



Florida Rural Legal Services Inc.

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WILLIAM M. MIDYETTE, III
PRESIDENT, BOARD OF DIRECTORS

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PETER F. HELWIG
EXECUTIVE DIRECTOR

DONALD ISAAC
ASSOCIATE DIRECTOR

February 26, 1999

Secretary of State
Division of Corporations
Post Office Box 7326
Tallahassee, FL 32314

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12/20/99-01007--004
****131.25 *****87.50

Re: Dolk County basketball Academy (P.C.B.A.)
A Florida Corporation Not For Profit

To whom it may concern:

Enclosed is a signed original and one signed copy of the Articles of Incorporation for the above named corporation. I am also enclosing a check in the amount of \$131.25 to cover the filing fee, certified copy and certificate fee. If you find these documents satisfactory, please place your certificate and endorse your approval on the photocopy and return the same to the named registered agent:

Lorenzo Jones
PO Box 4602, 1955
Fairfax Ct., Winter Haven FL 33885

Should you have any questions, please do not hesitate to contact this office.

Sincerely,

Michelle Bowen
Attorney At Law

Charles Wilson GAVE
AUTHORIZATION BY PHONE TO
CORRECT Incorporator
DATE 12-22-99
DOC. EXAM Oct

Belle Glade ♦ Fort Myers ♦ Fort Pierce ♦ Immokalee ♦ West Palm Beach

A. Howell DEC 22 1999

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
Polk County Basketball Academy Incorporated
A Florida "Not for Profit " Corporation**

The undersigned Florida Corporation, under the Florida Not for Profit Corporation Act, hereby adopts the following Articles of Incorporation.

ARTICLE I. NAME OF CORPORATION:

The name of the corporation is Polk County Basketball Academy Incorporated.

ARTICLE II. PRINCIPAL OFFICE:

The principal office of the corporation is located at 880 Oriole Dr., Winter Haven, Florida 33884. The mailing address is 1475 10th Court N.E., Winter Haven, Florida 33881.

ARTICLE III. DURATION/MEMBERSHIP

The term of existence of the Corporation is perpetual. The qualifications of members, if any, and the manner of their admission shall be regulated by the bylaws.

ARTICLE IV. PURPOSE

The purposes for which this corporation is formed are exclusively charitable, educational and scientific and consist of the following:

- a) To provide educational and recreational programs to residents of the greater Polk County area, in order to combat community deterioration and juvenile delinquency in the low-income community.
- b) To provide a safe place for low-income youth to interact and provide an alternative to the streets through the implementation of a youth athletic intervention program.
- c) To implement a mentoring program between enrolled youth and coaches and provide an avenue for positive interaction and leadership development for youth through participation in a competitive athletic program.
- d) To foster a sense of community spirit through an ongoing cultural, historical and recreational

activities for all members of the community.

e) To aid, support, and assist by gifts, contributions, or otherwise, other corporations, community chests, funds and foundations organized and operated exclusively for charitable, educational or scientific purposes, no part of the net earnings of which inures to the benefit of any private shareholder or individual, and no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation.

f) To do any and all lawful activities which may be necessary, useful, or desirable for the furtherance, accomplishment, fostering, or attaining of the foregoing purposes, either directly or indirectly, and either alone or in conjunction or cooperation with others, whether such others be persons or organizations of any kind or nature, such as corporations, firms, association, trusts, institution, foundations, or governmental bureaus, departments or agencies.

g) All of the foregoing purposes shall be exercised exclusively charitable and educational purposes in such a manner that the Corporation will qualify as an exempt organization under section 501 (c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

(1) **501(c)(3) LIMITATIONS:**

i. **CORPORATE PURPOSES:** Notwithstanding any other provision of these articles, this organization shall not carry on any other activities not permitted to be carried on by an organization exempt from federal and state income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

ii. **EXCLUSIVITY:** The Corporation is organized exclusively for charitable and educational purposes.

iii. **NO PRIVATE INUREMENT:** The corporation is not organized nor shall it be operated for the primary purpose of generating pecuniary gain or profit. The Corporation shall not distribute any gains, profits or dividends to the Directors, Officers or Members thereof, or to any individual, except as reasonable compensation for services actually performed in carrying out the Corporation's charitable and educational purposes. The property, assets, profits and net income of the Corporation are irrevocably dedicated to charitable and educational purposes no part of which shall inure to the benefit of any individual.

iv. **LOBBYING AND POLITICAL CAMPAIGNS:** No substantial part of the activities of the corporation shall consist of the carrying on of propaganda or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in, any political campaign on behalf of any candidate for public office.

v. **DISSOLUTION:** The decision to dissolve the corporation shall be made by a

resolution of the board of directors at a properly called meeting where a majority of the board is present. Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to a not-for-profit organization to be used exclusively for charitable and educational purposes.

ARTICLE V. DIRECTORS

Directors shall be elected as provided by the bylaws.

ARTICLE VI. BYLAWS

The bylaws of the Corporation are to be made, altered, amended by the board of directors of the corporation.

ARTICLE VII. AMENDMENTS TO ARTICLES

These Articles of Incorporation may be amended by the act of the directors of the Corporation. Such amendments may be proposed and adopted in the manner provided in the bylaws of the Corporation.

ARTICLE VIII. INDEMNIFICATION

Any person (and the heirs, executors and administrators of such person) made or threatened to be made a party to any action, suit or proceeding by reason of the fact that he/she is or was a Director or Officer of the Corporation shall be indemnified by the Corporation against any and all liability and the reasonable expenses, including attorney's fees and disbursements, incurred by him/her (or by his/her heirs, executors or administrators) in connection with the defense or settlement of such action, suit or proceeding that such Director or Officer is liable for negligence or misconduct in the performance of his/her duties. Such right of indemnification shall not be deemed exclusive of any other rights to which such Director or Officer (or such heirs, executors or administrators) may be entitled apart from this Article.

ARTICLE IX. REGISTERED AGENT

The name and address of the registered agent of the corporation is

Lorenzo Jones, P.O. Box 4002, 1955 Fairfax Ct, Winter Haven, FL 33885

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 the obligations of my position as registered agent.

Lorenz Jones
Signature/Registered Agent

12-8-99
Date

EXECUTION

These articles are executed by the following officers of Polk County Basketball Academy, Inc.

Josh Giles
Josh Giles, President
12/8/99
Date

Charles Wilson/Terry Cassidy
Charles Wilson/Terry Cassidy, Vice-President
Incorporator
12/8/99
Date
1475 W. Tenth Court, N.E.
Winter Haven, FL 33881

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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