

P96000025863  
TRANSMITTAL LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

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-03/18/96--01127--017  
+++131.25 +++131.25

SUBJECT: N.C.T.C. - FL, INC.  
(Proposed corporate name - must include suffix)

Enclosed is an original and one (1) copy of the articles of incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee  
& Certificate

☐ \$122.50  
Filing Fee  
& Certified Copy

☒ \$131.25  
Filing Fee,  
Certified Copy  
& Certificate

Additional Copy Required

FROM: ROBERT C. CANNON  
Name (printed or typed)

P.O. Box 10485  
Address

Beverly Hills, CA 90213-3485  
City, State & Zip

(310) 205-3905  
Daytime Telephone number

FILED  
96 MAR 18 AM 9:27  
TALLAHASSEE, FLORIDA

NOTE: Please provide the original and one copy of the articles.

63 3/25/96

FILED

96 MAR 18 AM 9:27

STATE  
OFFICE OF THE CLERK  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
N.C.T.C. - FL, INC.**  
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The undersigned, being a natural person of full age and acting as the incorporator for the purpose of forming the business corporation hereinafter named pursuant to the provisions of Chapter 607, Florida Statutes, does hereby adopt the following Articles of Incorporation.

**ARTICLE 1**

The name of this corporation, hereinafter referred to as the "corporation", is:  
**N.C.T.C. - FL, INC.**

**ARTICLE 2**

The principal place of business and the mailing address of this corporation shall be:  
**N.C.T.C. - FL, Inc. c/o Dan Martin  
Bluewater Bay Resort, 1950 Bluewater Boulevard, Niceville, Florida, 32578**

**ARTICLE 3**

The existence of the corporation is perpetual. The purpose of the corporation is to engage in any lawful act or activity for which a corporation may be organized under the Law of the State Of Florida other than the banking business, the trust company business, or the practice of a profession permitted to be incorporated by Florida Statutes.

**ARTICLE 4**

This corporation's initial registered agent is:  
**Dan Martin Bluewater Bay Resort  
1950 Bluewater Boulevard, Niceville, Florida, 32578**

**ARTICLE 5**

The total number of shares which the corporation is authorized to issue is Five Hundred (500,000) Thousand Shares, all of which are of one class and no par value, and all of which are common shares. No preference, limitation, restriction, or special rights, other than those provided by law, shall exist with respect to any shares of the corporation, or the holders thereof. The Board of Directors of the corporation may issue any or all of the aforesaid authorized shares from time to time, for such consideration as it may determine at that time.

*Articles Of Incorporation Of  
N.C.T.C. - FL, INC.*

**ARTICLE 6**

In the interim between meetings of Shareholders held for the election of Directors or for the removal of one or more Directors and the election of the replacement or replacements thereat, any vacancy which results by reason of the removal of a Director or Directors by the Shareholders entitled to vote in an election of Directors, and which has not been filled by said Shareholders, may be filled by a majority of the Directors then in office, whether or not less than a quorum, or by the sole remaining Director, as the case may be.

**ARTICLE 7**

Each share of the corporation which is entitled to unlimited dividend rights and to unlimited voting rights shall entitle the holder thereof, for a period of thirty days, to subscribe for or purchase authorized shares of the same class or options or securities having conversion or option rights to any such class which are to be issued or to subscribe for or purchase authorized shares of any other class conferring unlimited dividend rights and unlimited dividend rights or options or securities having conversion or option rights to any such class which are to be issued.

**ARTICLE 8**

The name and street address of the incorporator to these Articles Of Incorporation is:  
Robert C. Cannon, c/o Dan Martin  
Bluewater Bay Resort, 1950 Bluewater Boulevard, Niceville, Florida, 32578

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation on January 2, 1996.

  
Robert C. Cannon  
Incorporator

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501, FLORIDA STATUTES, THE UNDERSIGNED CORPORATION, ORGANIZED UNDER THE LAWS OF THE STATE OF FLORIDA, SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the corporation is: NATIONAL COLLEGIATE TENNIS CLASSIC, INC.

2. The name and address of the registered agent and office is:

Mr. Dan Martin

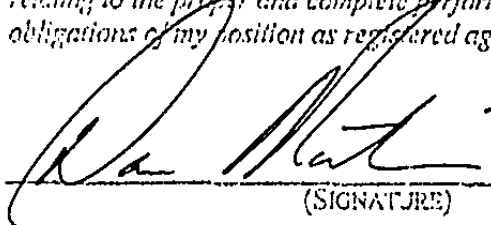
(Name)  
Bluewater Bay Resort  
1950 Bluewater Boulevard

(P.O. Box or Mail Drop Box NOT ACCEPTABLE)

Niceville, Florida 32578

(CITY/STATE/ZIP)

*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.*

  
(SIGNATURE)

Dec. 18, 1995  
(DATE)