

NO1000000898

Requester's Name

Address

TO: (PLEASE PRINT)

PHONE 305 270-1901

Richard Koadla
9555 SW 88 Street
STE. 201
Miami, FL

Office Use Only

MBER(S), (if known):

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(Corporation Name)

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EFFECTIVE DATE

02-02-01

NEW FILINGS

- ☐ Profit
- ☐ Not for Profit
- ☐ Limited Liability
- ☐ Domestication
- ☐ Other

AMENDMENTS

- ☐ Amendment
- ☐ Resignation of R.A., Officer/Director
- ☐ Change of Registered Agent
- ☐ Dissolution/Withdrawal
- ☐ Merger

OTHER FILINGS

- ☐ Annual Report
- ☐ Fictitious Name

REGISTRATION/QUALIFICATION

- ☐ Foreign
- ☐ Limited Partnership
- ☐ Reinstatement
- ☐ Trademark
- ☐ Other

Examiner's Initials

FILED

01 FEB -5 PM 1:32

SECRETARY OF STATE
TALLAHASSEE, FLORIDA

WOL-2771
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AJC

**ARTICLES OF INCORPORATION OF MIAMI STARS
TRAVELING BASEBALL TEAM CORP.**

The undersigned, for the purpose of forming a nonprofit corporation under Florida Statutes Chapter 617, do hereby make and adopt the following Articles of Incorporation:

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01 FEB -5 PM 1:32
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Article 1
NAME

The name of the Corporation is: **MIAMI STARS TRAVELING BASEBALL TEAM CORP.**

Article 2

NOT FOR PROFIT

The Corporation is a nonprofit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit, No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Trustees or Officers, except to the extent permissible under law.

Article 3
DURATION

The duration (term) of the Corporation is perpetual.

EFFECTIVE DATE
02-02-01

Article 4
PURPOSES

The Corporation is organized, and shall be operated exclusively for, the following purposes: The promotion of youth baseball. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporation, including without limiting, the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest, reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property and the income, principal and proceeds of such property, for any of the purposes set forth herein, including but not limited to enter into youth baseball tournaments and sporting events.

To do such other thing as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

Article 5
LIMITATION

No part of the net earnings of the Corporation Shall inure to the benefit of or be distributable to its Members, Trustees or Officers, but 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 4 (Purposes) hereof.

Article 6 MEMBERS

The Corporation shall have Voting Members who shall be elected (and may be removed) by the Voting Members and shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting Members of the Corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Member is as follows:

NAME	ADDRESS
Manuel Amor	10370 SW 107 th Terrace. Miami, Florida 33176

Article 7 INITIAL BOARD OF DIRECTORS

The management of the Corporation shall be vested in a Board of Directors. The number of Directors may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than two. The Voting Members shall elect the Directors annually. The Bylaws may provide for ex officio and honorary Directors, and their rights and privileges. No initial Directors at this time.

Article 8 OFFICERS

The Officers of the Corporation shall consist of a President, Secretary, Treasurer and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the Board of Trustees (and may be removed by the Board of Trustees) as such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial Officer of the Corporation is as follows:

Name	Address	Title
Manuel Amor	10370 SW 107 th Terrace. Miami, Florida 33176	President
Manuel Amor	10370 SW 107 th Terrace. Miami, Florida 33176	Vice-President
Manuel Amor	10370 SW 107 th Terrace. Miami, Florida 33176	Secretary

Article 9
INDEMNIFICATION

The Corporation shall indemnify each Officer and Trustee, including former Officers and Trustees, to the Full extent permitted by the laws of the State of Florida.

Article 10
BYLAWS

The power to adopt, alter, amend and repeal the Bylaws shall be vested in the Board of Trustees, but all alterations, amendments and repeals of the Bylaws must be approved by a majority of the Voting Members.

Article 11
COMMENCEMENT OF CORPORATE EXISTENCE

In accordance with the laws of the State of Florida, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation.

Article 12
REGISTERED AGENT

The street address of the initial registered office, the principal office, and the name of the initial Resident Agent of this corporation shall be:

Richard F. Kondla at 9555 SW 88th Street, Suite 201, Miami, Florida 33176.

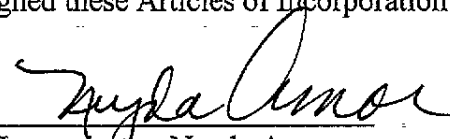
Article 13
INCORPRATOR

The name and address of the incorporator executing these Articles of Incorporation is:

Neyda Amor

Article 14
NONSTOCK BASIS

This corporate is organized on a nonstock basis. This Corporation shall not issue shares of stock. In Witness Whereof, the undersigned have signed these Articles of Incorporation on this 2nd day of February, 2001.


Incorporator: Neyda Amor

STATE OF FLORIDA)

SS.

COUNTY OF DADE)

BEFORE ME, a notary public authorized to take acknowledgments in the state and county set forth above, personally appeared known, Nayda Amor and known by me to be the person(s) who executed the foregoing Articles of Incorporation, and he (they) acknowledge before me that he (they) executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal in the state and county aforesaid, this 2nd, day February, 2001


NOTARY PUBLIC STATE OF FLORIDA

AT LARGE

My commission Expires:

CERTIFICATE OF DESIGNATION
REGISTERED AGENT / REGISTERED OFFICE

Pursuant to the provisions of Section 607.325 Florida Statutes, the undersigned corporation organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. The name of the Corporation is: **MIAMI STARS TRAVELING BASEBALL TEAM CORP**

2. The name and address of the registered agent and office is: Richard F. Kondla at 9555 SW 88th Street, Suite 201, Miami, Florida 33176.

SIGNATURE

TITLE:

Date:

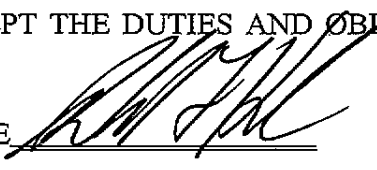

Incorporator

February 2nd, 2001

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, 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, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

SIGNATURE

DATE:


February 2nd, 2001

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA