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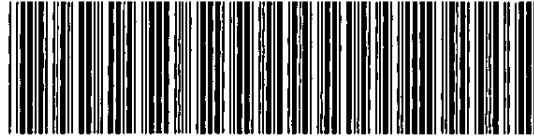
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COVER LETTER

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TO: New Filing Section
Division of Corporations

SUBJECT: The South Atlantic League of Professional Baseball Clubs, Inc.
(Name of Corporation -- must include suffix)

Dear Sir or Madam:

The enclosed "Application by Foreign Not for Profit Corporation for Authorization to Conduct its Affairs in Florida", "Certificate of Existence", and check are submitted to register the above referenced not for profit corporation to conduct its affairs in Florida.

Please return all correspondence concerning this matter to the following:

Eric Krupa

(Name of Person)

South Atlantic League

(Firm/Company)

111 Second Avenue NE

Suite 335

(Address)

St. Petersburg FL 33701

(City/State and Zip Code)

For further information concerning this matter, please call:

Eric Krupa

(Name of Person)

at (727) 456-1240

(Area Code & Daytime Telephone Number)

MAILING ADDRESS:

New Filing Section
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

STREET/COURIER ADDRESS:

New Filing Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

Enclosed is a check for the following amount:

- ☐ \$70.00 Filing Fee ☒ \$78.75 Filing Fee & Certificate of Status ☐ \$78.75 Filing Fee & Certified Copy ☐ \$87.50 Filing Fee, Certificate of Status & Certified Copy

**APPLICATION BY FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO
CONDUCT ITS AFFAIRS IN FLORIDA**

IN COMPLIANCE WITH SECTION 617.1503, FLORIDA STATUTES, THE FOLLOWING IS SUBMITTED TO
REGISTER A FOREIGN NOT FOR PROFIT CORPORATION FOR AUTHORIZATION TO CONDUCT ITS AFFAIRS
IN THE STATE OF FLORIDA:

1. The South Atlantic League of Professional Baseball Clubs, Inc.
(Name of corporation: must include the word "INCORPORATED" or "CORPORATION" or words or abbreviations of like import in language as will clearly indicate that it is a corporation instead of a natural person or partnership if not so contained in the name at present. "Company" or "Co." may not be used as a corporate suffix by a nonprofit corporation.)

2. North Carolina 3. 56-0711811
(State or country under the law of which it is incorporated) (FEI number, if applicable)

4. February 26, 2001 5. Perpetual
(Date of Incorporation) (Duration: Year corp. will cease to exist or "perpetual")

6. January 2008
(Date first conducted affairs in Florida if prior to registration. See sections 617.1501 & 617.1502, F.S. to determine penalty liability.)

7. 111 Second Avenue NE, Suite 335, St. Petersburg FL 33701
(Principal office address)

111 Second Avenue NE, Suite 335, St. Petersburg FL 33701
(Current mailing address)

8. Temporary relocation of league headquarters
(Purpose(s) of corporation authorized in home state or country to be carried out in the state of Florida)

9. Name and street address of Florida registered agent: (P.O. Box **NOT** acceptable)

Name: Eric Krupa

Office Address: 111 Second Ave NE, Suite #335


St. Petersburg, Florida 33701
(City) (Zip Code)

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10. Registered agent's acceptance:

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this application, 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 relative to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


(Registered Agent's signature)

11. Attached is a certificate of existence duly authenticated, not more than 90 days prior to delivery of this application to the Department of State, by the Secretary of State or other official having custody of corporate records in the jurisdiction under the law of which it is incorporated.

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12. Names and addresses of officers and/or directors:

A. DIRECTORS

SEE ATTACHED LIST

Chairman: _____

Address: _____

Vice Chairman: _____

Address: _____

Director: _____

Address: _____

Director: _____

Address: _____

B. OFFICERS

President: Eric Krupa

Address: 111 Second Ave NE, Suite 335, St. Petersburg FL 33701

Vice President: Chip Moore

Address: 755 Hank Aaron Drive, Atlanta, GA 30312

Secretary: Eric Krupa

Address: 111 Second Avenue NE, Suite 335, St. Petersburg FL 33701

Treasurer: Eric Krupa

Address: 111 Second Avenue NE, Suite 335, St. Petersburg FL 33701

NOTE: If necessary, you may attach an addendum to the application listing additional officers and/or directors.

13. Eric Krupa
(Signature of Chairman, Vice Chairman, or any officer listed in number 12 of the application)

14. Eric Krupa, President
(Typed or printed name and capacity of person signing application)

South Atlantic League of Professional Baseball Clubs, Inc.
FEIN: 56-0711811

Application by foreign not for profit corporation for authorization to conduct its affairs in Florida

12. Names and addresses of officers and/or directors:

A. Chairman: Eric Krupa, 111 Second Avenue NE, St. Petersburg, FL 33701
Director: William Davidson, Five Championship Drive, Auburn Hills, MI 48326
Director: Calvin E. Ripken, Jr., 1427 Clarkview Road, Suite 100, Baltimore, MD 21209
Director: Marvin S. Goldklang, 25B Hanover Road, Florham Park, NJ 07932
Director: Arthur Solomon, 950 Winter Street, Suite 4300, Waltham, MA 02451
Director: Thomas S. Volpe, 3500 Alameda, Merlo Park, CA 94025
Director: F. Cooper Brantley, 701 Green Valley Road, Suite 100, Greensboro, NC 27408
Director: Craig Brown, 39 Keelers Ridge Road, Wilton, CT 06897
Director: Arthur R. Matin, 4751 Wilshire Blvd, 3rd Floor, Los Angeles, CA 90010
Director: Donald C. Beaver, 3914 Ridge Road NE, Conover, NC 28613
Director: Brad Smith, 1101 Fairway Drive, Kannapolis, NC 28081
Director: Peter A. Carfagna, c/o Magis LLC, 200 Public Square, Suite 2580, Cleveland, OH 44114
Director: Joseph J. Finley, 35 Court Street, Newtown, PA 18940
Director: William H. Shea, Jr., 1290 Farm Lane, Berwyn, PA 19312
Director: Chip Moore, 755 Hank Aaron Drive, Atlanta, GA 30312
Director: John Simmons, P.O. Box 42, East Alton, IL 62024
Director: Alan Levin, 235 21st Street, Santa Monica, CA 90402

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NORTH CAROLINA

Department of The Secretary of State

CERTIFICATE OF EXISTENCE

I, ELAINE F. MARSHALL, Secretary of State of the State of North Carolina, do hereby certify that

**THE SOUTH ATLANTIC LEAGUE OF PROFESSIONAL BASEBALL CLUBS,
INC.**

is a corporation duly incorporated under the laws of the State of North Carolina, having been incorporated on the 26th day of February, 2001 , with its period of duration being Perpetual.

I FURTHER certify that the said corporation's articles of incorporation are not suspended for failure to comply with the Revenue Act of the State of North Carolina; that the said corporation is not administratively dissolved for failure to comply with the provisions of the North Carolina Nonprofit Corporation Act; and that the said corporation has not filed articles of dissolution as of the date of this certificate.

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IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal at the City of Raleigh, this 29th day of September, 2008.

Elaine F. Marshall

Secretary of State

