

N9900002161

WEST BOCA BASKETBALL, INC.
1400 Northbridge Centre
515 North Flagler Drive
West Palm Beach, FL 33401
(561) 833-1622

FILED

99 APR -8 AM 10:12

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

March 18, 1999

State of Florida
Division of Corporations
409 Gaines Street
P. O. Box 6327
Tallahassee, FL 32314

300002813163--6
-03/22/99-01084--002
*****78.75 *****78.75

Re: Palm Beach Youth Basketball Travel League, Inc.

Gentlemen:

Enclosed herewith please find Articles of Incorporation of Palm Beach Youth Basketball Travel League, Inc.

Also enclosed find check in the amount of \$78.75 to cover the charge for the incorporation of this company and our self-addressed return envelope for your convenience in returning the filed Articles.

Thanks for your prompt attention to this matter.

Very truly yours,

WEST BOCA BASKETBALL, INC.

Jeffery W. Van Treese

JVT/ml
encl.

W99-7278
PH 4/8/99 ✓



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

March 26, 1999

JEFFERY W. VAN TREESE
515 N FLAGLER DRIVE
WEST PALM BEACH, FL 33401

SUBJECT: PALM BEACH YOUTH BASKETBALL TRAVEL LEAGUE, INC.
Ref. Number: W99000007278

We have received your document for PALM BEACH YOUTH BASKETBALL TRAVEL LEAGUE, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

Please return the original and one copy of 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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 699A00015299

**WEST BOCA BASKETBALL, INC.
1450 Northbridge Centre
515 North Flagler Drive
West Palm Beach, FL 33401
(561) 833-1622**

April 6, 1999

State of Florida
Division of Corporations
409 Gaines Street
P. O. Box 6327
Tallahassee, FL 32314

Re: Palm Beach Youth Basketball Travel League

Gentlemen:

Enclosed herewith please find return of your letter dated May 26, 1999, together with the Articles of Incorporation of Palm Beach Youth Basketball Travel League, Inc.

Also enclosed find Acceptance of Registered Agent.

The method of election of directors is contained in Article VII.

Thanks for your prompt attention to this matter.

Very truly yours,

WEST BOCA BASKETBALL, INC.


Jeffery W. Van Treese

JVT/ml
encl.

ARTICLES OF INCORPORATION

OF

PALM BEACH YOUTH BASKETBALL TRAVEL LEAGUE, INC.
(A Florida corporation, not for profit)

FILED

99 APR -8 AM 10:12

**SECRETARY OF STATE
TALLAHASSEE, FLORIDA**

The undersigned incorporator to these Articles of Incorporation, a natural person competent to contract, hereby makes, subscribes, acknowledges and files the following Articles of Incorporation to form a corporation, not for profit, pursuant to Chapter 617 of the Laws of the State of Florida.

ARTICLE I

Name and Location of Principal Office

The name of the corporation is PALM BEACH YOUTH BASKETBALL TRAVEL LEAGUE, INC., a Florida corporation, not for profit. Its principal office of business shall be at P.O. Box 6068, Boca Raton, FL 33427, with branch offices at such places as the Board of Directors may from time to time by resolution provide.

ARTICLE II

Term

The corporation shall exist perpetually until dissolved by due process of law.

ARTICLE III

Incorporators

The name and address of the incorporator of the Articles of Incorporation is as follows:
Jeffery W. Van Treese, 515 North Flagler Drive, Suite 1450, West Palm Beach, FL 33401.

ARTICLE IV

General Purposes

The corporation is formed exclusively for such purposes as will qualify it as an exempt organization under Section 501(c) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

Within the scope of the foregoing, the corporation is specifically organized to operate a recreational youth basketball league and conduct such ancillary activities to benefit the league and its operation.

The corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statement or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE V

Activities Not Permitted

Notwithstanding any other provision of these articles, the corporation will not carry on any other activities not permitted to be carried on by: (1) A corporation exempt from Federal income tax under Section 501(c) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States internal revenue law; or (2) A corporation, contributions to which are deductible under Section 170(c) of the Internal Revenue Code of 1954 or any other corresponding provision of any future United States internal revenue law.

ARTICLE VI

Dedication and Distribution of Assets

No part of the net earnings of the corporation shall inure to the benefit of any Member, Director, or Officer of the corporation or any 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 Member, Director or Officer of the corporation or any private individual shall be entitled to share in the distribution of any of the corporate assets upon dissolution of the corporation.

Upon the dissolution of the corporation or the winding up of its affairs, the assets of the corporation shall be distributed exclusively to charitable, religious, scientific or educational organizations which would then qualify under the provisions of Section 501(c) of the Internal Revenue Code and its regulations as they now exist or as they may hereafter be amended.

