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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

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January 8, 2006

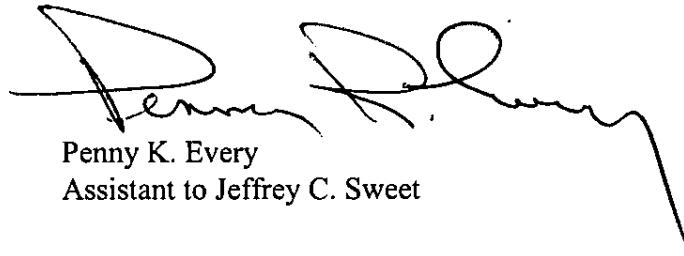
Florida Department of State
Secretary of State
Division of Corporations
P. O. Box 8700
Tallahassee, FL 32314

Re: Atlantic Baseball Booster Club, Inc.

To Whom It May Concern:

Enclosed please find original Articles of Incorporation for filing and one copy for certification in the captioned matter. A check in the sum of \$78.75 is also enclosed in payment of the State's fees. Please return the certified copy in the envelope provided and call if you have any questions.

Sincerely,



Penny K. Every
Assistant to Jeffrey C. Sweet

Enclosures

**ARTICLES OF INCORPORATION
OF
ATLANTIC BASEBALL BOOSTER CLUB, INC.**
(A Corporation not for profit under
the laws of the State of Florida.)

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

The undersigned hereby associate themselves into a corporation not for profit under Chapter 617, Florida Statutes, and certify as follows:

ARTICLE 1.
NAME

1.1 The name of the corporation shall be ATLANTIC BASEBALL BOOSTER CLUB, INC. For convenience, the corporation shall be referred to in this instrument as the "Club."

1.2 After filing with the Florida Secretary of State, the name of the Club may be amended only with the affirmative vote of seventy-five percent (75%) or more of all members of the Club.

ARTICLE 2.
PURPOSE

2.1 The purpose for which the Club is organized is to provide supplemental funding for the Atlantic High School baseball teams. The principal office of the Clubs shall be as follows: 1250 Reed Canal Road, Port Orange, FL 32129.

2.2 The Club shall make no distributions of income to its members, directors or officers. The Club shall be conducted as a non-profit organization for the benefit of the Atlantic High School Baseball Teams pursuant to Florida law.

ARTICLE 3.
POWERS

The Club shall have the following powers:

3.1 The Club shall have all of the common law and statutory powers of a corporation not-for-profit; not otherwise in conflict with the terms of these Articles.

ARTICLE 4.
PRINCIPAL OFFICE

The principal office of the Club shall be located at 1250 Reed Canal Road, Port Orange, FL 32129. The Club may maintain offices and transact business in such other places within or without the State of Florida as may from time to time be designated by the Board of Directors. The Board

of Directors may change the principal office by majority vote of the Board of Directors with the change occurring immediately upon filing of the new address with the Florida Secretary of State.

ARTICLE 6.

DIRECTORS

6.1 The affairs of the Club will be managed by a Board consisting of not less than three (3) nor more than five (5) directors. The number of members of the Board of Directors shall be as provided from time to time by the By-Laws of the Club, and in the absence of such determination shall consist of three (3) directors. Directors need not be members of the Club.

6.2 Directors of the Club shall be selected and designated at the annual meeting of the members in the manner determined by the By-Laws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided by the By-Laws.

6.3 The names and addresses of the members of the first Board of Directors who shall hold office until their successors have qualified, are as follows: **Harvey Brown, 1519 Leone Lane, Port Orange, FL 32129, John Blanton, 308 Bridal Path Lane, Ormond Beach, FL 32174, Susan Hope, 818 Hamlin Drive, South Daytona, FL 32119 and Patricia Canetti. 6 Candle Court, South Daytona, FL 32119**

6.4 The Board of Directors shall elect a President, Secretary, Treasurer, and as many Vice Presidents, Assistant Secretaries, and Assistant Treasurers as the Board of Directors shall determine. The President shall be elected from among the membership of the Board of Directors, but no other officer need be a director. The same person may hold two offices, the duties of which are not incompatible; provided however, that the office of President and Vice President shall not be held by the same person, nor shall the office of President and Secretary or Assistant Secretary be held by the same person.

ARTICLE 7.

OFFICERS

The affairs of the Club shall be administered by the officers; who shall be appointed by, and shall serve at, the pleasure of the Board of Directors. The names and addresses of the officers who shall serve until their successors are designated by the Board of Directors are as follows:

NAME TITLE

ADDRESS

Harvey Brown - President

1519 Leone Lane
Port Orange, FL 32129

John Blanton - Vice President

308 Bridal Path Lane
Ormond Beach, FL 32174

Susan Hope - Treasurer

828 Hamlin Drive
South Daytona, FL 32119

Patricia Canetti - Secretary

6 Candle Court
South Daytona, FL 32119

ARTICLE 8.

