

N 99000006110

CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32302
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

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99 OCT 15 AM 11:31

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Gulf Shore Shootout, Inc.

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*****70.00 *****70.00

- ☒ Art of Inc. File Photo
- ☐ LTD Partnership File
- ☐ Foreign Corp. File
- ☐ L.C. File
- ☐ Fictitious Name File
- ☐ Trade/Service Mark
- ☐ Merger File
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- ☐ RA Resignation
- ☐ Dissolution / Withdrawal
- ☐ Annual Report / Reinstatement
- ☐ Cert. Copy
- ☒ Photo Copy
- ☐ Certificate of Good Standing
- ☐ Certificate of Status
- ☐ Certificate of Fictitious Name
- ☐ Corp Record Search
- ☐ Officer Search
- ☐ Fictitious Search
- ☐ Fictitious Owner Search
- ☐ Vehicle Search
- ☐ Driving Record
- ☐ UCC 1 or 3 File
- ☐ UCC 11 Search
- ☐ UCC 11 Retrieval
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**ARTICLES OF INCORPORATION OF
GULFSHORE SHOOTOUT, INC.,
A FLORIDA NOT FOR PROFIT CORPORATION**

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The undersigned, acting as incorporators of a corporation pursuant to Chapter 617 of the Florida Statutes, adopt the following Articles of Incorporation for the corporation:

**ARTICLE I
Name**

The name of the corporation is Gulfshore Shootout, Inc.

**ARTICLE II
Address**

The street address of the initial principal office of the corporation and its initial mailing address is 4200 Gulfshore Blvd. North, Naples, FL 34103.

**ARTICLE III
Duration**

The duration of this corporation is perpetual unless dissolved according to law.

**ARTICLE IV
Purpose**

(a) The specific and primary purpose for which this corporation is organized is to promote and host amateur high school basketball tournaments in order to give young athletes a chance to compete and to encourage and contribute to the development of good character and sportsmanship of athletes under the age of 18 years.

(b) The general purposes for which this corporation is organized are for charitable and educational purposes.

(c) This corporation is formed and shall be operated exclusively for non-profit purposes. No part of any net earnings shall inure to the benefit of any director or officer of the corporation except as provided by law.

(d) This corporation shall have and exercise all powers conferred upon not for profit corporations under the laws of the State of Florida generally, and specifically as provided in Section 617.0302 of the Florida Not for Profit Corporation Act, provided however, that this corporation has no power to engage in any activity that in itself is not a furtherance of its purposes as set forth in paragraphs (a) through (c) of this Article IV.

ARTICLE V
Directorship Corporation

This corporation is organized on a directorship basis and the directors shall have the sole voting rights. The corporation will have no members.

ARTICLE VI
Registered Office and Registered Agent

The street address of the corporation's initial registered office is 850 Park Shore Drive, 3rd Floor, Naples, FL 34103, and the name of the corporation's initial registered agent at that address is C. Neil Gregory.

ARTICLE VII
Board of Directors

(a) The powers of this corporation shall be exercised and its affairs managed by a board of directors which will initially consist of seven (7) directors. The number of directors provided for in these Articles of Incorporation may be changed by a resolution of the Board of Directors.

(b) The following persons shall serve the corporation as the first board of directors:

<u>Name</u>	<u>Address</u>
Joe Consolino	5600 Cougar Drive Naples, FL 34109
Howard Gutman	4200 Gulfshore Blvd. North Naples, FL 34103
Rick Armalavage	1845 Trade Center Way Naples, FL 34109
Carl DeFurio	5600 Cougar Drive Naples, FL 34109
Bud Hornbeck	671 Goodlette Road North Naples, FL 34102
Phil Lewis	1075 Central Avenue Naples, FL 34102
Craig Frankel	4200 Gulfshore Blvd. North Naples, FL 34103

(c) The method of electing directors shall be as set forth in the bylaws.

ARTICLE VIII
Basis Under Which Corporation Organized

The corporation is a not for profit corporation as defined by the Not for Profit Corporation Act in Section 617.01401 of the Florida Statutes. As such, it is not organized for the pecuniary gain or profit of, and none of its net earnings is distributable to, its directors, officers, or managers except as specifically permitted under the provisions of the Florida Not for Profit Corporation Act.


ARTICLE IX
Bylaws

Bylaws will be adopted by the Board of Directors. The Bylaws may be amended, repealed, in whole or in part, by the directors in the manner provided in the Bylaws.

ARTICLE X
Indemnification

The corporation shall indemnify any person who was or is a party to or is threatened to be made a party to any threatened, pending, or completed action, suit, or proceeding, whether civil, criminal, administrative, or investigative, formal or informal (other than an action by or in the right of the corporation), by reason of the fact that the person is or was a director, officer, employee, agent or non-director volunteer of the corporation, or is or was serving at the request of the corporation as a director, officer, partner, trustee, employee, non-director volunteer, or agent of another foreign or domestic corporation, partnership, joint venture, trust, or other enterprise, whether for profit or not, against expenses (including actual and reasonable attorney fees), judgments, penalties, fines, and amounts paid in settlement actually and reasonably incurred by him or her in connection with such action, suit, or proceeding, if the person acted in good faith and in a manner the person reasonably believed to be in or not opposed to the best interests of the corporation, and with respect to any criminal action or proceeding, if the person had no reasonable cause to believe his or her conduct was unlawful. The termination of any action, suit, or proceeding by judgment, order, settlement, conviction, or on a plea of nolo contendere or its equivalent, shall not, of itself, create a presumption that the person did not act in good faith and in a manner that the person reasonably believed to be in, or not opposed to, the best interests of the corporation and, with respect to any criminal action or proceeding, had reasonable cause to believe that his or her conduct was unlawful.

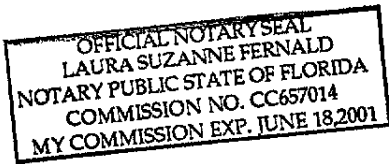
In witness, the undersigned incorporator has executed these Articles of Incorporation on this 14th day of October, 1999.



Howard Gutman
Incorporator

STATE OF FLORIDA)
) ss.
COUNTY OF COLLIER)

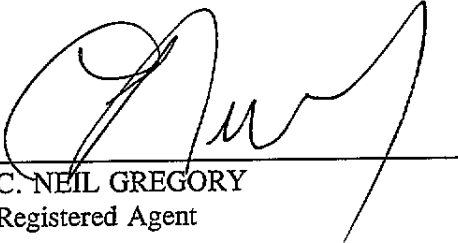
The foregoing instrument was acknowledged before me this 14th day of
October, 1999, by Howard Gutman, who (✓) is personally known to me or () has produced
_____ as identification.



Laura Suzanne Fernald
Notary Public
Laura Suzanne Fernald
Printed Name
My Commission Expires: 6/18/01

ACCEPTANCE BY REGISTERED AGENT

Having been designated as the Registered Agent of the above-named corporation to accept service of process for said corporation, at the place designated in the foregoing Articles of Incorporation, I hereby am familiar with and accept the duties and responsibilities as Registered Agent for said corporation.


C. NEIL GREGORY
Registered Agent

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