RUS CORPORATE FILING SERVICE (Requestor's Name) 3320 S.W. 87 AVENUE (Address) MIAMI, FLORIDA (305)552-5973 (City, State, Zip) TERESA ROMAN (TALLAHASSEE REPRESENTATIVE) OFFICE USE ONLY CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known): (Corporation Name) (Document #) (Compration Name) (Document #) (Document #) (Corporation Name) Certified Copy Walk in Rick up time Certificate of Status Mail out Will wait Photocopy AMENDMENTS NEW FILINGS Amendment Profit Resignation of R.A., Officer/Director NonProfit Change of Registered Agent Limited Liability Dissolution/Withdrawal Domestication Merger Other REGISTRATION/ OTHER FILNGS QUALIFICATION Annual Report **Foreign** Fictitious Name Limited Partnership Name Reservation Reinstatement Trademark Other Examiner's Initials



FLORIDA DEPARTMENT OF STATE Katherine Harris Secretary of State

April 4, 2001

LAZARUS

MIAMI, FL

SUBJECT: RICO BASEBALL FOUNDATION, INC.

Ref. Number: W01000007557

We have received your document for RICO BASEBALL FOUNDATION, INC.. However, the document has not been filed and is being returned for the following:

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

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) 487-6934.

Loria Poole Corporate Specialist New Filings Section

Letter Number: 401A00020043

OI APR -5 PM 2: 55

DEPARTMENT OF STATE
DIVISION OF CORPORATION

ARTICLES OF INCORPORATION OF RICO BASEBALL FOUNDATION, INC. A Corporation Not For Profit

OT APR 5 PH 3: 17 SECRETARY OF FLORIDA

ARTICLE I - NAME

The name of this corporation is: Rico Baseball Foundation, Inc.

ARTICLE II - PURPOSE

This corporation is organized for the purpose of carrying out a charitable organization designed to acknowledge and honor the achievements of former Latin-American baseball players, to assist the same in their present lives and to promote other forms of charitable activities, including, but not limited to, assisting children and adults to grow physically and emotionally through the sport of baseball and all matters related thereto.

ARTICLE III - NONSTOCK CORPORATION

This corporation shall be organized upon a non-stock basis. The corporation may evidence membership in this corporation by the issuance of membership certificates which shall contain a statement that the corporation is a nonprofit corporation.

ARTICLE IV - MEMBERSHIP QUALIFICATION

In order to qualify as a member of this corporation, an individual must be of high moral character and good reputation in the community. Membership shall not be transferable and shall be regulated as provided for in the bylaws.

ARTICLE V - PRINCIPAL OFFICE

The principal office of the corporation is: 13260 SW 131st Street, # 126, Miami, FL 33186.

ARTICLE VI - INITIAL REGISTERED OFFICE AND REGISTERED AGENT

The street address of the initial registered office of the corporation is: 13260 SW 131st Street,

126, Miami, FL 33186 and the name of the initial registered agent of this corporation at that address is: Oscar Rico.

ARTICLE VII - BOARD OF DIRECTORS

This corporation shall have one (3) directors initially. The number of directors may be either increased or diminished from time to time as provided for in the bylaws, but shall never be less than one (1). Directors shall be elected by the members of the corporation. The name and address of the initial directors of this corporation are: Oscar Rico, Eva Rico and Jose Gutierrez, and the address is: 13260 SW 131th Street, #126, Miami, Fl. 33186

ARTICLE VINT DURATION

This corporation shall have perpetual existence commencing at the time of filing of the Articles of Incorporation with the Secretary of State.

ARTICLE IX - INCORPORATORS

The name and address of the person(s) signing these Articles of Incorporation is/are. Oscal Rico, 13260 SW 131st Street, # 126, Miami, FL 33186.

ARTICLE X - BYLAWS

The power to adopt, amend or repeal the bylaws shall be vested in the Board of Directors

ARTICLE XI - AMENDMENT TO ARTICLES OF INCORPORATION

The Articles of Incorporation may be amended as provided by law.

ARTICLE XII - VOTING RIGHTS

The entire voting power for the election of directors and for all other purposes shall be vested in the members of the corporation.

ARTICLE XIII - GENERAL OPERATION PROCEDURES

The affairs of this corporation shall be conducted by the incorporators until such time as the corporation holds its first meeting of the Board of Directors. The authority of the incorporators shall

include: 1) the adoption of the Articles of Incorporation, and 2) such other activities as are necessary to the administration of the affairs of this corporation during the period of time prior to the meeting of the first Board of Directors. Once the corporation holds the first meeting of the Board of Directors, the affairs of this corporation shall be conducted by the members and the Board of Directors according to law.

IN WITNESS WHEREOF, the undersigned subscribers have executed these Articles of Incorporation this ____ day of April, 2001.

UMELLE L ÓSCAR RICO

STATE OF FLORIDA

COUNTY OF MIAMI-DADE)

THE FOREGOING INSTRUMENT was acknowledged before me this ____ day of April, 2001 by Oscar Rico, who is personally known to me or who has produced ______ Driver's License _____ as identification and who did (did not) take an oath.

My Commission Expires:



L

Name and Serial No. of Notary

CERTIFICATE DESIGNATING PLACE OF BUSINESS OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN FLORIDA AND NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

Having been named to accept service of process for RICO BASEBALL FOUNDATION, INC. at the place designated in its articles of incorporation, I hereby agree to act in this capacity and to comply with the provisions of F.S. 617.0501 and all statutes relative to the proper and complete performance of my duties.

Dated: April ______, 2001.

OSCAR RICO, Registered Agent

