

**NO 1800004917**

**HARRIS & HELGESEN**  
ATTORNEYS AT LAW  
*A Partnership of Professional Associations*

GEORGE E. HARRIS, P.A.

ANDREW HELGESEN, P.A.

July 3, 2001

Florida Secretary of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, FL 32314

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-07/09/01--01052--009  
\*\*\*\*\*78.75 \*\*\*\*\*78.75

Re: PALM BEACH FASTPITCH SOFTBALL, INC.

Ladies and Gentlemen:

Enclosed herewith for filing are the Articles of Incorporation of **PALM BEACH FASTPITCH SOFTBALL, INC.**, together with a copy to be certified and returned to this office.

Also enclosed is our check in the amount of \$78.75 to cover the cost of the filing fees and certification fees for this corporation.

Thank you for your cooperation in this matter.

Sincerely,

*Maryann S. Peterson*

Maryann S. Peterson  
Secretary to Andrew Helgesen

Enclosure

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FILED  
01 JUL -9 AM 10:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

7/12/01  
WC

**ARTICLES OF INCORPORATION OF  
PALM BEACH FASTPITCH SOFTBALL, INC.,**

**A FLORIDA NOT FOR PROFIT CORPORATION**

FILED  
01 JUL -9 AM 10:12  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The undersigned, acting as incorporators of a corporation pursuant to Chapter 617 of the Florida Statutes, adopt the following articles of incorporation for the corporation:

**Article I**

**Name**

The name of the corporation shall be **Palm Beach Fastpitch Softball, Inc.**

The principal address of the corporation at the time of incorporation is 713 Gum Tree Road, City of North Palm Beach, County of Palm Beach, State of Florida, 33408.

**Article II**

**Duration**

The duration of this corporation is perpetual unless dissolved according to law.

Corporate existence shall commence at the date these articles of incorporation are filed by the Department of State or specify other date, for example: The date these articles of incorporation are signed and acknowledged by the incorporator(s) or specify a date subsequent to, but not later than 90 days after, the date of filing of the articles of incorporation by the Department of State.

**Article III**

**Purpose**

(a) The specific and primary purpose for which this corporation is organized is to enable female student athletes, age 18 years and under, to develop and improve their softball skills. The corporation will solicit funds and perform fund raising activities for the athletes to enable them to play softball in varying formats, including "showcases" and travel softball tournaments. The athletes aspire to play softball in college, and the efforts of the corporation may assist the athletes in obtaining scholarships to play softball in college.

(b) This corporation shall have and exercise all powers conferred on not for profit corporations under the laws of the State of Florida generally, and specifically as provided in the Florida Not for Profit Corporation Act, provided, however, that this corporation has no power to engage in any activity that in itself is not in furtherance of its purposes as set forth in paragraphs (a) and (b) of this Article III.

## **Article IV**

### **Qualifications and Admission of Members**

There shall be two classes of members, regular members and honorary members. The regular members shall initially consist of three (3) persons, to wit: Randy Jackson, Connie Jackson and Eric Jackson. Additional regular members shall be admitted in accordance with the bylaws. The directors of the corporation shall establish admissions criteria for the admission of honorary members from time to time.

## **Article V**

### **Registered Office and Registered Agent**

The street address of the corporation's initial registered office is 713 Gum Tree Road, City of North Palm Beach, County of Palm Beach, State of Florida, 33408, and the name of the corporation's initial registered agent at that address is Randy Jackson.

## **Article VI**

### **First Board of Directors**

The following three (3) persons shall serve the corporation as directors until the first annual meeting or other meeting called to elect directors:

<u>Name</u>	<u>Address</u>
Randy Jackson	713 Gum Tree Road North Palm Beach, FL 33408
Connie Jackson	713 Gum Tree Road North Palm Beach, FL 33408
Eric Jackson	713 Gum Tree Road North Palm Beach, FL 33408

## **Article VII**

### **Basis Under Which Corporation Organized**

The corporation is a not for profit corporation as defined by the Florida Not for Profit Corporation Act, FS § 617.01401. As such, it is not organized for the pecuniary gain or profit of, and of the net earnings nor any part thereof is distributable to, its members, directors or managers or trustees, officers, or other private persons except as specifically permitted under the provisions of the Florida Not for Profit Corporation Act.

## **Article VIII**

### **Management of Corporate Affairs**

(a) Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of three (3) directors. The number of directors provided for in these articles of incorporation may be changed by a bylaw adopted by the members entitled to vote.

(b) Election of Directors. The method of electing directors shall be as set forth in the bylaws.

(c) Elective Officers. The officers of this corporation shall be a president, a vice-president, a secretary, and a treasurer. Other offices and officers may be established or appointed by the members of this corporation at any regular annual meeting or any special meeting of members called for such a purpose. The qualifications, the time and manner of electing or appointing, the duties of, the terms of office, and the manner of removing officers shall be as set forth in the bylaws.

(d) Standing Committees. There shall be standing committees as determined by the Board of Directors from time to time.

## **Article IX**

### **Incorporators**

The names and addresses of each incorporator are as follows:

<u>Name</u>	<u>Address</u>
Randy Jackson	713 Gum Tree Road North Palm Beach, FL 33408
Connie Jackson	713 Gum Tree Road North Palm Beach, FL 33408
Eric Jackson	713 Gum Tree Road North Palm Beach, FL 33408

## **Article X**

### **Bylaws**

Bylaws will be adopted at the first meeting of the board of directors. The bylaws may be amended, repealed, in whole or in part, by the directors in the manner provided in the bylaws. Any amendments to the bylaws shall be binding on all members of this corporation.

## Article XI

### Amendment of Articles

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of the voting members for their vote. Amendments may be adopted by a vote of two-thirds of a quorum of the voting members of the corporation.

IN WITNESS WHEREOF, the undersigned incorporators have executed these articles of incorporation this 14 day of ~~May~~ <sup>June</sup>, 2001.

  
Randy Jackson

  
Connie Jackson

  
Eric Jackson

### ACCEPTANCE OF REGISTERED AGENT

Having been named to accept service of process for **Palm Beach Fastpitch Softball, Inc.**, at the place designated in the articles of incorporation, the undersigned is familiar with and accepts the obligations of that position pursuant to F.S. 607.0501(3).

Signature 

Print name RANDY JACKSON

Date: 6-14-01