

NO1000000352

CSC
1201 HAYS STREET
TALLAHASSEE, FL 32301

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DIVISION OF CORPORATIONS
01 JAN 10 PM 1:41

CONTACT: *Dallene Ward*

ACCOUNT #: 072100000032

REF#: *95999465*

500003531365--4

AUTHORIZATION: *Patricia Pignato*

COST LIMIT: *\$70.00*

ORDER DATE: *1/10/01*

ENTITY NAME: *SARASOTA COBRAS BASEBALL Club, Inc.*

DOMESTIC FILING FOREIGN FILING

☒ ARTICLES OF INCORPORATION

----- CERTIFICATE OF LIMITED PARTNERSHIP

----- QUALIFICATION

----- CERTIFICATE OF LLC

----- ARTICLES OF AMENDMENT

PLEASE RETURN

☒ STAMPED COPY

----- CERTIFIED COPY

----- CERTIFICATE OF GOOD STANDING

RECEIVED
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TALLAHASSEE, FLORIDA
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W01-727
72 1/10/01
1/17/01



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DIVISION OF CORPORATIONS

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FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

January 10, 2001

CSC NETWORKS

RESUBMIT

Please give original
submission date as file date.

SUBJECT: SARASOTA COBRAS BASEBALL CLUB, INC.
Ref. Number: W01000000727

We have received your document for SARASOTA COBRAS BASEBALL CLUB, INC. and the authorization to debit your account in the amount of \$70.00. However, the document has not been filed and is being returned for the following:

According to section 607.0202(1)(b) or 617.0202(1)(b), Florida Statutes, you must list the corporation's principal office, and if different, a mailing address in the document. If the principal address and the registered office address are the same, please indicate so in your document.

Please return the original and one copy of 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) 487-6915.

Pamela Hall
Document Specialist

Letter Number: 101A00001422

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01 JAN 16 PM 3:20
DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

FILED
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DIVISION OF CORPORATIONS

01 JAN 10 PM 1:41

ARTICLES OF INCORPORATION
OF
SARASOTA COBRAS BASEBALL CLUB, INC.

A CORPORATION NOT FOR PROFIT
UNDER CHAPTER 617 OF THE FLORIDA STATUTES

The undersigned, for the purpose of forming a Corporation under Chapter 617 of the Florida Statutes, now hereby certify:

1. **NAME:** The name of the Corporation is SARASOTA COBRAS BASEBALL CLUB, INC.

2. **PURPOSE:** The purpose for which the Corporation is to be formed is for scientific, educational and charitable purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954, and in that connection, to provide free sports instruction to children, and to take such other actions as in the judgment of the directors, will best promote the purpose of the Corporation without limitation, except such limitations, if any, as may be contained this Certificate of Incorporation, the Bylaws of the Corporation, the Internal Revenue Code or any other laws applicable thereto. Notwithstanding any other provision contained herein, the Corporation shall not carry on any other activities not permitted to be carried on by (a) a Corporation exempt from federal income taxes under Section 501(c)(3) of the Internal Revenue Code of 1954 or any corresponding provision of future United States Internal Revenue law; or (b) a Corporation to which contributions are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or any corresponding

provision of any future United States Internal Revenue law.

3. **QUALIFICATION OF MEMBERS.** The members of this Corporation shall consist of all persons hereinafter named as subscribers and any individual interested in the purpose and work of the Corporation, upon approval by the membership committee and the Board of Directors and payment of membership dues, shall become a member of the Corporation. Membership classification and fees shall be established by the Board of Directors. Each member shall have the privilege of voting and participating in meetings of members.

4. **DURATION.** The period of duration of the Corporation shall be perpetual.

5. **SUBSCRIBERS.** The names and addresses of all the subscribers are:

Kurt Bultema, President

Patrick Arnold, Secretary/Treasurer

6. **DIRECTORS.** The affairs of the Corporation shall be managed by a Board of Directors consisting of not less than three (3), nor more than fifteen (15) directors. The Board of Directors shall be elected by the voting members of the Corporation at their annual meeting pursuant to procedures set forth in the Bylaws. The names and addresses of the directors who shall serve until the first election or appointment under the Bylaws shall be:

Kurt Bultema

Patrick Arnold

Tim Boozan

Pat Kelly

Mike Ogilbee

7. **OFFICERS.** The Board of Directors shall be governed by a President, Vice President and Secretary/Treasurer, and such other officers which may be established by the Bylaws of the Corporation. The officers shall be elected by the Directors at their annual meeting in accordance with the Bylaws. The names of said officers who are to serve until the first election or appointment under the Articles of Incorporation are:

Kurt Bultema, President

Mike Ogilbee, Vice President

Patrick Arnold, Secretary/Treasurer

8. **BYLAWS.** The Bylaws of the Corporation shall be made, amended or rescinded by the Board of Directors, as provided in the Bylaws.

