

8/24/98

FLORIDA DIVISION OF CORPORATIONS
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TO: DIVISION OF CORPORATIONS

FAX #: (850)922-4000

FROM: ACE INDUSTRIES, INC.
CONTACT: PAM FRIEDMAN
PHONE: (305)358-2571

ACCT#: 070744001530

FAX #: (305)358-7832

NAME: MIAMI MANATEES BASEBALL CLUB, INC.

AUDIT NUMBER.....H98000015755

DOC TYPE.....BASIC AMENDMENT

CERT. OF STATUS..0

PAGES..... 5

CERT. COPIES.....0

DEL.METHOD.. FAX

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Amendment
08/25/98
DC

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98 AUG 25 PM 3:15
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

8/24/98

FLORIDA DIVISION OF CORPORATIONS
PUBLIC ACCESS SYSTEM
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DIVISION OF CORPORATIONS



FLORIDA DEPARTMENT OF STATE

Sandra B. Mortham
Secretary of State

August 25, 1998

MIAMI MANATEES BASEBALL CLUB, INC.
7475 SW 147 ST
MIAMI, FL 33158SUBJECT: MIAMI MANATEES BASEBALL CLUB, INC.
REF: N98000001924

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

Section 15.16(3), Florida Statutes, requires each document to contain in the lower left-hand corner of the first page the name, address, and telephone number of the preparer of the original and, if prepared by an attorney licensed in this state, the preparer's Florida Bar membership number.

On page 3, the last paragraph, the document is illegible. Please resend the third page.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 487-6906.

Darlene Connell
Corporate SpecialistFAX Aud. #: H98000015755
Letter Number: 998A00043967RECEIVED
98 AUG 25 PM 12:31
DIVISION OF CORPORATIONS

H98-15755 ARTICLES OF AMENDMENT TO A NON-PROFIT CORPORATION

NAME OF CORPORATION: MIAMI MANATEES BASEBALL CLUB, INC.

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida non-profit corporation adopts the following articles of amendment to its' articles of incorporation.

FIRST: Amendment(s) adopted: (Indicate Article Number(s) being amended, added or deleted.)
ARTICLE 3: AMENDED TO ADD REQUIRED IRS LANGUAGE.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

SECOND: The date of adoption of the amendment(s) was: 08/24/98

THIRD: Adoption of Amendment (Check one)

- ☐ The amendment(s) was (were) adopted by the members and the numbers of votes cast for the amendment was sufficient for approval.
- ☒ There are no members or members entitled to vote on the amendment. The amendment(s) was (were) adopted by the board of directors.

CORPORTATION: MIAMI MANATEES BASEBALL CLUB, INC.



Signature of Chairman, Vice Chairman, President or other officer

Typed or printed name: JAMES POTUCCK

Title: PRESIDENT

Date: 08/24/98

Prepared by
acel Industries, Inc.
54 Northwest 11th St.
Miami, FL 33136
(305) 358-2571

H98-15755

08-25-1998 13:00

H98-15755

AMENDED
ARTICLES OF INCORPORATION
OF
MIAMI MANATEES BASEBALL CLUB, INC.,
A FLORIDA CORPORATION NOT FOR PROFIT

We, the undersigned, for the purpose of forming a corporation under the Laws of the State of Florida, by and under the provisions of the Statutes of the State of Florida, providing for the formation, liability, rights, privileges and immunities of a corporation not-for-profit, do hereby adopt the following articles of incorporation.

ARTICLE ONE
NAME

The Corporation name shall be MIAMI MANATEES BASEBALL CLUB, INC.

ARTICLE TWO
INITIAL PRINCIPAL OFFICE

The street and mailing address of the initial principal office of the Corporation is 7475 S.W. 147 Street, Miami, Florida 33158.

ARTICLE THREE
PURPOSE

The general purpose for which the Corporation is organized is to operate, conduct, manage, maintain and carry on the affairs of a youth baseball team as a not-for-profit organization, and for the doing of any and all other business incidental thereto, or connected therewith, and the doing and performing of any and all acts or things necessary, proper, or convenient for or incidental to the furtherance or the carrying out of the powers or purposes here mentioned.

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ARTICLES OF INCORPORATION
MIAMI MANATEES BASEBALL CLUB, INC.
PAGE TWO

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

No part of the net earnings of the organization shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the organization 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 the purpose clause hereof. No substantial part of the activities of organization shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the organization 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 this document, the organization shall not carry on any other activities not permitted to be carried on (a) by and organization exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, corresponding section of any future federal tax code, or (b) by an organization, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future federal tax code.

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not disposed of shall be disposed of by the Court of

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MIAMI MANATEES BASEBALL CLUB, INC.
PAGE THREE

Common Place of the county in which the principal office of the organization 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.

ARTICLE FOUR
DIRECTORS

The number of Directors constituting the initial Board of Directors shall be Three (3). The names and addresses of the persons who are to serve as the members of the initial Board of Directors:

Mr. James Potucek	Mr. Paul Alexander	Mr. Ron Lopez
7475 S.W. 147 Street	9271 Sterling Drive	24878 S.W. 128 Path
Miami, Florida 33158	Miami, Florida 33157	Miami, Florida 33032

ARTICLE FIVE
METHOD OF ELECTION OF DIRECTORS

The method of election of Directors shall be stated in the Bylaws of the Miami Manatees Baseball Club, Inc. as established by the Initial Board of Directors.

ARTICLE SIX
REGISTERED OFFICE AND AGENT

The street address of the initial registered office of the Corporation is 7475 S.W. 147 Street, Miami, Florida 33158, and the name of its initial registered agent at such address is James Potucek.

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MIAMI MANATEES BASEBALL CLUB, INC.
PAGE FOUR

ARTICLE SEVEN
MEMBERSHIP

Any natural person over the age of Eighteen (18) years who has a child who is on the roster of the Miami Manatees Baseball Club shall be a Member of the Corporation.

ARTICLE EIGHT
ONE CLASS OF NON-TRANSFERABLE MEMBERSHIP

There shall only be One (1) class of Membership in the Corporation; Membership in the Corporation is not transferable.

ARTICLE NINE
INCORPORATORS

The names and addresses of the Three (3) Incorporators are:

Mr. James Potucek	Mr. Paul Alexander	Mr. Ron Lopez
7475 S.W. 147 Street	9271 Sterling Drive	24878 S.W. 128 Path
Miami, Florida 33158	Miami, Florida 33157	Miami, Florida 33032

Executed by the undersigned at Miami-Dade County, Florida on this 24th day of August 1998.


Mr. James Potucek
President

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