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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

January 23, 2002

Corporate Records Bureau
Division of Corporations
Department of State
P. O. Box 6327
Tallahassee, Florida 32314

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*****78.75 *****78.75

Re: USA-HOOPS INC.

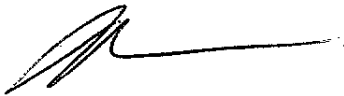
Gentlemen:

Enclosed please find an original and one copy of Articles of Incorporation of the captioned corporation which I ask that you approve and file.

Also enclosed is a check to your order in the sum of \$78.75 representing the statutory filing fee, costs of certifying one copy of the Articles, the filing tax, and certificate of resident agent.

Would you kindly certify the enclosed copy and return it to me.

Very truly yours,


Theresa A. Reth

TAR:js
enclosure

FILED

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ARTICLES OF INCORPORATION
OF
USA-HOOPS INC.

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

I, the undersigned, a natural person competent to contract, hereby associates, for the purpose of becoming a corporation, not-for-profit, under Chapter 617, of the laws of the State of Florida, providing for the formation, liability, rights and privileges of a corporation, not-for-profit.

ARTICLE 1.

Name

Name. The name of the Corporation is USA-HOOPS INC.

ARTICLE 2.

Statement of Corporate Nature

This is a non-profit corporation, organized solely for educational and charitable purposes pursuant to Florida corporations not-for-profit laws set forth in Part 1 of Chapter 617 of Florida Statutes.

ARTICLE 3.

General and Specific Purposes

A. The specific and primary purposes for which this corporation is formed are:

1. To provide educational and charitable service to the youth of Marion County, Florida and surrounding areas, including but not limited to the provision of youth basketball events, clinics and camps.

B. No part of the net earnings of this corporation shall inure to the benefit of 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 services rendered and to make payments and distributions in furtherance of the purposes set forth in this Article 3, including distributions as determined by the Board of Directors upon partial liquidation to one or more members which are organizations exempt under Section 501(c)(3) of the Internal Revenue Code. 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. 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 or 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 corresponding Section of any future Federal Tax Code.

C. The general purposes for which this corporation is formed are to operate exclusively for such educational and charitable purposes as will qualify it as an exempt organization, under Section 501 (c)(3) of the Internal Revenue Code or corresponding provisions of any subsequent Federal Tax laws, including, for such purposes the making of distribution to organizations which qualify as tax exempt under that code.

D. This 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 statements or otherwise), in any political campaign on behalf of any candidate for public office.

ARTICLE 4.

Powers

A. Subject to any specific written limitations or restrictions imposed by the Statutes of the State of Florida, by any other applicable law, or by these Articles of Incorporation, and solely and in furtherance thereof, but not in addition to, the exempt purposes set forth in Article 3 hereof, the corporation shall have and exercise all powers specified in the Statutes of the State of Florida.

B. To do everything necessary, proper, advisable or convenient, for the accomplishment of the exempt purposes herein above set forth, and to do all other things incidental thereto or connected therewith, which are not forbidden by the Statutes of the State of Florida or by any other law or by these Articles of Incorporation.

ARTICLE 5.

Term.

This corporation shall have a perpetual existence.

ARTICLE 6.

Membership.

The Board of Directors shall be empowered to add new members as needed or as necessary to achieve the goals and purposes of the organization. The Members shall be the directors of the corporation, but, will not be otherwise entitled to vote (separately from their votes as directors) and members shall not hold meetings.

ARTICLE 7.

Incorporators.

The names and residences of the incorporator of this corporation, is as follows:

William J. Bollinger
16251 SE 52nd Place
Ocklawaha Florida 32179

ARTICLE 8.

Location of Principal Office and Identification of Registered Agent.

A. The County in the State of Florida where the principal office for the transaction of business of this corporation is to be located in the County of Marion, 36 SE 15th Terrace, Ocala Florida 34471.

b. The name and address of the corporation's registered agent is William J. Bollinger, 36 SE 15th terrace, Ocala Florida 34471.

ARTICLE 9.

Management of Corporate Affairs.

