

NO 6000008038

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP

☐ WAIT

☐ MAIL

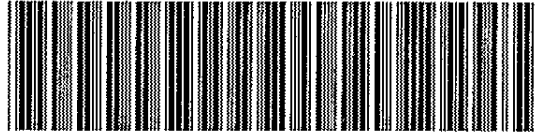
(Business Entity Name)

(Document Number)

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

Special Instructions to Filing Officer:

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JUL 31 2006  
JUL 31 2006

B. McKnight JUL 31 2006

Anne R. Cline  
Commissioner  
May 21 2006  
D0159772

May 8, 2006

Florida Department of State  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, Florida 32301

Re: Pitch Count, Inc.

Dear Sir:

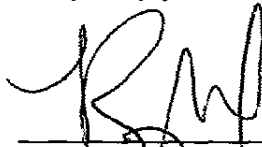
Please find enclosed an original and duplicate of the Articles of Incorporation for the above-captioned non-profit corporation, together with a check in the amount of \$78.75 to cover the following items:

Filing Articles of Incorporation	\$ 35.00
Registered Agent Filing Fees	\$ 35.00
Certified Copies of Articles	<u>\$ 8.75</u>
Total	\$ 78.75

I would appreciate your returning a certified copy to me.

Thank you for your cooperation.

Very truly yours,

  
KERRY R. WARD

Enclosure

14835 US Highway 301 North  
Parrish, FL 34219

## **ARTICLES OF INCORPORATION OF**

**Pitch Count, Inc.**

### **A FLORIDA NONPROFIT CORPORATION**

#### **ARTICLE ONE. NAME**

The name of this Corporation is Pitch Count, Inc.

#### **ARTICLE TWO. STATEMENT OF CORPORATE NATURE**

This is a nonprofit corporation organized solely for general charitable purposes pursuant to the Florida Corporations Not for Profit law set forth in Part I of Chapter 617 of the Florida Statutes.

#### **ARTICLE THREE. GENERAL AND SPECIFIC PURPOSES**

(a) The specific and primary purposes for which this corporation is formed are to operate for the advancement of charity and education and for other charitable purposes, by the distribution of its funds for such purposes, and particularly for furthering youth sports activities.

(b) The general purposes for which the corporation is formed are to operate exclusively for such charitable and educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent federal tax laws, including, for such purposes, the making of distributions to organizations which qualify as tax-exempt organizations under that Code.

(c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

#### **ARTICLE FOUR. TERM**

This corporation shall have a perpetual existence.

#### **ARTICLE FIVE. MEMBERSHIP**

The corporation shall have a membership distinct from the board of trustees. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be set forth in the bylaws.

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FILED  
CLERK OF CIRCUIT COURT  
IN AND FOR THE  
STATE OF FLORIDA  
JACKSONVILLE

## **ARTICLE SIX. SUBSCRIBERS**

The names and residence addresses of the subscribers of this corporation are as follows:

Kerry R. Ward- President  
Margaret E. Ward - Vice-President  
Margaret E. Ward - Treasurer  
Kerry R. Ward - Secretary

## **ARTICLE SEVEN. LOCATION OF PRINCIPAL OFFICE AND IDENTIFICATION REGISTERED AGENT**

(a) The county in the State of Florida where the principal office for the transaction of the business of this corporation is to be located is Manatee County.

(b) The name and address of this corporation's registered agent is Kerry R. Ward at 14835 US Highway 301 North, Parrish, Florida 34219.

## **ARTICLE EIGHT. MANAGEMENT OF CORPORATE AFFAIRS**

(a) *Board of Trustees.* The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of trustees. The number of trustees of the corporation shall be nine; provided, however, that such number may be changed by a bylaw duly adopted by the members.

The trustees named herein as the first board of trustees shall hold office until the first meeting of members, to be held on June 1, 2006, at 10:00 A.M., at 14835 US Highway 301 North, Parrish, Florida, at which time an election of trustees shall be held.

