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06/24/03--01044--022 \*\*35.00

03 JUN 23 PM 1:16  
FILED  
CLERK OF STATE  
OFFICE OF CORPORATIONS

6-26-03



FLORIDA DEPARTMENT OF STATE

Glenda E. Hood  
Secretary of State

May 23, 2003

DANIEL A. SCHMITT  
3183 RIDER TRAIL SOUTH  
EARTH CITY, MO 63054

SUBJECT: NATIONAL YOUGH LEAGUE FOUNDATION, INC.  
Ref. Number: W03000014877

We have received your document for NATIONAL YOUGH LEAGUE FOUNDATION, INC. and check(s) totaling \$43.75. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

There is a balance due of \$35.00.

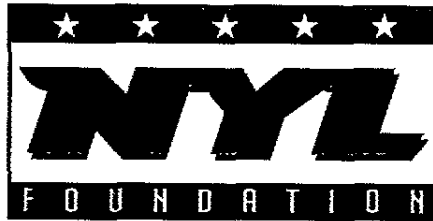
Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

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) 245-6995.

Wanda Cunningham  
Document Specialist  
New Filings Section

Letter Number: 503A00032618



NATIONAL YOUTH LEAGUE FOUNDATION

June 20, 2003

Secretary of State  
Division of Corporations  
409 East Gains Street  
Tallahassee FL 32314

Dear Secretary:

Enclosed are Articles of Incorporation for National Youth League Foundation, Inc. (NYL). Also enclosed is a check for \$35.00 representing the balance due.

In order to expedite the mail, I am also enclosing a federal express envelope (prepaid) for your use in returning the documents. Please note the address on the envelope is a Missouri business I also own.

If you have any questions or concerns, please call Cindy Schmitt at 314-785-2020 or Melisa Kallas at 314-785-2023.

Sincerely,

Daniel A. Schmitt  
Director

RECEIVED  
03 JUN 23 PM 12:18  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION  
OF  
NATIONAL YOUTH  
LEAGUE FOUNDATION, INC.  
A NOT FOR PROFIT CORPORATION**

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SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
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**THE UNDERSIGNED**, acting as sole incorporator of **NATIONAL YOUTH LEAGUE FOUNDATION, INC.**, a not for profit corporation under Chapter 617 of the Florida Statutes, hereby adopts the following Articles of Incorporation for such Corporation:

**ARTICLE I  
NAME**

The name of the Corporation is **NATIONAL YOUTH LEAGUE FOUNDATION, INC.**

3138  
3138 Rider Trail South, Earth City 63045

**ARTICLE II  
DURATION**

The period of duration of the Corporation is perpetual.

**ARTICLE III  
PURPOSE**

Said Corporation is organized exclusively for charitable, religious, educational, and scientific purposes, including for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c)(3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

The Corporation may receive and administer funds for scientific, religious, educational, and charitable purposes, within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986 and to that end, the Corporation is empowered to hold any property, or any undivided interest therein, without limitation as to amount or value; to dispose of any such property and to invest, reinvest, or deal with the principal or the income in such manner as, in the judgment of the directors, will best promote the purposes of the Corporation, without limitation, except such limitations, if any, as may be contained in the instrument under which such property is received, these Articles of Incorporation, the By-Laws of the Corporation, or any applicable laws, to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its directors or officers except as permitted under the Non Profit Corporation Law."

No part of the net earnings of the Corporation shall inure to the benefit of any member, trustee, officer of the Corporation, or any private individual, except that

reasonable compensation may be paid for services rendered to or for the Corporation affecting one or more of its purposes, and no member, trustee, officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. 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 publication or distribution of statements, any political campaign on behalf of any candidate for public office.

#### **ARTICLE IV** **MEMBER QUALIFICATION**

The qualifications for members and the manner of their admissions shall be regulated by the By-Laws.

#### **ARTICLE V** **INITIAL REGISTERED OFFICE AND AGENT**

The address of the initial Registered Office of the Corporation is 682 Bougainvillea Rd., Naples, FL 34102, and the initial Registered Agent at such address is Daniel A. Schmitt.

#### **ARTICLE VI** **INITIAL BOARD OF DIRECTORS**

The names and addresses of the persons who are to serve as initial Directors until the first annual meeting of the members of the Corporation or until successor Directors are elected and qualified, are as follows:

Daniel A. Schmitt  
3183 Rider Trail South  
Earth City MO 63045

Joseph Q. DiMartini  
3183 Rider Trail South  
Earth City MO 63045

Dru A. Schmitt  
3183 Rider Trail South  
Earth City MO 63045

#### **ARTICLE VII** **ELECTION AND TERM**

Each person named in the Articles of Incorporation as a member of the initial Board of Directors shall hold office until the first annual meeting of the members and until such director's successor shall have been elected an qualified or until such director's earlier resignation, removal from office or death.

The members shall elect the directors to hold office until the next succeeding annual meeting. Each director shall hold office for the term for which such director is elected and until such director's successor shall have been elected and qualified or until such director's earlier resignation, removal from office or death.

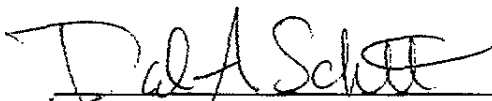
## ARTICLE VII

The territory in which the operations of the Corporation are principally to be conducted is the United States of America and its territories and possessions, but the operations of the Corporation shall not be limited to such territory.

## ARTICLE VIII DISSOLUTION

Upon the dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to one or more charitable, religious, scientific, testing for public safety, literary, or educational organizations, which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist or as they may be hereafter amended, or to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the Corporation is then located, exclusively for such purposes or to such organization or organizations as said Court shall determine, which are organized and operated exclusively for such purposes.

**IN WITNESS WHEREOF**, these Articles have been signed by the undersigned.



Daniel A. Schmitt, Incorporator

Witness my hand and seal.

STATE OF) \_\_\_\_\_  
COUNTY OF) \_\_\_\_\_

\_\_\_\_\_  
Notary Public

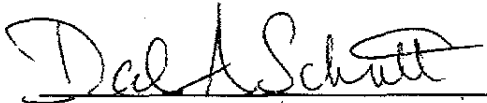
My commission expires: \_\_\_\_\_

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DIVISION OF CORPORATIONS  
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**ACCEPTANCE OF APPOINTMENT  
BY INITIAL REGISTERED AGENT**

**THE UNDERSIGNED**, an individual resident of the State of Florida, having been named in Article V of the foregoing Articles of Incorporation as initial Registered Agent at the office designated therein, hereby accepts such appointment and agrees to act in such capacity. The undersigned hereby states that she is familiar with, and hereby accepts, the obligations set forth in Section 617.0501, Florida Statutes, and the undersigned will further comply with any other provisions of law made applicable to her as Registered Agent of the Corporation.

**DATED**, this 12th day of May, 2003.



Daniel A. Schmitt. Registered Agent