit.

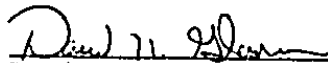
Article XI - Registered Agent and Registered Office

The name and address of the corporation's initial registered agent and initial registered office is:

David N. Glassman, Esquire
1970 Michigan Avenue, Building C
Cocoa, FL 32922

Article XIII - Acceptance of Registered Agent

Having been named to accept service of process for the above-stated Corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida Statutes relative to keeping open said office.



David N. Glassman, Registered Agent

ATTESTATION

IN WITNESS WHEREOF, the undersigned being the Incorporator of this corporation, for the purposes of forming this corporation not for profit under the laws of the State of Florida has executed

these Articles of Incorporation this 26 day of January, 1996.

Michael Edmonds
Michael Edmonds, Incorporator

ACKNOWLEDGMENT

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing Articles of Incorporation was acknowledged before me this 26 day of January, 1996, by Michael Edmonds, is personally known to me or who has produced F.L.D. E355-543-56-850-0 as identification and who did not take an oath.

Notary Public:

Cynthia S. Moist
Name
State of Florida at Large (SEAL)
My Commission Expires:



FILED
96 FEB -8 AM 9:18
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



N960000000754

ACCOUNT NO. : 072100000032

REFERENCE : 342152 10690A

AUTHORIZATION :

COST LIMIT : \$ PPD

ORDER DATE : April 24, 1997

ORDER TIME : 9:41 AM

ORDER NO. : 342152-005

CUSTOMER NO: 10690A

CUSTOMER: Ms. Kim Daniel
Watson Soileau Deleo & Burgett
Suite C
1970 Michigan Avenue
Cocoa, FL 32922

500002153705--0
-04/24/97--01058--017
*****87.50 *****87.50

*Restated
Articles*

DOMESTIC AMENDMENT FILING

NAME: SPACE COAST BASKETBALL, INC.

EFFECTIVE DATE:

☒ ARTICLES OF AMENDMENT
☐ RESTATED ARTICLES OF INCORPORATION

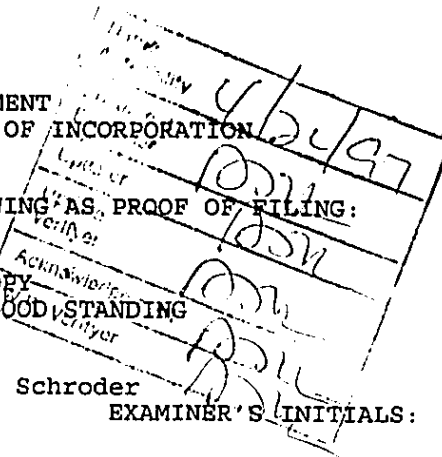
PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

☒ CERTIFIED COPY
☐ PLAIN STAMPED COPY
☐ CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Deborah Schroder

EXAMINER'S INITIALS:

FILED
97 APR 24 PM 4:01
SECRETARY OF STATE
TALLAHASSEE, FLORIDA



RECEIVED
97 APR 24 AM 11:25
OFFICE OF CLERK OF COURT

RESTATEMENT OF ARTICLES OF INCORPORATION
OF

SPACE COAST BASKETBALL, INC.

The undersigned, for the purpose of forming a corporation not for profit pursuant to the provisions of Chapter 617, Florida Statutes (1991), do hereby agree as follows:

Article I - Name

The name of this corporation is SPACE COAST BASKETBALL, INC.

Article II - Principal Office

This office of the corporation is to be located in the City of Cocoa, County of Brevard, State of Florida and its mailing address is:

6320 Pony Circle
Cocoa, FL 32926

Article III - Purpose

Said corporation is organized exclusively for charitable, religious, educational and scientific purposes, including for such purposes, the making of distributions to organizations under Section 501(c)(3) of the Internal Revenue Code (or the corresponding section of any future Federal tax code).

The object of SPACE COAST BASKETBALL, INC. is to provide a vehicle for young people to participate in amateur athletic sports in Brevard County, Florida.

The purpose or purposes for which said corporation is formed are:

First. Develop leadership, sportsmanship, educational opportunities and athletic excellence;

Second. Build self-esteem and teach social skills, values, communication skills and human relations;

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97 APR 24 PM 4:01
SECRET
TALLAHASSEE, FLORIDA

- Third. Develop physical skills, fitness and health;
- Fourth. Develop responsibility and decision-making skills;
- Fifth: Build relationships among peers and between parents and children;
- Sixth: Support and strengthen family life;
- Seventh: Create a fun experience for children and their families.

Article IV - Powers of the Corporation

Said corporation is to have the power to do any and all acts and things necessary or expedient for the carrying out of the purposes of the corporation and, in general, to possess all rights, privileges and immunities and enjoy all the benefits granted to corporations of similar character under the laws of the State of Florida. 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 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 - Net Earnings and Activities of Corporation

No part of the net earnings of the corporation shall inure to the benefit of, or be distributed to its members, trustees, directors, 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 Section 501(c)(3) purposes. 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 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.