9. **AMENDMENTS TO ARTICLES.** These Articles of Incorporation may be amended at a regular or any special meeting of the membership called for that purpose upon at least three weeks prior written notice.

10. **ADDRESS.** The address of the initial ^{mailing and principal address} registered office is 7228 Castle Drive, Sarasota, Florida 34240. The name of the initial registered agent of the Corporation is Kurt Bultema.

11. **INCOME AND DISTRIBUTION.** No part of the income of the Corporation shall inure to the benefit of any member, trustee, director, officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes). In the event of the dissolution of the Corporation, no member shall be entitled to any distribution or division of its remaining property or its proceeds, and the balance of all money and other property received by the Corporation from any source, after the payment of all debts and obligations of the Corporation, shall be distributed to one

or more organizations which themselves are exempt as organizations described in Section 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1954, or any corresponding sections of any prior or future law, or to the federal state or local government for exclusive public purpose.

12. **PROHIBITED ACTIVITIES.** No part of the activities of the Corporation shall be carrying on propaganda, or otherwise attempting to influence legislation, or participating in, or intervening in (including the publication or distribution of statements), any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these articles, this Corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law, or (b) a corporation contributions to which are deductible under Section 170(c) (2) of the Internal Revenue Code of 1954 of any other corresponding provision of any future United States Internal Revenue Law.

IN WITNESS WHEREOF, we, the undersigned, have subscribed our names hereto this

15th December 2000
day of ~~November~~, 2000.


Kurt Bultema


Patrick Arnold

STATE OF FLORIDA)
) ss.:
COUNTY OF SARASOTA)

I HEREBY CERTIFY, that on this day, personally appeared before me, an officer duly authorized to take acknowledgments, **KURT BULTEMA**, to me known to be the person described in and who signed the foregoing Articles of Incorporation and acknowledged before me that he executed same.

WITNESS my hand and official seal in the County and State aforesaid, this 1st day of December, 2000.

Melissa Queisenberry
Notary Public

My commission expires:

STATE OF FLORIDA)
) ss.:
COUNTY OF SARASOTA)

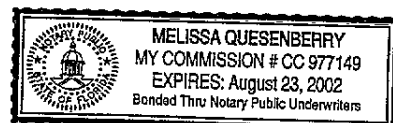


I HEREBY CERTIFY, that on this day, personally appeared before me, an officer duly authorized to take acknowledgments, **PATRICK ARNOLD**, to me known to be the person described in and who signed the foregoing Articles of Incorporation and acknowledged before me that he executed same.

WITNESS my hand and official seal in the County and State aforesaid, this 1st day of December, 2000.


Melissa Queisenberry
Notary Public

My commission expires:



ACCEPTANCE BY REGISTERED AGENT

Having been designated as the Registered Agent of the above-named Corporation to accept service of process for said Corporation, at the place designated in the foregoing Articles of Incorporation, I hereby accept to act in this capacity and agree to comply with the provisions of said Act relative to keeping open said office.



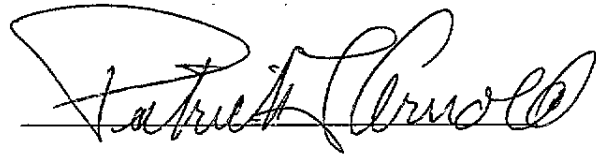
KURT BULTEMA,
Registered Agent

**CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR
THE SERVICE OF PROCESS WITHIN FLORIDA, NAMING AGENCY UPON
WHOM PROCESS MAY BE SERVED**

IN COMPLIANCE with Section 48.091, Florida Statutes, the following is submitted:

FIRST -- That SARASOTA COBRAS BASEBALL CLUB, INC.

Desiring to organize or qualify under the laws of the State of Florida, with its principal place of business at city of Sarasota, State of Florida, has named Kurt Bultema, 7228 Castle Drive, Sarasota, Florida 34240 as its agent to accept service of process within Florida.



Title: Secretary/Treasurer

Date: 12/1/00

Having been named to accept service of process for the above-stated Corporation, at the place designated in this certification, I hereby agree to act in this capacity, and I further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.



Kurt Bultema,
Registered Agent

Date: 12-1-00

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