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McGUIRE, PRATT, MASIO, FARRANCE & RICE, P.A.  
ATTORNEYS AT LAW

ROBERT A. FARRANCE①②  
JOHN W. KAKLIS  
CAROL A. MASIO  
HUGH E. McGUIRE, JR.  
SCOTT G. MILLS  
CHARLES J. PRATT, JR.  
H. HAMILTON RICE, JR.②③④

1001 3rd AVENUE WEST, SUITE 600  
BRADENTON, FLORIDA 34205

MAILING ADDRESS:  
POST OFFICE BOX 1866  
BRADENTON, FLORIDA 34206

Telephone: (941) 748-7076  
Facsimile: (941) 747-9774  
E-mail: MPMF@pcsonline.com

① Certified Family Mediator  
② Certified Civil Mediator  
③ Board Certified Civil Trial Lawyer  
④ Board Certified City, County and  
Local Government

May 10, 1999

Secretary of State  
Division of Corporations  
409 East Gaines Street  
Tallahassee, Florida 32301

Re: UNLIMITED OPPORTUNITIES, INC.  
a Non-Profit Corporation

400002873674--8  
-05/13/99--01057--002  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

Gentlemen:

Enclosed please find an original and one copy of the Articles of Incorporation and Certificate Designating Registered Agent for the above corporation, together with a check in the amount of \$70.00 for the filing fees. Please furnish us with a file stamped copy of the Articles of Incorporation upon filing same.

Thank you in advance for your prompt attention and cooperation to this matter. If you should have any questions, please feel free to contact my office.

Sincerely yours,

McGUIRE, PRATT, MASIO, FARRANCE & RICE, P.A.

  
Robert A. Farrance

RAF/kjd  
Enclosure

FILED  
99 MAY 13 AM 11:59  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

B. BROCK MAY 17 1999

**Articles of Incorporation**  
**of**  
**UNLIMITED OPPORTUNITIES, INC.,**  
**a Florida Nonprofit Corporation**

The undersigned incorporators, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt the following Articles of Incorporation:

**ARTICLE I**

**CORPORATE NAME**

The name of this corporation is: **UNLIMITED OPPORTUNITIES, INC.**

**ARTICLE II**

**PRINCIPAL OFFICE**

The principal place of business and mailing address of this corporation shall be: 5500 34th Street West, Bradenton, Florida 34207.

**ARTICLE III**

**CORPORATE NATURE**

This is a nonprofit corporation, organized solely for general charitable purposes pursuant to the Florida Corporations Not for Profit Law set forth in Section 617, Florida Statutes.

**ARTICLE IV**

**DURATION**

The term of existence of the corporation is perpetual.

**FILED**  
99 MAY 13 AM 11:59  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA

## **ARTICLE V**

### **GENERAL AND SPECIFIC PURPOSES**

The specific and primary purpose for which the corporation is organized are:

A. For the advancement of charity, education and any other related or corresponding charitable purposes by the distribution of its funds for such purposes.

B. To promote the educational and athletic advancement of needy individuals by providing financial assistance, scholarships, and/or sponsorships to permit such individuals to attend and participate in the programs provided by the Bollettieri Sports Academies.

C. To operate exclusively in any other manner for such charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954, as amended, or under any corresponding provisions of any subsequent federal tax laws, covering the distributions to organizations qualified as tax exempt organizations under the Internal Revenue Code, as amended, including private foundations and private operating foundations.

## **ARTICLE VI**

### **MANAGEMENT OF CORPORATE AFFAIRS**

A. Board of Directors: The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a Board of Directors.

Directors elected at the first annual meeting, and at all times thereafter, shall serve for a term of one (1) year until the annual meeting of members following the election of Directors and until the qualification of the successors in office. Annual meetings shall be held each year at the registered office of the corporation, or at such other place or places as the Board of Directors may designate from time to time by resolution.

Any action required or permitted to be taken by one Board of Directors under any provision of law may be taken without a meeting, if all members of the Board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the Board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the Directors. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the Board of Directors without a meeting, and that the Articles of Incorporation and the By-Laws of this corporation authorize the Directors to so act. Such a statement shall be prima facie evidence of such authority.

