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Florida Department of State
Division of Corporations
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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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FLORIDA NON-PROFIT CORPORATION

Miami River Dogs Baseball, Inc.

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Your Online Legal Source

January 19, 2005

Florida Department of State
Division of Corporations
PO Box 6327
Tallahassee, FL 32314

**RE: Filing ARTICLES OF INCORPORATION FOR A NONPROFIT
Miami River Dogs Baseball, Inc.**

Dear Sir or Madam:

Attached for filing please find the Articles of Incorporation of the above-referenced corporation. Please process this application as quickly as possible and send the confirmation letter to me either by fax at (323) 962-8300 or by email at cindy1@legalzoom.com.

You can also mail the articles and the certified copy to:
Legalzoom.com, Inc.
Attn: Cindy Ly
7083 Hollywood Blvd. Ste. 180
Los Angeles, CA 90028

If you have any questions, please call me at (323) 962-8600 x 241. Thank you for your help in this matter.

Sincerely,

A handwritten signature in cursive script, appearing to read 'Cindy Ly'.

Cindy Ly
LegalZoom.com

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TRANSMITTAL LETTER

Department of State
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

SUBJECT: Miami River Dogs Baseball, Inc.
(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)

Enclosed is an original and one(1) copy of the articles of incorporation and a check for :

\$70.00
Filing Fee

\$78.75
Filing Fee &
Certificate of
Status

\$78.75
Filing Fee
& Certified Copy

\$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: Cindy Ly, Legalzoom.com, Inc.
Name (Printed or typed)

7083 Hollywood Blvd. Ste. 180
Address

Los Angeles, CA 90028
City, State & Zip

323.962.8600 x 241
Daytime Telephone number

NOTE: Please provide the original and one copy of the articles.

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ARTICLES OF INCORPORATION
In Compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be:
Miami River Dogs Baseball, Inc.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
9433 SW 125 Terrace, Miami, FL 33176

ARTICLE III PURPOSE

The purpose for which the corporation is organized is:
please see attached

ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:
The directors will be appointed by the president.

ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):
Director: Carmen R. Sanchez, 9433 SW 125th Terrace, Miami, FL 33176
Director: Carmen V. Suarez, 9433 SW 125 Terrace, Miami, FL 33176
Director: Maria D. Tejelo, 9433 SW 125 Terrace, Miami, FL 33176

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the registered agent is:
Legal Zoom Nevada, Inc.
44 W. Flagler St. Suite 675
Miami, FL 33130

ARTICLE VII INCORPORATOR

The name and address of the Incorporator is:
Cindy Ly, Legalzoom.com, Inc.
7083 Hollywood Blvd. Ste. 180
Los Angeles, CA 90028

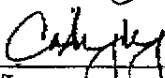
Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity.



Signature/Registered Agent Cindy Ly, Legal Zoom Nevada, Inc

1/19/05

Date



Signature/Incorporator Cindy Ly, LegalZoom.com, Inc., Assistant Secretary

1/19/05

Date

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

**Attachment to
Articles of Incorporation of
Miami River Dogs Baseball, Inc.**

This corporation is organized exclusively for one or more of the purposes as specified in Section 501(c)(3) of the Internal Revenue Code, 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. This Corporation shall be a nonprofit corporation. The specific purpose for which this corporation is organized is coaching and developing kids in competitive youth baseball to assist them in becoming successful student athletes; our services are free and our kids are talented and poor.

Upon the dissolution of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed for one or more exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code or shall be distributed 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 a court of competent jurisdiction 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

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Internal Revenue Code), and this corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office.

No part of the net earnings of this corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons, except that this 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 these articles.

Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

All references to sections of the Internal Revenue Code shall include such sections as of the date hereof and the corresponding section of any future federal tax code.