ARTICLE VII

Management of Corporate Affairs

Board of Directors. The powers of the corporation of the corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors. The number of Directors of the corporation may be increased or diminished from time to time by the By-Laws but shall never be less than three (3). The initial directors' names and addresses are as follows:

Mike Doyle, 661 S.W. 5th Street, Boca Raton, FL 33486

Bruce Delaney, 1907 Lynton Circle, Wellington, FL 33414

Art Maggio, 300 Fairway Drive North, Tequesta, FL 33469

Jeff Van Treese, 515 N. Flagler Dr., Suite 1450, West Palm Beach, FL 33401

The Directors named herein as the first Board of Directors shall hold office until the first meeting of Members at which time an election of Directors shall be held. The method of selection of Directors is stated in the By-Laws of this corporation.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one year or until the first annual meeting of Members following the election of Directors and until the qualification of the successors in office. Annual meetings shall be held at the principal office of the corporation, or at such other place or places as the Board of Directors may designate from time to time by resolution.

ARTICLE VIII

Indemnification

Every person who now is or hereafter shall be a Director or Officer of the corporation shall be indemnified by the corporation against all costs and expenses (including counsel fees) hereafter reasonably incurred by or imposed upon him in connection with, or resulting from, any action, suit or proceedings of whatever nature, to which he is or shall be made a party by reason of his being or having been a Director or Officer of the corporation (whether or not he is a Director or Officer of the corporation at the time he is made a party to such action, suit or proceeding or at the time such cost or expense is incurred by or imposed upon him except in relation to matters as to which he shall be finally adjudged in such action, suit or proceeding to have been derelict in the performance of his duties as such Director or Officer). The right of indemnification herein provided shall not be exclusive of other rights to which any such person may now or hereafter be entitled to as a matter of law.

ARTICLE IX

Membership

The membership of the corporation shall consist of all persons hereinafter named as Directors and all other persons as, from time to time hereafter, may be elected to membership by the board of Directors. Qualification for membership shall be satisfied by all persons expressing an interest in the purposes of the corporation and who have volunteered significant amounts of time to the activities of the basketball league.

The Directors shall from time to time prescribe form and manner in which application may be made for membership, and members may be admitted by the Board of Directors only. The authorized number of the Directors of the corporation, the different classes of membership (if any), the property, voting and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof shall be set forth in the By-Laws.

ARTICLE X

By-Laws

The Board of Directors of the corporation may provide such By-Laws for the conduct of the business of the corporation and the carrying out of its purposes as such Directors may deem necessary from time to time. Upon notice properly given, the By-Laws may be amended, altered or rescinded by majority vote of the Directors present at any regular or special meeting called for that purpose, subject to any limitations set forth in the Corporation Not for Profit Law of Florida concerning corporate action that must be authorized or approved by Directors of the corporation.

ARTICLE XI

Amendments to Articles of Incorporation

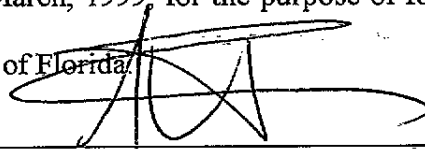
An amendment to these Articles of Incorporation may be proposed by any Director of the corporation, but such amendment may be adopted after receiving an affirmative vote of the majority of the Board of Directors.

ARTICLE XII

Initial Registered Office and Agent

The name and address of the initial registered agent of the corporation is Mike Doyle, 661 S.W. 5th Street, Boca Raton, FL 33427.

IN WITNESS WHEREOF, the undersigned have made, subscribed and acknowledged these Articles of Incorporation on this 18th day of March, 1999, for the purpose of forming the corporation not-for-profit under the laws of the State of Florida.




Jeffery W. Van Treese

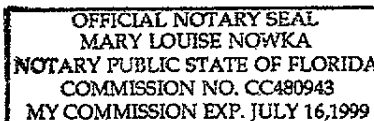
STATE OF FLORIDA)
)
COUNTY OF PALM BEACH) SS:

I HEREBY CERTIFY that on this 18th day of March, 1999, personally appeared before me, an officer duly authorized to administer oaths and take acknowledgements, Jeffery W. Van Treese, who is personally known to me or has produced _____ as identification and is known to me to be the individual described in and who executed the foregoing instrument as Subscriber to the Articles of Incorporation of **PALM BEACH YOUTH BASKETBALL TRAVEL LEAGUE, INC.** (A Florida Corporation, not for profit), and acknowledged to and before me that he signed and executed, such instrument for the uses and purposes therein stated and did not take an oath.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, at West Palm Beach, County of Palm Beach, State of Florida, the day and year last above written.


My Commission Expires:

(SEAL)




ACCEPTANCE OF REGISTERED AGENT

FILED
99 APR -8 AM 10:13
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Having been named to accept service of process for **PALM BEACH YOUTH BASKETBALL TRAVEL LEAGUE, INC.**, at the place designated in Article XII of the Articles of Incorporation, the undersigned agrees to act in this capacity and further agrees to comply with the provisions of all Statutes relative to the proper and complete performance of his duties.

DATED this 31st day of March, 1999.



Mike Doyle