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Division of Corporations

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FLORIDA NON-PROFIT CORPORATION

GULF COAST BASEBALL CLUB, INC.

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**ARTICLES OF INCORPORATION
OF
GULF COAST BASEBALL CLUB, INC.**

(A Corporation Not for Profit)

In order to form a corporation under and in accordance with the provisions of Chapter 617, Florida Statutes, I, hereby make, adopt and subscribe the following Articles of Incorporation:

**I.
NAME OF CORPORATION**

The name of this corporation shall be:

GULF COAST BASEBALL CLUB, INC.

The principal address and the mailing address of the corporation shall be:

800 South Osprey Avenue
Sarasota, Florida 34236

**II.
PURPOSES**

The purposes for which the Corporation is organized are exclusively religious, charitable, scientific, literary, and educational within the meaning of Section 501(c)(3) of the Internal Revenue Code. Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code.

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its members, trustees, officers, or other private persons, except that 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 herein. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provisions of these Articles, the Corporation shall not carry on any activities not permitted to be carried on by a Corporation exempt from Federal Income Tax under Section 501(c)(3), of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law).

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The Corporation may undertake, promote, develop, and carry on religious, charitable, scientific, literary, or educational works; support, assist, and maintain in whole or in part religious, charitable, scientific, literary, or educational agencies or institutions, and without limiting the generality of the foregoing, in the absolute discretion of the Board of Directors, to receive property by gift, grant, purchase, devise, bequest, or in any lawful manner and to make donations, gifts, contributions, and loans out to or for the use of any and all corporations, organizations, foundations, institutions, the United States, (any state or political subdivision thereof), governmental bodies or projects exclusively for religious, charitable, scientific, literary, or educational purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code.

The specific purpose for which the Corporation is organized is to educate area youths regarding baseball fundamentals and skills, teamwork and sportsmanship and the benefits associated with exercise and healthy lifestyles.

III. MEMBERSHIP

The corporation shall have no members.

IV. BOARD OF DIRECTORS

The affairs of the corporation shall be managed by a board of directors consisting of not less than three (3) persons, as determined pursuant to provisions of the Bylaws. The method of election of directors shall be as stated in the bylaws. The names and addresses of the directors who are to manage the affairs of the corporation until the first such annual meeting of said members, and until their successors are duly elected and qualified are as follows:

Joseph E. Rocklein, III
800 South Osprey Avenue
Sarasota, Florida 34236

Raymond Rogers
800 South Osprey Avenue
Sarasota, Florida 34236

Jackson B. Strawn
800 South Osprey Avenue
Sarasota, Florida 34236

V. CORPORATE EXISTENCE

The existence of this corporation shall be perpetual, unless dissolved according to law.

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**VI.
BYLAWS**

The first board of directors of the corporation shall adopt Bylaws consistent with these Articles of Incorporation. Thereafter, the Bylaws may be altered, amended or rescinded by the directors in the manner provided by such Bylaws.

**VII.
REGISTERED OFFICE**

The street address of the initial registered office of the corporation is 200 South Orange Avenue, Sarasota, Florida 34236, and the name of the initial registered agent of this corporation at that address is Peter T. Currin.

By execution hereof, the undersigned accepts appointment as registered agent of the Corporation, and acknowledges that he is familiar with, and accepts, the obligations of that position.

**VIII.
INCORPORATORS**

The names and address of the incorporators to these Articles of Incorporation is as follows:

Peter T. Currin
200 South Orange Avenue
Sarasota, Florida 34236

**IX.
COMMITTEES**

The corporation may establish such committees as may be necessary to efficiently carry out the general purposes and activities of the corporation.

**X.
DISTRIBUTION UPON DISSOLUTION**

Upon the dissolution of the corporation, the board of directors shall, after paying or making provisions for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes for which this corporation was organized to such organization or organizations organized and operated exclusively for charitable, educational, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, (or the

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corresponding provision of any future United States Internal Revenue Law) or an organization or organizations, contributions to which are deductible under Section 170(c)(1) or (2) of the Internal Revenue Law.

**XI.
AMENDMENT**

This corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation, or any amendment hereto, in the manner now or hereafter prescribed by law.

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this 29th day of August 2001.



Peter T. Currin
Incorporator and Registered Agent

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