

# Mellor and Grissinger

NO2000003963

ATTORNEYS AT LAW

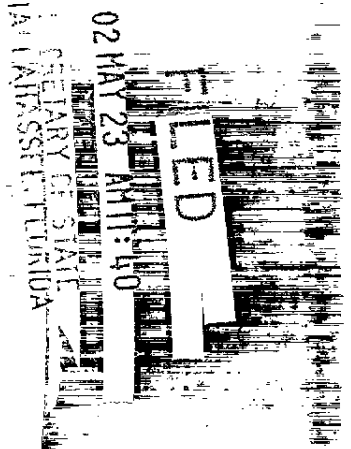
**CORD C. MELLOR**  
Board Certified Wills, Trusts & Estates

**DOUGLAS W. GRISSINGER**  
Trial Practice  
Also Admitted District of Columbia

**MARIE COLEMAN WILSON**  
Family Law

Friday, 10 May 2002

Department of State  
Division of Corporations  
Corporate Filings  
Post Office Box 6327  
Tallahassee, Florida 32314



Re: Articles of Incorporation for Miss North Port Fastpitch Softball, Inc.

Gentlemen:

Enclosed please find Articles of Incorporation for Miss North Port Fastpitch Softball, Inc., a new Florida corporation. Please file same and return to this office a certified copy and a certificate of status. Enclosed is a check for \$87.50 in payment of all costs.

Thank you for your prompt attention herein.

000005507180--7  
-05/13/02--01097--008  
\*\*\*\*\*87.50 \*\*\*\*\*87.50

Sincerely,  
MELLOR & GRISSINGER

Jane A. Guth  
Assistant to  
M. Marie Wilson

/jag  
Encls.  
File No. 020247

W-14184

cc: William Behringer

13801 Tamiami Trail, Suite D, North Port, FL 34287  
(941) 426-1193 • Fax (941) 426-5413  
www.northportlaw.com

bm 5/23



FLORIDA DEPARTMENT OF STATE  
Katherine Harris  
Secretary of State

May 16, 2002

JANE A GUTH  
MELLOR AND GRISSINGER  
13801 TAMIAMI TRAIL SUITE D  
NORTH PORT, FL 34287

SUBJECT: MISS NORTH PORT FASTPITCH SOFTBALL, INC.  
Ref. Number: W02000014184

We have received your document for MISS NORTH PORT FASTPITCH SOFTBALL, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

You must list the corporation's principal office and/or a mailing address in the document.

Please return the original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6931.

Becky McKnight  
Document Specialist  
New Filing Section

Letter Number: 002A00031258

FILED  
02 MAY 23 AM 11:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION

OF

MISS NORTH PORT FASTPITCH SOFTBALL, INC.

A Florida Corporation Not for Profit

THE UNDERSIGNED, being sui juris and residing in the State of Florida, hereby make and file these Articles of Incorporation for the purpose of forming a Corporation not for profit under the Laws of the State of Florida.

ARTICLE ONE

NAME AND ADDRESS

The name of this Corporation shall be Miss North Port Fastpitch Softball, Inc. The mailing address of the Corporation is Post Office Box 7521, North Port, Florida 34287.

ARTICLE TWO

DURATION OF EXISTENCE

The term of the existence of this Corporation shall commence upon the filing of these Articles of Incorporation with the Secretary of State of the State of Florida, and shall be perpetual.

ARTICLE THREE

PURPOSES

The purpose of this Corporation shall be exclusively charitable and/or educational - within provisions of existing or future U.S. Internal Revenue law. Participants in our corporation's program are encouraged exclusively to strive for local, state, national and/or international amateur sports recognition and competition. Our Corporation exists primarily to

conduct local, statewide and national competition in sports and to support and develop amateur athletes for such competitions, and this Corporation shall be empowered to engage in all lawful activity in the furtherance of such purpose.

#### ARTICLE FOUR

##### MEMBERS

Membership in this Corporation shall be open to all persons who share the purposes of this Corporation as expressed in these Articles. Additional qualifications for membership shall be provided for in the by-laws of the Corporation, which qualifications may include requirements of financial support. The bylaws may provide for one or more classifications of membership having different requirements.

#### ARTICLE FIVE

##### REGISTERED OFFICE

The registered office shall be located at 13801 S. Tamiami Trail, Suite D, North Port, Florida 34287. The registered agent at such office shall be M. Marie Wilson, Esq.

#### ARTICLE SIX

##### DIRECTORS

The affairs of the Corporation shall be managed by a board of directors composed of members of the Corporation. The number of directors shall be an odd number fixed under the by-laws, but shall never be less than seven (7). The directors shall be elected at the annual meeting of the members under election procedures as provided in the by-laws. The terms of office of directors shall be as provided in the by-laws. In the event of a vacancy on the board of directors, the remaining directors may fill such vacancy by appointment until the next annual meeting, but if vacancies in the offices of more than one-half of the directors shall exist at any one time, such vacancies shall be filled by special election of the members.

