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### DELOACH & PETERSON, P.A. ATTORNEYS AT LAW

J. BOYD DELÇACH SID C. PETERSON II PHILIP B. PETERSON

418 CANAL STREET POST OFFICE BOX 428 NEW SMYRNA BEACH, FL 32170 AND ACCOMMENT SEE (388) 428-2464

(386) 428-2464 FAX (386) 423-9967

JAMES R. PROVENCHER

October 5, 2006

#### FLORIDA DEPARTMENT OF STATE

Division of Corporation Post Office Box 6327 Tallahassee, Florida 32314

> Re: N.S.B. HIGH SCHOOL DUGOUT CLUB, INC. (A Florida Not For Profit Corporation) Our File No. 06-13445

Dear Sirs:

Enclosed please find Articles of Incorporation, along with a copy of same concerning the above-referenced corporation. I have also enclosed this firm's check in the amount of \$70.00 for your various filing fees.

Please return a conformed copy of the Articles of Incorporation to this office.

Sincerely yours

SID C. PETERSON, JR

SCP/bg Enclosures

### ARTICLES OF INCORPORATION

**OF** 

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

### N.S.B. HIGH SCHOOL DUGOUT CLUB, INC. (A Florida Not For Profit Corporation)

The undersigned, acting as incorporator of a not for profit corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation.

## ARTICLE I CORPORATE NAME, PRINCIPAL OFFICE AND MAILING ADDRESS

The name of this Corporation shall be: *N.S.B. HIGH SCHOOL DUGOUT CLUB, INC.* with its principal office located at 2217 Swoope Drive, New Smyrna Beach, Florida 32168 and its corporate mailing address being P. O. Box 635, New Smyrna Beach, Florida 32170.

### ARTICLE II POWERS AND PURPOSE

- A. This corporation shall have an exercise all powers conferred upon not for profit corporations under the laws of the State of Florid generally and specifically as provided in Section 617.021 of the Florida Not For Profit Corporation, Act, as amended.
- B. The specific and primary purposes for which this corporation is organized is to promote youth baseball in the City of New Smyrna Beach, Florida.

### ARTICLE III NONSTOCK CORPORATION

This corporation is organized upon a nonstock basis and shall not issue shares of stock. No dividend shall be paid, and no part of the income of the corporation shall be distributed to its members, directors, or officers.

### ARTICLE IV TERM OF EXISTENCE

This Corporation shall have perpetual existence, commencing upon filing of these Articles.

## ARTICLE V REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial registered office of this Corporation in the state of Florida shall be:

### R. ALAN WEAVER

2217 Swoope Drive New Smyrna Beach, Florida 32168

The Board of Directors, from time to time, may move the Registered Office to any other address in the State of Florida.

### ARTICLE VI MEMBERSHIP

The qualifications for members and the manner of their admission, the different classes of membership, the voting and other rights and privileges of members and the termination of membership, shall be as regulated by the by-laws.

### ARTICLE VII BOARD OF DIRECTORS

This Corporation shall have four (4) directors initially. The number of directors may be increased or diminished from time to time by By-Laws adopted by the Board of Directors, but shall never be less than three (3).

### ARTICLE VIII INITIAL DIRECTORS

The names of the initial directors of this Corporation and their street addresses are:

PAUL J. WRIGHT

880 Corbin Park Road

New Smyrna Beach, Florida 32168

R. ALAN WEAVER

2217 Swoope Drive

New Smyrna Beach, Florida 32168

JOSEPH A. SOPOTNICK

2713 Royal Palm Drive Edgewater, Florida 32141

DONNA E. PARRIS

2000 S. Air Park Road Edgewater, Florida 32141

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until his or her successors are elected or appointed and have qualified, whichever occurs first.

#### ARTICLE IX OFFICERS

The officers of this Corporation shall be a President, Vice-President, Secretary and Treasurer, and any other office as the Board of Directors may deem necessary. Any two or more offices may be held by the same person.

### ARTICLE X INITIAL OFFICERS

The names of the initial officers of this Corporation and their street addresses are:

President

PAUL J. WRIGHT

880 Corbin Park Road

New Smyrna Beach, Florida 32168

Vice-President

R. ALAN WEAVER

2217 Swoope Drive

New Smyrna Beach, Florida 32168

Secretary

JOSEPH A. SOPOTNICK

2713 Royal Palm Drive Edgewater, Florida 32141

Treasurer

DONNA E. PARRIS

2000 S. Air Park Road Edgewater, Florida 32141

### ARTICLE XI INCORPORATORS

The name and address of the person signing these Articles of Incorporation as the Incorporator is:

#### R. ALAN WEAVER

2217 Swoope Drive New Smyrna Beach, Florida 32168

### ARTICLE XII A M E N D M E N T S

These Articles of Incorporation may be amended by an affirmative vote of the majority of those members present at the annual meeting or at a special meeting called for that purpose.

#### ARTICLE XIII INDEMNIFICATION

This corporation shall indemnify any officer, director, employee or agent, and any former officer, director, employee or agent, to the full extent permitted by law.

#### ARTICLE XIV DISSOLUTION

In the event this corporation should be dissolved for any cause, all of its assets and any funds resulting from the sale of its property shall be used exclusively in furtherance of the purposes enumerated in these Articles, and none of its funds or property shall inure to the profit of any private individual or corporation. Any distributions hereunder shall be paid as determined by the Board of Directors, over to a local organization or local organizations, as the case may be, with similar aims to those of this corporation having qualified for exemption under 501(c)(3), 501(c)(7), or 170(c)(2), of the Internal Revenue Code of 1954.

IN WITNESS WHEREO	F, the under	rsigned as Inc	corporator has	executed the	e foregoing
Articles of Incorporation on this §	day of _	October	, 2006		

R. ALAN WEAVER

### STATE OF FLORIDA

### **COUNTY OF VOLUSIA**

My Commission Expires:

personally known to me or who has produc	personally appeared, R. ALAN WEAVER, who is sed
before me that he subscribed to these	Articles of Incorporation on this 5th day of
Paula K. Hathaway	
(Notary - print name)	Paula K. Hathoway  Commission # DD552560
Notary Public - State of Florida	STATE OF FLORIDA Expires June 14, 2010  Expires June 14, 2010  Expires June 14, 2010
Commission No.:	

#### CERTIFICATE

In compliance with Section 48.091, Florida Statutes, the following is submitted:

That N.S.B. HIGH SCHOOL DUGOUT CLUB, INC., desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation, at the City of New Smyrna Beach, County of Volusia, State of Florida, has named R. ALAN WEAVER, 2217 Swoope Drive, New Smyrna Beach, Volusia County, Florida, as its agent to accept service of process within this State.

#### ACKNOWLEDGMENT

Having been named to accept service of process for the above-named corporation, at the place designated in this Certificate, the undersigned agrees to act in this capacity, and agrees to comply with the provisions of Florida relative to keeping the designated office open.

R. ALAN WEAVER, as Registered Agent

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