INDEMNIFICATION

8.1 Every director and every officer of the Club shall be indemnified by the Club, to the extent the Club is insured, against all expenses and liabilities, (including reasonable attorneys' fees) incurred by or imposed upon him or her in connection with any proceeding or any settlement of any proceeding to which he/she may be a part of, or in which he/she may become involved by reason of his/her being or having been a director or officer of the Club, whether or not he/she is a director or officer at the time such expenses are incurred, except when the director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his/her duties. Any payments for indemnification pursuant to this Article must be approved by the Board of Directors. The Board of Directors must determine that the expense being reimbursed is reasonable. If an indemnification payment is pursuant to a settlement, the settlement must be in the best interest of the Club.

8.2 The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which such director or officer may be entitled.

ARTICLE 9.

BY-LAWS

9.1 The first By-Laws of the Club shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the By-Laws.

ARTICLE 10.

TERM

The effective date upon which this Club shall come unto existence shall be the date of subscription and acknowledgment of these Articles, and it shall exist perpetually thereafter unless dissolved according to law.

ARTICLE 11.

AMENDMENTS

Amendments to the Articles of Incorporation shall be proposed and adopted in the following manner:

11.1 A Resolution for the adoption of a proposed amendment may be proposed by the Board of Directors whether meeting as members or by instrument in writing signed by them.

11.2 Upon any amendment or amendments to these Articles of Incorporation being proposed by said Board of Directors or members, such proposed amendment or amendments shall be transmitted to the President of the Club or other officer of the Club in the absence of the President, who shall thereupon call a special meeting of the members of the Club for a day no sooner than ten (10) days nor later than sixty (60) days from the receipt by him of the proposed amendment or amendments, and it shall be the duty of the secretary to give to each member written or printed notice of such meeting, stating the time and place of the meeting and reciting the proposed amendment or amendments in reasonably detailed form, which notice shall be mailed to or presented personally to each member not less than seven (7) nor more than thirty (30) days before the date set for such meeting. If mailed, such notice shall be assumed to be properly given when deposited in the United States Mail, addressed to the member at his post office address as it appears on the records of the Club, the postage thereon prepaid. Any member may, by written waiver of notice signed by such member waive such notice, and such waiver when filed in the records of the Club, whether before or after the holding of the meeting, shall be deemed equivalent to the giving of such notice to such member. At such meeting the amendment or amendments proposed must be approved by an affirmative vote of two thirds (2/3) of the members of the Club in order for such amendment or amendments to become effective (except for an amendment changing the name of the Club which requires the affirmative vote of seventy-five percent (75%) or more of the members)..

11.3 A copy of each amendment, after it has become effective, shall be transcribed and certified in such form as may be necessary to register the same in the office of the Secretary of State of the State of Florida. Upon the registration of such amendment or amendments with the Florida Secretary of State, a certified copy thereof shall be recorded in the public records of Volusia County, Florida, promptly after the same are so registered. The effective date of the Amendment shall be the date when the Amendment was passed by the appropriate vote of the Membership.

11.4 At any meeting held to consider any amendment or amendments of these Articles of Incorporation, the written vote of any member of the Club shall be recognized if such member is not in attendance at such meeting or represented by proxy; provided such written vote is delivered to the Secretary of the Club at, or prior to, such meeting.

ARTICLE 12.

SUBSCRIBERS

The names and addresses of the subscribers of these Articles of Incorporation are as follows:

<u>NAME</u>	<u>ADDRESS</u>
Harvey Brown	1519 Leone Lane Port Orange, FL 32129

John Blanton

308 Bridal Path Lane
Ormond Beach, FL 32174

Susan Hope

828 Hamlin Drive
South Daytona, FL 32119

Patricia Canetti

6 Candle Court
South Daytona, FL 32119

IN WITNESS WHEREOF, the subscribers have affixed their signatures this the 31 day of December, 2006.

Signed, sealed and delivered in our
presence:

Penny K. Every
Harvey Brown
John Blanton III
Susan Hope
Patricia Canetti

Harvey Brown
Harvey Brown

John Blanton III
John Blanton

Susan Hope
Susan Hope

Patricia Canetti
Patricia Canetti

STATE OF FLORIDA

COUNTY OF VOLUSIA

The foregoing instrument was acknowledged before me this 31 day of December 2006 by Harvey Brown, John Blanton, Susan Hope and Patricia Canetti who [x] are personally known to me or [] have produced their driver's licenses as identification and who [] did [x] did not take an oath.



Penny K. Every
NOTARY PUBLIC

**CERTIFICATE DESIGNATING REGISTERED
AGENT AND STREET ADDRESS FOR
SERVICE OF PROCESS**

Pursuant to Section 48.091, Florida Statutes, ATLANTIC BASEBALL BOOSTER CLUB, INC., desiring to incorporate under the laws of the State of Florida hereby designates HARVEY BROWN, 1250 Reed Canal Road, Port Orange, FL 32129, as its Registered Agent and the street address of its office, respectively, for the service of process within the State of Florida.

ATLANTIC HIGH SCHOOL BASEBALL
BOOSTER CLUB, INC.

By: Harvey Brown
Harvey Brown, President

ACCEPTANCE OF DESIGNATION

The undersigned hereby accepts the foregoing designation as Registered Agent of ATLANTIC HIGH SCHOOL BASEBALL BOOSTER CLUB, INC. for service of process within the State of Florida.

Harvey Brown
Harvey Brown, President

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA