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TALLAHASSEE, FLORIDA

**FLORIDA NON-PROFIT CORPORATION**  
**STORM BASEBALL CORPORATION**

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**ARTICLES OF INCORPORATION  
OF  
STORM BASEBALL CORPORATION**

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The undersigned, for the purpose of forming a nonprofit corporation under Florida Statutes Chapter 617, do hereby make and adopt the following Articles of Incorporation:

**Article 1**

**NAME**

The name of the Corporation is Storm Baseball Corporation.

**Article 2**

**NOT FOR PROFIT**

The Corporation is a nonprofit corporation under the laws of the State of Florida. The Corporation is not formed for pecuniary profit. No part of the income or assets of the Corporation is distributable to or for the benefit of its Members, Trustees or Officers, except to the extent permissible under law.

**Article 3**

**DURATION**

The duration of the Corporation is perpetual.

**Article 4**

**PURPOSES**

The Corporation is organized, and shall be operated exclusively for, the following purposes:

A. To receive and administer funds, and to establish, organize, support, foster and operate exclusively for non-profit youth baseball programs, teams, leagues, and activities, including, but not limited to, the purchase of uniforms, entrance fees for tournaments, travel expenses for tournaments, league registration fees, equipment and fundraisers.

B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations, including without limiting the generality of the foregoing, to acquire by bequest, devise, gift, purchase, lease or otherwise any property of any sort or nature without limitation as to its amount or value, and to hold, invest,

reinvest, manage, use, apply, employ, sell, expend, disburse, lease, mortgage, convey, option, donate or otherwise dispose of such property, for any of the purposes set forth herein.

C. To do such other things as are incidental to the purposes of the Corporation or necessary or desirable in order to accomplish them.

#### **Article 5**

#### **LIMITATION**

No part of the net earnings of the Corporation shall inure to the benefit of or be distributable to its Members, Trustees or Officers, but 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 in Article 4 (Purposes) hereof.

#### **Article 6**

#### **MEMBERS**

The Corporation shall have Voting Members who shall be elected (and may be removed) by the Voting Members and shall have all the rights and privileges of members of the Corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Member is as follows:

Chris Falco	13402 S.W. 128 <sup>th</sup> Street, Miami, Florida 33186
Mark Robinson	12084 S.W. 117 <sup>th</sup> Avenue, Miami, Florida 33186
Bruce Berman	15243 S.W. 138 <sup>th</sup> Terrace, Miami, Florida 33196

#### **Article 7**

#### **INITIAL REGISTERED OFFICE AND AGENT**

The street address of the initial Registered Office of the Corporation is 13402 S.W. 128<sup>th</sup> Street, Miami, Florida 33186, and the name of its initial Registered Agent at that address is Chris Falco.

**Article 8****INITIAL BOARD OF TRUSTEES**

The management of the Corporation shall be vested in a Board of Trustees. The number of Trustees constituting the initial Board of Trustees is three (3). The number of Trustees may be increased or decreased from time to time in accordance with the Bylaws, but shall never be less than three (3). The Voting Members shall elect the Trustees annually. The Bylaws may provide for *ex officio* and honorary Trustees, and their rights and privileges. The name and address of each initial Trustee of the Corporation is as follows:

Chris Falco	13402 S.W. 128 <sup>th</sup> Street, Miami, Florida 33186
Mark Robinson	12084 S.W. 117 <sup>th</sup> Avenue, Miami, Florida 33186
Bruce Berman	15243 S.W. 138 <sup>th</sup> Terrace, Miami, Florida 33196

**Article 9****OFFICERS**

The Officers of the Corporation shall consist of a President, Vice President, Secretary, Treasurer and such other Officers and Assistant Officers as may be provided in the Bylaws. Each Officer shall be elected by the Board of Trustees (and may be removed by the Board of Trustees) at such time and in such manner as may be prescribed by the Bylaws). The name and address of each initial Officer of the Corporation is as follows:

Chris Falco	13402 S.W. 128 <sup>th</sup> Street, Miami, Florida 33186	President
Mark Robinson	12084 S.W. 117 <sup>th</sup> Avenue, Miami, Florida 33186	Vice President
Bruce Berman	15243 S.W. 138 <sup>th</sup> Terrace, Miami, Florida 33196	Secretary/Treasurer

**Article 10****INCORPORATORS**

The name and address of each Incorporator is as follows:

Chris Falco	13402 S.W. 128 <sup>th</sup> Street, Miami, Florida 33186
Mark Robinson	12084 S.W. 117 <sup>th</sup> Avenue, Miami, Florida 33186

Bruce Berman 15243 S.W. 138<sup>th</sup> Terrace, Miami, Florida 33196

**Article 11**

**BYLAWS**

The Bylaws of the Corporation are to be made and adopted by the Board of Trustees, and may be altered, amended or rescinded by the Board of Trustees.

**Article 12**

**AMENDMENT**

The Corporation reserves the right to amend or repeal any provisions contained in these Articles of Incorporation or any amendment to them, and all rights and privileges conferred upon the Members, Trustees and Officers are subject to this reservation. The Articles of Incorporation may be amended in accordance with the provisions of the laws of the State of Florida, as amended from time to time, unless more specific provisions for amendments are adopted by the Corporation pursuant to law.

**Article 13**

**INDEMNIFICATION**

The Corporation shall indemnify each Officer and Trustee, including former Officers and Trustees, to the full extent permitted by the laws of the State of Florida.

**Article 14**

**COMMENCEMENT OF CORPORATE EXISTENCE**

In accordance with the laws of the State of Florida, the date when corporate existence shall commence is the date of subscription and acknowledgment of these Articles of Incorporation.

**Article 15**

**NONSTOCK BASIS**

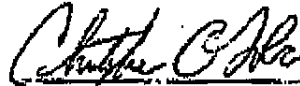
This Corporation is organized on a nonstock basis. The Corporation shall not issue shares of stock.

Article 16

DISSOLUTION

In the event of dissolution, the residual assets of the Corporation shall be turned over to one or more organizations which themselves are exempt from federal income tax as organizations described in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended or the corresponding provisions of any future United States Internal Revenue Law, or to the federal, state, or local government for exclusively public purposes.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 21 day of March, 2002.



Chris Falco, Incorporator



Mark Robinson, Incorporator



Bruce Berman, Incorporator

CERTIFICATE OF DESIGNATION OF  
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 607.0501 OR 617.0501, 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.

1. The name of the corporation is Storm Baseball Corporation.
2. The name and address of the registered agent and office is:

Chris Falco  
13402 S.W. 128<sup>th</sup> Street  
Miami, Florida 33186

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 this 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.



Chris Falco

Dated: March 21, 2002

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