

N06000002159

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐

PICK-UP

☐

WAIT

☐

MAIL

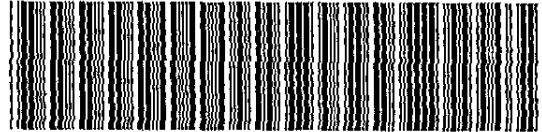
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



000066247870

02/27/06--01014--023 \*\*87.50

FILED

2006 FEB 27 AM 8:48

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

T. Hampton FEB 28 2006

## COVER LETTER

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

SUBJECT: Hollywood Hills Baseball & Softball, 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: Michael F. Spano  
Name (Printed or typed)

341 E. Sheridan Street Apt #308  
Address

Dania, Florida 33004  
City, State & Zip

(954) 494-3161  
Daytime Telephone number

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

## ARTICLES OF INCORPORATION

of  
Hollywood Hills Baseball & Softball, Inc.

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

**FILED**

2006 FEB 27 AM 8:48

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

### ARTICLE I NAME

The name of the corporation shall be: Hollywood Hills Baseball & Softball, Inc.

### ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:  
341 E. Sheridan Street, #308. Dania Florida 33004

### ARTICLE III PURPOSE

The specific purposes for which this corporation is organized are:

To establish an AMATEUR ATHLETICS program to ready young men and women for national and or international competition. The specific objective shall be to implant firmly in the youth of the community the ideals of good sportsmanship, honesty, loyalty, courage, and respect for authority, so that they may be well adjusted, stronger, and happier children and will grow to be good, decent, healthy, and trustworthy citizens. To achieve this objective, the corporation will provide a supervised program of competitive baseball games. All Directors, Officers, and Members shall bear in mind that the attainment of exceptional athletic skill or the winning of games is secondary, and the molding of future citizens is of prime importance. This corporation is organized and operated exclusively for the education and performance of amateur athletics with an eye toward national and or international competition within the meaning of 501(c) (3) of the internal Revenue Code.

### ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

SECTION I: BOARD AND NUMBER: The management and the property and affairs of Hollywood Hills Baseball & Softball, Inc. shall be vested in the Board

of Directors. The number of directors shall be not less than three (3) nor more than eleven (11). Directors shall be elected at annual meetings of the Members. Each elected director shall take office upon election and shall hold office until: (i) a successor has been elected and qualified; or (iii) removal by the members.

**SECTION 2: ANNUAL ELECTION AND TERM OF OFFICE:** The prior year's Board Members shall determine the number and elect the directors for the ensuing year. All elections of directors shall be by majority vote of all Board Members. One-half of the elected Board of Directors shall be elected each year and shall serve a two-year term.

**SECTION 3: VACANCIES:** If a board member does not complete a term, the Board of Directors, by MAJORITY vote, may fill the position with a qualified Regular Member. This new director will serve the remainder of the current fiscal year. Re-election will be for a one or two-year term as determined by the status of the resigning Board member. Directors wishing to resign must do so to the President or Vice President (verbal or written).

**SECTION 4: BOARD MEETINGS, NOTICE AND QUORUM:** Regular meetings of the Board of Directors shall be held following the annual election and on such days thereafter as shall be determined by a MAJORITY vote of the Board. The President shall, at the request in writing of five (5) Directors, issue a call for a special meeting of the Board.

## **ARTICLE V. Limitations and additional provisions**

The property of this corporation is irrevocably dedicated to the furtherance of amateur athletic competition. Upon the dissolution or winding up of the corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of this corporation shall be distributed to a nonprofit fund, foundation or corporation which is organized and operated exclusively for amateur athletics and which has established its tax exempt status under section 501 (c)(3) of the Internal Revenue Code.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, 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, this corporation shall not carry on any other activities not permitted to be carried on (1) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal revenue Code or (2) by a corporation contributions to which are deductible under Section 170 (c)(2) of the Internal Revenue Code.

**ARTICLE VI INITIAL DIRECTORS AND/OR OFFICERS**

The number of Initial directors of this corporation shall be three.,  
List name(s), address(es) and specific title(s):

Gregg Rossman, Director, 201 SE 6th Street, Rm 610, Ft. Ld., FL 33301

Michael F. Spano, Director, 341 E. Sheridan Street, #308. Dania Florida 33004

Scott Hanley, Director, 719 N Rainbow Dr Hollywood, FL 33021-6024

**ARTICLE VII INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and Florida Street address (P.O. Box NOT acceptable) of the registered agent is: Michael F. Spano, 341 E. Sheridan Street, #308. Dania Florida 33004

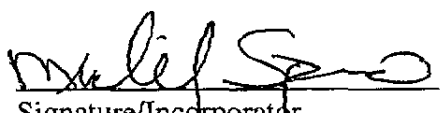
**ARTICLE VIII INCORPORATOR**

The name and address of the Incorporator is: Michael F. Spano, 341 E. Sheridan Street, #308. Dania Florida 33004

\*\*\*\*\*

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.

 2/22/2006  
Signature/Registered Agent Date

 2/22/2006  
Signature/Incorporator Date