Trustees elected at the first annual meeting, and at all times thereafter, shall serve for a term of three years until the third annual meeting of members following the election of trustees and until the qualification of the successors in office. Annual meetings shall be held at 10:00 A.M. on the first Thursday in June of each year at the principal office of the corporation, or at such other place or places as the board of trustees may designate from time to time by resolution.

Any action required or permitted to be taken by the board of trustees under any provision of law may be taken without a meeting, if all members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the trustees. Any certificate or other document filed under any provision of law which relates to action so taken shall state that the action was taken by unanimous written consent of the board of trustees without a meeting and that the articles of incorporation and bylaws of this corporation authorize the trustees to so act.

Such a statement shall be prima facie evidence of such authority.

The names and addresses of such first members of the board of trustees are as follows:

Kerry R. Ward at 14835 US Highway 301 North, Parrish, Florida 34219.  
Margaret F. Ward at 14835 US Highway 301 North, Parrish, Florida 34219.

(b) *Corporate Officers.* The board of trustees shall elect the following officers: president, vice president, treasurer, secretary, and such other officers as the bylaws of this corporation may authorize the trustees to elect from time to time. Initially, such officers shall be elected at the first annual meeting of the board of trustees. Until such election is held, the following persons shall serve as corporate officers:

Kerry R. Ward at 14835 US Highway 301 North, Parrish, Florida 34219.  
Margaret E. Ward at 14835 US Highway 301 North, Parrish, Florida 34219.

#### **ARTICLE NINE. BYLAWS**

Subject to the limitations contained in the bylaws, and any limitations set forth in the Corporations Not for Profit law of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of trustees or by following the procedure set forth therefor in the bylaws.

#### **ARTICLE TEN. DEDICATION OF ASSETS**

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.


#### **ARTICLE ELEVEN. DISTRIBUTION OF ASSETS**

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1954, or corresponding provision of any subsequent federal tax laws.

#### **ARTICLE TWELVE. AMENDMENT OF ARTICLES**

Amendments to these articles of incorporation may be proposed by resolution adopted by the board of trustees and presented to quorum of members for their vote. Amendments may be adopted by the vote of two-thirds of a quorum of members of the corporation.

We, the undersigned, being the incorporators of this corporation, and including all the persons herein named as the subscribers of this corporation, for the purpose of forming this nonprofit charitable corporation under the Laws of Florida have executed these articles of incorporation on May 15, 2006.



President, Kerry R. Ward



Vice-President, Margaret E. Ward



Secretary, Kerry R. Ward



Treasurer, Margaret E. Ward

**STATE OF FLORIDA  
COUNTY OF SARASOTA**

BEFORE ME, a Notary Public authorized to take acknowledgements in the State and County set forth above, personally appeared \* SEE below, known to me to be the persons who executed the foregoing Articles of Incorporation, and they have acknowledged before me that they executed same.

WITNESS my hand and official seal in the State and County last aforesaid this 15<sup>th</sup> day of May, 2006.

\* Kerry R. Ward, President, MARGARET E. WARD, Vice President,  
Kerry R. Ward, Secretary and Annie R Cline  
MARGARET E. WARD Treasurer

Notary Public

State of Florida

My Commission Expires

Annie R Cline

My Commission DD159772

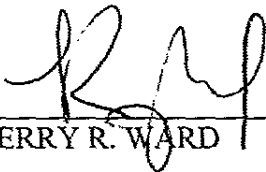
Expires October 21 2006



**ACCEPTANCE**

Having been named to accept service of process for  
Pitch Count, Inc. at the place indicated in the foregoing Articles  
of Incorporation, I hereby agree to act in this capacity, and I further agree to comply with the  
provisions of all statutes relative to the proper and complete performance of my duties.

DATE: 5/8/06

  
KERRY R. WARD

FILED  
CLERK OF COURT  
DIVISION OF PROBATION  
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