B. Corporate Officers: The Board of Directors shall elect the following officers: President, Vice President, Secretary and Treasurer, and such other officers as the By-Laws of this corporation may authorize the Directors to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the Board of Directors.

## ARTICLE VII

### EARNINGS AND ACTIVITIES OF CORPORATION

A. No part of the net earnings of the corporation shall inure to the benefit or, or be distributable to its members, directors, officers or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for service rendered and to make payments and distributions in furtherance of the purposes set forth in Article V hereof.

B. 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 any candidate for public office.

C. Notwithstanding any other provisions 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 of 1954 (or the corresponding provisions of any future United States Internal Revenue Law), or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law).

D. Notwithstanding any other provision of these Articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

## **ARTICLE VIII**

### **DISTRIBUTION OF ASSETS**

Upon dissolution of the corporation the Board of Directors shall, after paying or making provision for the payment of all the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, education, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provision of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county in which the principle office of the corporation is then located, exclusively for such purposes or to such organization or organizations as such court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE IX**

**MEMBERSHIP**

The qualification for members and the manner of their admission shall be regulated by the By-Laws for this corporation.

**ARTICLE X**

**SUBSCRIBERS**

The names and residence address of the Subscriber of this corporation is:

**Name**

**Address**

**ROBERT C. DAVIS**

**6206 Marina Drive  
Holmes Beach, Florida 34218**

**ARTICLE XI**

**AMENDMENT OF BY-LAWS**

Subject to the limitations contained in the By-Laws, and any limitations set forth in the Corporations Not for Profit Law of the State of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, the By-Laws of this corporation may be made, altered, rescinded, added to, or new By-Laws may be adopted, either by a resolution of the Board of Directors, or by following the procedure set forth therefor in the By-Laws.

**ARTICLE XII**

**DEDICATION OF ASSETS**

The property of this corporation is irrevocably dedicated to educational, or charitable purposes, and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer or member thereof, or to the benefit of any private individual.

**ARTICLE XIII**

**REGISTERED AGENT AND OFFICE**

The address of the corporation's registered office shall be 1001 3rd Avenue West, Suite 600, Bradenton, Florida 34205, and the name of its registered agent at said address shall be **ROBERT A. FARRANCE**.

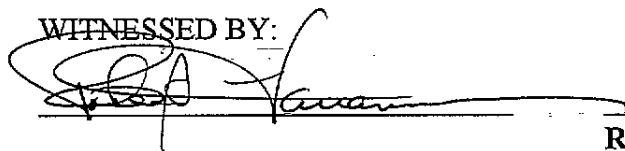
**ARTICLE XIV**

**AMENDMENT OF ARTICLES**

Amendments to these Articles of Incorporation may be proposed by a resolution adopted by the Board of Directors and presented to a quorum of members for their vote in the manner set forth in the By-Laws of this corporation.

We, the undersigned, being the Subscribers and Incorporators of this corporation, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, have executed these Articles of Incorporation, this 21<sup>st</sup> day of April, 1999.

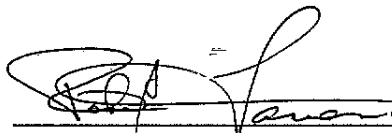
WITNESSED BY:



  
**ROBERT C. DAVIS**  
Subscriber

**ACKNOWLEDGMENT OF REGISTERED AGENT**

I AM FAMILIAR WITH THE DUTIES AND OBLIGATIONS OF THE POSITION AS REGISTERED AGENT FOR UNLIMITED OPPORTUNITIES, INC., A FLORIDA NON-PROFIT CORPORATION, AND HEREBY ACCEPTS THE APPOINTMENT AS REGISTERED AGENT.



ROBERT A. FARRANCE

DATED: 5-11-99

**FILED**  
99 MAY 13 AM 11:59  
SECRETARY OF STATE  
TALLAHASSEE FLORIDA