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**FLORIDA NON-PROFIT CORPORATION**

**AMERICAN YOUTH SPORTS ORGANIZATION, INC.**

Certificate of Status	0
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**ARTICLES OF INCORPORATION**

In Compliance with Chapter 617, F.S., (Note For Profit)

(6)

**ARTICLE I NAME**

- I. The Name of the corporation shall be:

**AMERICAN YOUTH SPORTS ORGANIZATION, INC.**

**ARTICLE II PRINCIPAL OFFICE**

- II. The principal place of business and mailing address of this corporation shall be:

**118 East 49<sup>th</sup> Street Hialeah, Florida 33013**

**ARTICLE III PURPOSE**

- III. The purpose for which the corporation is organized is:

a. Comprised of Community members dedicated to empowering a youth travel baseball team to participate in tournaments in throughout the State of Florida, the United States and abroad. The Corporation will be engaging in fund raising events such as soliciting sponsorships from private and/or public companies and individuals, campaign for donations to cover the expenses of a youth travel baseball team, which expenses may include but limited to the cost of uniforms, equipment, insurance, tournament fees, travel expenses, accountant fees, professional fees and/or administrative expenses as well as any other expenses associated and common to a sports travel team.

b. The Corporation is organized and shall be operated exclusively for the purpose for which a Corporation Not For Profit may be formed under the laws of the State of Florida, the purpose within the meaning of Section 501 (c) (3) of the Internal Revenue Code of 1954, as amended (hereinafter the "Code") and the Regulations thereunder, and not for pecuniary profit or financial gain.

c. The Corporation shall have the power, either directly or indirectly, either alone or in conjunction or cooperation of others, to do any and all lawful activities which may be necessary, useful, suitable, desirable, or proper for the furtherance, accomplishment, fostering or attainment of any or all of the purposes for which the Corporation is organized, and to aid or assist other organizations whose activities are such as to further, accomplish, foster, or attain any of such purpose.

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d. Notwithstanding anything herein to the Contrary, the Corporation may exercise any and all, but no other, powers as are in furtherance of the exempted purposes of organization set forth in Section 501 (c) (3) of the Code and its Regulations as the same now exists, or as they may be thereafter amended from time to time.

#### **ARTICLE IV QUALIFICATION OF MEMBERS AND MANNER OF ELECTION**

The manner in which the directors are elected or appointed:

The initial members of this Corporation shall include the first Board of Directors. Thereafter, persons who shall be interested in furthering the purposes of the Corporation through participation in the activities of the Corporation shall be eligible for membership in accordance with the terms and provisions of the Bylaws.

The initial Board of Directors shall consist of three (3) directors. The number of directors may be changed from time to time in accordance with the By-Laws, but shall never be less than less (3).

The members of the Board of Directors shall be elected in the manner and hold office for such terms as the By-Laws shall provide.

The Board of Directors shall hold meetings at such time and place as the By-Laws may prescribe.

All decisions of the Board shall be made by simple majority vote of the members of the Board present at the meeting unless otherwise provided in these Article of Incorporation or the By-Laws.

#### **ARTICLE V INITIAL DIRECTORS/OFFICERS**

The name and addresses :

Gloria C. Gonzalez, 118 East 49<sup>th</sup> Street, Hialeah, Florida 33013  
Ileana Villarreal, 8330 NW 143 Terrace, Miami Lakes, Florida 33016  
Miguel Soto, 7260 Miami Lake Way South, Miami Lakes, Florida 33014

#### **ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida street address of the registered agent is:

c/o Gloria C. Gonzalez, Esquire, 118 East 49<sup>th</sup> Street, Hialeah, Florida 33013

### **ARTICLE VII INCORPORATOR**

The name and address of the Incorporator is:

**Gloria C. Gonzalez, Esquire., 118 East 49<sup>th</sup> Street, Hialeah, Florida 33013**  
**Ileana Villarreal, 8330 NW 143 Terrace, Miami Lakes, Florida 33016**  
**Miguel Soto, 7260 Miami Lake Way South, Miami Lakes, Florida 33014**

### **ARTICLE VIII OFFICERS**

The affairs of the Corporation are to be managed by President, Vice-President, Secretary, Treasurer, and such other officers or assistant officers as may be necessary. Any two or more officer may be held by the same person.

The officers shall be elected annually by the Board of Directors at such times and in such manner as provided in the By-Laws.

The names of the officers who are to serve shall be appointed on the first election under these Articles.

### **ARTICLE IX BY-LAWS**

The By-Laws may be adopted, amended, altered, or rescinded by a majority vote of the members of the Board of Directors present at any regular meeting of the Directors or at any special meeting of the Directors called for that purpose. Any such adoption, amendment, alteration, or rescission must be ratified by at least fifty (50%) percent of the regular members.

### **ARTICLE X AMENDMENT**

Amendments to these Articles of Incorporation may be proposed by any member and must be adopted by a majority vote of the regular members present at any regular meeting of the membership or at any special meeting called for that purpose.

### **ARTICLE XII MEETING OF MEMBERS**

The annual meeting of members for the election of the Board of Directors shall be held at such time and in such time as the By-Laws shall provide.

The Corporation may provide in its By-Laws for regular meetings and special meetings of members, in addition to the annual meeting of member, and for due notice of all meetings of members.

b. Twenty-Five percent of the members shall constitute a quorum for the holding of any meeting of members.


### ARTICLE XIII DISSOLUTION AND LIQUIDATION

XIII. The Corporation may be dissolved by the Board of Directors by two-thirds vote of the members present at a meeting held for such purposes. Upon the dissolution of the Corporation, the Board of Directors shall, after making provisions for the payment of all liabilities of the Corporation, dispose of all the assets of the Corporation exclusively for purpose or purposes not inconsistent with the purposes for which the Corporation is organized


\*\*\*\*\*  
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.

  
Signature/Registered Agent Gloria C. Gonzalez


2-7-02  
Date

  
Signature/Incorporator Gloria C. Gonzalez

2-7-02  
Date

  
Signature/Incorporator Ileana Villarreal

2-7-02  
Date

  
Signature/Incorporator Miguel Soto

2-7-02  
Date

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**CERTIFICATE OF DESIGNATION OF REGISTERED AGENT**  
**REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 or 617.050, 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.

The name of Corporation is **AMERICAN YOUTH SPORTS ORGANIZATION, INC.**

The name and address of the registered agent and office is:

**GLORIA C. GONZALEZ, ESQ.**  
**118 EAST 49<sup>TH</sup> STREET**  
**HAIALEAH, FLORIDA 33013**

Having been named as registered agent and to accept service of Process for the above stated Corporation at the place designated in this certificate. I hereby accept the appointment as registered agent and agree to act in the capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Dated: 2/7/02

  
Gloria C. Gonzalez

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