

**AZ CORPORATION COMMISSION
FILED**


05318600

DEC 02 2015

**ARTICLES OF INCORPORATION
OF A TAX-EXEMPT**
**AZ CORPORATION COMMISSION
FILED**
**DO NOT PUBLISH
THIS SECTION**
ARTICLE 1

If you are the holder assignee of a tradename, attach a copy of the tradename certificate.

FILE NO.

2049885-5

 Pursuant to A.R.S. §10-3202
(Arizona Non-Profit Corporation)

NOV 25 2015

FILE NO. 2049885-5

ARTICLES 2

The Internal Revenue Code places certain restrictions upon the purpose of a tax exempt non profit corporation. Please refer to Federal Publication #557. Before completing this article.

ARTICLE 3

The name cannot imply that the corporation is organized for any character of affairs other than the initial business indicated in this article.

ARTICLE 4

This Article is included for the purpose of obtaining tax-exempt status with the IRS and to comply with A.R.S. §10-2326. If the corporation intends to apply for tax-exempt status, you will need to cite the specific Section of the IRS code, as amended, under which the corporation plans to organize. For further information please refer to publication #557.

ARTICLE 5

Insert applicable Section number of the IRS Code.

ARTICLE 6

This provision is not mandatory. See A.R.S. §10-3302(14).

1. **Name:** The Name of the Corporation is:

CBL Communities, Inc.

2. **Purpose:** The purpose for which the corporation is organized is:

Our organization is to improve people, communities, and businesses with the power of our community-based basketball platform.

3. **Character of Affairs:** The character of affairs of the corporation will be:

The Corporation is organized exclusively for charitable, religious, educational and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

4. No part of the net earning of the 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 Article 2. 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 provision 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 United States Internal Revenue Code (or the corresponding provision 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 United States Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Laws).

5. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all its assets exclusively for the purposes of the corporation in such a manner, or to such organizations organized and operated exclusively for charitable, educational, religious or scientific purpose as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the United States Internal Revenue Code (or the corresponding provision of any future United States Internal Revenue Laws) as the Board of Directors shall determine. Any such assets not disposed of shall be disposed of by the Superior Court of the county in which the principal office of the corporation is then located, exclusively for such purpose or to such organization or organizations, as said Court shall determine, which are organized and operated exclusively for such purpose.

6. The power of indemnification under the Arizona Revised Statutes shall not be denied or limited by the bylaws.

**DO NOT PUBLISH
THIS SECTION****ARTICLE 7**

A minimum of 1
director is required.

ARTICLE 8

May be in care of the
statutory agent. If the
address is the same as
the street address of
the statutory agent,
write "same as
statutory agent." **DO
NOT LEAVE BLANK.**

ARTICLE 9

The statutory agent
must provide a physical
address. If the
statutory agent has a
P.O. Box, then they
must also provide a
physical description of
their street
address/location.

ARTICLE 10

A minimum of 1
incorporator is
required. All
incorporators must sign
both the Articles of
Incorporation and the
Certificate of
Disclosure

7. **Board of Directors:** The initial board of directors shall consist of 4
director(s). The name(s) and address(es) of the person(s) who is(are) to serve
as the director(s) until the first annual meeting of the members, if a member
corporation, or Board of Directors, if the corporation has no members, or until
his(her)(their) successor(s) is(are) elected and qualifies is(are):

Name: Steve LarkinName: Jamar JohnsonAddress: 925 W. Baseline Rd. Suite 105-229Address: 925 W. Baseline Rd. Suite 105-229City, State, Zip: Tempe, AZ 85283City, State, Zip: Tempe, AZ 85283Name: Elvira AdameName: Jeff JacksonAddress: 925 W. Baseline Rd. Suite 105-229Address: 925 W. Baseline Rd. Suite 105-229City, State, Zip: Tempe, AZ 85283City, State, Zip: Tempe, AZ 85283

The number of persons to serve on the board of directors thereafter shall be fixed by the Bylaws.

8. **Known Place of Business:** (In Arizona) The street address of the known place
of business of the Corporation is:

925 W. Baseline Rd. Suite 105-229, Tempe, AZ 85283

9. **Statutory Agent:** (In Arizona) The name and address of the statutory agent of
the Corporation is:

Name: Jamar JohnsonAddress: 925 W. Baseline Rd. Suite 105-229City, State, Zip: Tempe, AZ 85283

10. **Incorporators:** The name(s) and address(es) of the incorporator(s) is (are):

Name: Jamar Johnson

Name: _____

Address: 925 W. Baseline Rd. Suite 105-229

Address: _____

City, State, Zip: Tempe, AZ 85283

City, State, Zip: _____

**All powers, duties and responsibilities of the incorporators shall cease at the time of
delivery of these Articles of Incorporation to the Arizona Corporation Commission.**

11. ☒ **Check this box, if this provision will apply to your corporation.**

DISCRIMINATION: The Corporation will not practice or permit discrimination on
the basis of sex, race, national origin, religion, physical handicap or disability.

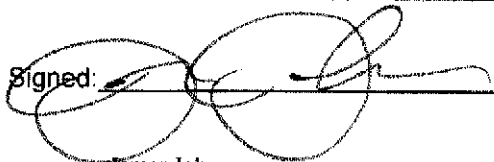
**DO NOT PUBLISH
THIS SECTION****ARTICLE 12**

The Articles must indicate if the corporation will, or will not have members.

12. MEMBERS (Check One)

The corporation ☒ will have members
☐ will not have members.

Executed this 25th day of November, 2015 by all of the incorporators.

Signed: 

Jamar Johnson

[Print Name Here]

[Print Name Here]

Phone and fax numbers are optional

PHONE (855) 386-5225

FAX

The agent must consent to the appointment by executing the consent.

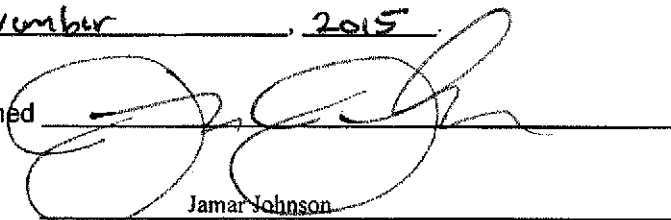
Acceptance of Appointment By Statutory Agent

The undersigned hereby acknowledges and accepts the appointment

as statutory agent of the above-named corporation effective

this 25th day of November, 2015

Signed



Jamar Johnson

[Print Name Here]

The Articles must be accompanied by a Certificate of Disclosure, executed within 30 days of delivery to the Commission, by all incorporators.

[If signing on behalf of a company serving as statutory agent, print company name here]