A. Board of Directors.

1. The power of this corporation shall be exercised, its properties controlled, and its affairs conducted by the Board of Directors. The number of the members of the initial Board of Directors shall be three (3), and the Board of Directors shall have not less than three (3) members provided, however, the number of members may be changed by by-laws duly adopted by the Board of Directors.

2. The Directors named herein as the first Board of Directors, shall serve for a period of one year or until their successors are duly elected and qualified, unless a Director resigns or is removed

with cause, by a majority vote of the remaining Directors. In case of resignation or removal for cause, the remaining Directors, shall elect the successor to the departing or removed Director.

3. The meetings of the Board of Directors shall be held at such time and place, each year, as the Board of Directors may designate from time to time, by resolution. Meetings of the Board of Directors may be held within or without the State of Florida.

4. Any action required or permitted to be taken by the Board of Directors, under any provisions of law, may be taken without meeting; the members of the Board of Directors 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 by unanimous vote of the Board of Directors. Any certificate or other document filed under any provision of law, which relates to actions 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 authorized the Board of Directors to so act. Such a statement shall be prima facie evidence of such authority.

ARTICLE 10.

First Board of Directors.

The names and addresses of the first Board of Directors, are as follows:

William J. Bollinger
16251 SE 52nd Place
Ocklawaha Florida 32179

Ridley McQuary
1977 SE 88th Street
Ocala Florida 34480

Teresa A. Bollinger
16251 SE 52nd Place
Ocklawaha Florida 32179

ARTICLE 11.

First Officers.

The names and addresses of the first Officers, are as follows:

President: William J. Bollinger
16251 SE 52nd Place
Ocklawaha Florida 32179

Vice-President: Ridley McQuary
1977 SE 88th Street
Ocala Florida 34480

Secretary: Ridley McQuary
11977 SE 88th Street
Ocala Florida 34480

Treasurer: Teresa A. Bollinger
16251 SE 52nd Place
Ocklawaha Florida 32179

ARTICLE 12.

By-Laws.

The By-Laws of this corporation may be made, altered, rescinded, added to or new By-Laws may be adopted, either by resolution of the majority of the Board of Directors, or by following a procedure set forth therefor, in the By-Laws.

ARTICLE 13.

Amendments.

The corporation reserves the right to amend, alter, change or repeal, any provision in these Articles of Incorporation, in the manner prescribed by law.

ARTICLE 14.

Dissolution.

In the event of dissolution of the corporation, the assets of the corporation shall be distributed to another similar, not-for-profit organizations which complies with one or more exempt purposes within the meaning of Section 501 (c)(3), of the Internal Revenue Code of 1986 or corresponding Sections of any future Federal Tax Code. Any such assets not so disposed, shall be disposed by the Circuit Court of the County in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

IN WITNESS WHEREOF, the undersigned, William J. Bollinger has executed these Articles of Incorporation for the uses and purposes herein stated, this 27 day of January, 2002.

INCORPORATOR:



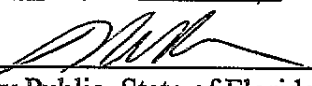
STATE OF FLORIDA

COUNTY OF

I hereby certify that on this day before me, a Notary Public duly authorized to take acknowledgments, personally appeared William J. Bollinger, to me known to be the person described as Subscriber in and who produced driver license as identification, executed the foregoing Articles of Incorporation, and she acknowledged before me that she subscribed to these Articles of

Incorporation and who ☒ did ☐ did not take an oath.

WITNESS my hand and official seal this 22 day of January, 2002.



Notary Public, State of Florida

(Seal)

My commission expires:



Theresa A Reth
My Commission CC724094
Expires April 24, 2002

ACCEPTANCE

The undersigned, having been designated as Registered Agent of USA-HOOPS INC. in its Articles of Incorporation, hereby accepts such designation and agrees to act in that capacity;

The undersigned further agrees to comply with the provisions of all Statutes relative to the proper and complete performance of those duties and is familiar with and accept the obligations of my position as Registered Agent.

I



William J. Bollinger