William Behringer	6996 Crock Avenue, North Port, Florida 34286
Becky Fanning	P.O. Box 7521, North Port, Florida 34287
Kim Gilmartin	P.O. Box 7521, North Port, Florida 34287
Janet Bailie	P.O. Box 7521, North Port, Florida 34287

## ARTICLE SEVEN

### OFFICERS

The officers of the Corporation shall include a President, a Vice President, a Secretary and a Treasurer. These officers shall be appointed by the board of directors, shall be members of the board of directors at the time of their appointments, and shall continue to serve as directors until their terms as directors shall expire. The duties of the President and the duties of the Secretary shall be the duties of the chief executive officer and the secretary of a corporation, respectively, as defined in Florida law, and shall also include such additional duties as are imposed by the by-laws. Other offices may be created, modified or abolished under the by-laws. The manner in which such other offices are filled and the duties of same shall be as provided in the by-laws.

President:	William Behringer 6996 Crock Avenue, North Port, Florida 34286
Vice President:	Becky Fanning P.O. Box 7521, North Port, Florida 34287
Secretary:	Kim Gilmartin P.O. Box 7521, North Port, Florida 34287
Treasurer:	Janet Bailie P.O. Box 7521, North Port, Florida 34287

## ARTICLE EIGHT

### NON-PROFIT STATUS OF CORPORATION

This Corporation is formed as a not-for-profit corporation under Chapter 617, Florida Statutes. No part of the income of this corporation shall be distributable to any member, director or officer of the Corporation solely by reason of the position of such person as a member, director or officer. In the event this Corporation shall in the future be qualified as an organization exempt from taxation under Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, or corresponding provisions of any future United States Internal Revenue law, and in the event of a subsequent dissolution of this Corporation, the residual assets of this Corporation shall be distributed to one or more organizations which themselves are exempt from taxation as organizations described in Sections 501(c)(3) and 170(c)(2) of the Internal Revenue Code of 1986, or corresponding provisions of any future United States Internal Revenue law; or to the federal, State or local government for exclusively public purposes. Any assets not so disposed of shall be disposed of according to the terms of an order of a court having jurisdiction over the corporation, which order shall provide for distribution of assets for the public purposes set forth herein.

ARTICLE NINE

BYLAWS

The operation and management of the affairs of the Corporation shall be provided in the by-laws of the Corporation, which shall not be inconsistent with the provisions of these articles. The by-laws shall be adopted, modified or rescinded by the directors, upon a two-thirds vote of those directors present and voting at a meeting where the question of such adoption, modification or rescission shall be considered. No adoption, modification or rescission of the bylaws shall be considered at any meeting unless a notice stating the nature of the proposed adoption, modification or rescission shall be read at a prior meeting of the directors held not less than two weeks nor more than six weeks preceding the meeting at which the proposed adoption, modification or rescission is to be considered.

ARTICLE TEN

INCORPORATORS

The names and residence addresses of the Incorporators to these Articles of Incorporation are:

- (a) William Behringer  
6996 Crock Avenue, North Port, Florida 34286
- (b) Becky Fanning  
P.O. Box 7521, North Port, Florida 34287
- (c) Kim Gilmartin  
P.O. Box 7521, North Port, Florida 34287
- (d) Janet Bailie  
P.O. Box 7521, North Port, Florida 34287

IN WITNESS WHEREOF, we have subscribed our names this 10<sup>th</sup> day of May, 2002.

  
\_\_\_\_\_  
William Behringer

*Becky Fanning*

Becky Fanning - FL DL # F552-064-69-844-0

*Kim Gilmartin*

Kim Gilmartin - FL DL # G456-501-67-550-0

*Janet Bailie*

Janet Bailie - FL DL # B400-439-60-730-0

STATE OF FLORIDA  
COUNTY OF SARASOTA

On this 10<sup>th</sup> day of May, 2002, before me a Notary Public in and for said County and State, personally appeared William Behringer, Becky Fanning, Kim Gilmartin and Janet Bailie, as Incorporators, known to me to be the persons whose names are subscribed to the within instrument, and who acknowledged that they executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunder set my hand and official seal.



*Jane A. Guth*

NOTARY PUBLIC

My commission expires: 2/16/04

ACCEPTANCE OF DESIGNATION AS RESIDENT AGENT

Having been named as registered agent and to accept service of process for the above-named 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.

Dated: May 10, 2002

M. Marie Wilson  
M. Marie Wilson

STATE OF FLORIDA  
COUNTY OF SARASOTA

On this 10<sup>th</sup> day of May, 2002, before me a Notary Public in and for said County and State, personally appeared M. Marie Wilson, as registered agent, known to me to be the person whose name is subscribed to the within instrument, and who acknowledged that he executed the same for the purposes therein contained.

IN WITNESS WHEREOF, I hereunder set my hand and official seal.



Jane A. Guth  
NOTARY PUBLIC  
My commission expires: 2/16/04

FILED  
02 MAY 23 AM 11:40  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA