

NO 2000000267

Florida Department of State
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

FLORIDA NON-PROFIT CORPORATION

Tampa Bay Crush Youth Baseball Foundation, Inc.

Certificate of Status	1
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ARTICLES OF INCORPORATION
Tampa Bay Crush Youth Baseball Foundation, Inc.

The undersigned, for the purpose of forming a nonprofit corporation under the Florida Business Corporation Act, adopts the following Articles of Incorporation:

ARTICLE ONE
Name

- 1.1 The name of the Corporation is Tampa Bay Crush Youth Baseball Foundation, Inc.

ARTICLE TWO
Duration

- 2.1 The term of existence of the Corporation is perpetual.

ARTICLE THREE
Purpose

- 3.1 The purpose for which the Corporation is organized is to promote positive social and athletic principles in minors through participation in youth baseball.

3.2 The Corporation is organized exclusively for charitable purposes under Section 501(c)(3) of the Internal Revenue Code. Notwithstanding any other provision in these Articles of Incorporation, the Corporation shall not carry on any activity not permitted by: (i) an organization exempt from Federal income tax under Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal tax code; or (ii) an organization to whom contributions are deductible under section 170(c)(2) of the Internal Revenue Code, or corresponding section of any future Federal tax code. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation. The Corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office, including by publishing or distributing statements.

3.3 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. Notwithstanding the foregoing, the Corporation is authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in this Article

3.4 Upon dissolution of the Corporation, its assets shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code, or corresponding section of any future Federal tax code, or shall be distributed to the Federal government, or to a state or local government for a public purpose.

ARTICLE FOUR
Manner of Election of Directors

- 4.1 Directors will be elected by majority vote of the then current Board of Directors.

ARTICLE FIVE
Incorporator

- 5.1 The name and address of the incorporator is: Ronald D. Cook, Cook & Koch, P.A., One Tampa City Center, Suite 3010, 201 North Franklin Street, Tampa, Florida 33602.

ARTICLE SIX
Principal and Registered Office

- 6.1 The initial principal office and mailing address of the Corporation is 12822 Wallingford Drive, Tampa, FL 33624.

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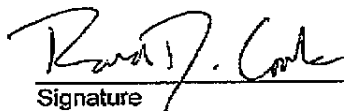
6.2 The Corporation's initial registered agent shall be Ronald D. Cook and its initial registered office shall be Cook & Koch, P.A., One Tampa City Center, Suite 3010, 201 North Franklin Street, Tampa, Florida 33602. By signing below, the registered agent accepts the designation and agrees to comply with all applicable Florida law, including keeping the registered office open during the appointed hours of operation.

ARTICLE SEVEN
Commencement of Existence

7.1 The Corporation shall commence its existence upon the filing of these Articles of Incorporation.

IN WITNESS WHEREOF, the undersigned has subscribed to the foregoing Articles of Incorporation and acknowledges them under the laws of the State of Florida, this 15th day of January 2002.

RONALD D. COOK
Incorporator and Registered Agent


Signature

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