Article VI - Term

The corporation shall have a perpetual existence.

Article VII - Membership

The qualifications for members and the manner of their admission shall be regulated by the Bylaws of the corporation.

Article VIII - Initial Board of Directors

The corporation is to be managed by a Board of Directors. The number of directors constituting the initial board of directors is seven (7), and the names and addresses of the initial directors are:

Michael Edmonds
6320 Pony Circle
Cocoa, FL 32926

James W. Rowe, Jr.
2100 Lance Blvd.
Cocoa, FL 32926

Kevin B. Steele
696 Millwheel Dr.
Merritt Island, FL 32952

Debra A. Dukes
2525 Fairfield Drive
Cocoa, FL 32922

Louis A. Pierce
6555 Fuller Ave.
Port St. John, FL 32927

John Brodnan
1531 N. Indian River Dr.
Cocoa, FL 32922

Ed Jones
576 W. King St.
Cocoa, FL 32922

The initial directors shall hold office until their successors are elected and qualified as provided in the Bylaws. Thereafter, the term of office of each director shall be one year and until the election and qualification of a successor. The number of directors set forth herein and constituting the initial board of directors shall be the authorized number of directors until such number is changed by a Bylaw duly adopted by the membership.

Article IX - Amendments

Amendments of these Articles of Incorporation shall be proposed to the membership at any meeting and approved by a majority vote of the members present at which a quorum is present, provided that not less than fourteen days notice by mail shall have been given to all members setting forth the proposed amendment.

Article X - Incorporators

The name and address of the person signing these Articles of Incorporation as the Incorporator is:

Michael Edmonds
6320 Pony Circle
Cocoa, FL 32926

Article XI - Dissolution

Upon the dissolution of this corporation 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.

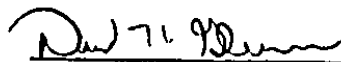
Article XII - Registered Agent and Registered Office

The name and address of the corporation's initial registered agent and initial registered office is:

David N. Glassman, Esquire
1970 Michigan Avenue, Building C
Cocoa, FL 32922

Article XIII - Acceptance of Registered Agent

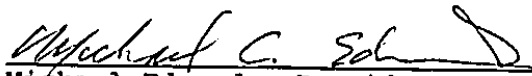
Having been named to accept service of process for the above-stated Corporation, at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of the Florida Statutes relative to keeping open said office.



David N. Glassman, Registered Agent

ATTESTATION

IN WITNESS WHEREOF, the undersigned being the Incorporator of this corporation, for the purposes of forming this corporation not for profit under the laws of the State of Florida has executed these Articles of Incorporation this 23 day of April, 1997.


Michael Edmonds, President


CERTIFICATE TO RESTATE ARTICLES OF INCORPORATION
OF
SPACE COAST BASKETBALL, INC.

1. The Restatement of Articles of Incorporation for Space Coast Basketball, Inc. contain amendments to the articles requiring member approval.

2. The name of the corporation is Space Coast Basketball, Inc.

3. The text of each amendment adopted is set forth in the Restatement of Articles of Incorporation of Space Coast Basketball, Inc.

4. The amendments to the Articles of Incorporation were adopted by written consent of all members pursuant to F.S.S 617.0701 the members on APRIL 23, 1997 and the number of votes for the amendment was sufficient for approval.

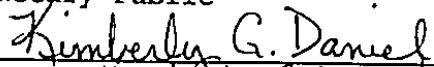

Michael Edmonds, President

ACKNOWLEDGEMENT

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing Certificate of Restated Articles of Incorporation of Space Coast Basketball, Inc. was acknowledged before me this 23rd day of April, 1997, by Michael Edmonds, President, who is personally known to me or has produced DL#E355-543-56-250-0 as identification and who did not take an oath.

Notary Public


Name: Kimberly G. Daniel
State of Florida at Large (SEAL)
My Commission Expires



KIMBERLY G. DANIEL
MY COMMISSION # CC384904 EXPIRES
JUNE 20, 1998
BONDED THRU TROY FAIN INSURANCE, INC.

ACKNOWLEDGMENT

STATE OF FLORIDA
COUNTY OF BREVARD

The foregoing Articles of Incorporation was acknowledged before me this 23rd day of April, 1997, by Michael Edmonds, who is personally known to me or who has produced DL # F 355-543-56-250-0 as identification and who did not take an oath.

Notary Public:

Kimberly G. Daniel
Name: Kimberly G. Daniel
State of Florida at Large (SEAL)
My Commission Expires:



KIMBERLY G. DANIEL
MY COMMISSION # CC384904 EXPIRES
June 20, 1998
BONDED THRU TROY FAIR INSURANCE, INC.