

No 7000006391

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FLORIDA PROFIT/NON PROFIT CORPORATION

north port diamond cats baseball club, inc.

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ARTICLES OF INCORPORATION

OF

NORTH PORT DIAMOND CATS BASEBALL CLUB, INC.

The undersigned, a citizen of the United States, with capacity to contract, hereby executes and acknowledges these Articles of Incorporation for the purpose of forming a not for profit corporation under and by virtue of the Florida Not for Profit Corporation Act, Chapter 617, Florida Statutes, as amended (the "Act").

ARTICLE I - NAME

The name of the corporation is: North Port Diamond Cats Baseball Club, Inc.

ARTICLE II - PRINCIPAL OFFICE ADDRESS & MAILING ADDRESS

The street address of the principal office of the corporation is:

1037 North Sumter Boulevard, North Port, FL 34287

The mailing address of the corporation is:

P.O. Box 7412, North Port, FL 34290

ARTICLE III - DURATION

The date of commencement of corporate existence shall be when these Articles have been filed with the Department of State and approved by it and the respective filing fees have been paid; and the period of duration of the corporations shall be perpetual.

S.K. PETERSON
SAS ACCOUNTING, INC.
6565 BEEDLA STREET
NORTH PORT, FL 34286

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ARTICLE IV - PURPOSE

The purpose for which the corporation is to be formed is for scientific, educational and charitable purposes within the meaning of Section 501 (c) (3) of the Internal Revenue Code, (or the corresponding provision of any future United States Internal Revenue Code) and in that connection, to support High School level baseball in the North Port area through receipt of donations and distributions of property for such purposes or to distribute property to other organizations that qualify as exempt organizations under Section 501 (c) (3) of the Internal Revenue Code.

ARTICLE V - POWERS

This corporation shall have and exercise all the powers of non-profit corporations under the laws of the State of Florida, which are necessary or convenient to effect the purposes of the corporation. The club may not undertake any activity or fund raising event that in the opinion of the NPHS Head Baseball Coach is not in the best interest of the Baseball Club.

ARTICLE VI - LIMITATIONS ON POWERS

No part of the assets or net earnings of the corporation shall inure to the benefit of, or be distributable to, its members (if any), directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payment and distributions for furtherance of the purposes set forth in Article IV hereof. 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 publishing or distribution of statements) any political

campaign on behalf or in opposition to any candidate for public office. Notwithstanding any other provisions of the Articles, the corporation shall not carry on any other activities not permitted to be carried on by: (A) 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) 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.

ARTICLE VII - REGISTERED OFFICE AND AGENT

The registered office for this corporation shall be: 1037 North Sumter Boulevard, North Port, FL 34287. The registered agent at such registered office shall be Cathy Ziner.

ARTICLE VIII - BOARD OF DIRECTORS AND OFFICERS

The initial Board of Directors shall consist of seven (7) directors initially that have been appointed or elected by the method as stated in the Bylaws. The directors may be increased or decreased from time to time by the Bylaws but shall never be less than three (3). The Board of Directors shall have all requisite power and authority customarily vested in corporate directors over the business and affairs of the corporation. The initial Board of Directors / Officers for the first term are as follows:

<u>NAME</u>	<u>TITLE</u>	<u>ADDRESS</u>
Jerry Cooper	Pres/Dir	4286 Lubec Avenue, North Port, FL 34287
Deborah McDowell	V-Pres/Dir	1331 Ronald Street, North Port, FL 34286
Patricia Jones	Secy/Dir	4278 Dekle Avenue, North Port, FL 34286
Cathy Ziner	Treas/Dir	4181 Pepper Lane, North Port, FL 34287
Robert Rowe	Head Coach/Dir	3713 Vehlin Street, North Port, FL 34286
Jeffrey Balzer	Coach/Dir	2522 Begonia Terr., North Port, FL 34286
Thomas McLaughlin	Coach/Dir	3808 Ulman Avenue, North Port, FL 34287

ARTICLE IX - INCORPORATOR

The name and address of the incorporator is as follows:

Cathy Ziner, 4181 Pepper Lane, North Port, FL 34287

ARTICLE X - BYLAWS

The first Bylaws of the corporation shall be adopted by the Board of Directors and may be amended, altered or rescinded by the Board of Directors at any regular or special meeting held in accordance with the Bylaws.

ARTICLE XI - DISSOLUTION

Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner; or to such organization or organizations organized and operated exclusively for charitable, educational, religious or scientific purposes as shall at the time qualify it as an exempt organization under Section 501 (c) (3) of the Internal Revenue Code (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Twelfth Judicial District of the county which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as the Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE XII - AMENDMENTS TO ARTICLES OF INCORPORATION

These Articles of Incorporation may be amended in the manner provided by statute or in the manner stated in the Bylaws.

WE, THE UNDERSIGNED, for the purposes of becoming a corporation not for profit under the provisions of the laws of the State of Florida, do make and affix our signatures to acknowledge and file in the office of the Secretary of State these Articles of Incorporation.

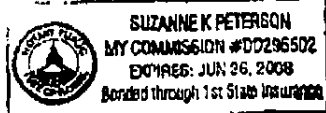
IN WITNESS WHEREOF, the undersigned, being the incorporator of the corporation, executes these Articles of Incorporation and certify to the truth of the facts herein stated, this 25th day of June, 2007.

Cathy S. Ziner
Cathy Ziner

STATE OF FLORIDA
COUNTY OF SARASOTA

I, the undersigned, a Notary Public duly commissioned to take acknowledgements and administer oaths in the State of Florida, certify the Cathy Ziner, the incorporator of the corporation named herein, personally known to me or who did produce _____ as identification, personally appeared before me and swore to the truth of the facts therein stated.

WITNESS my hand and official seal this 25th day of June, 2007.



Suzanne K. Peterson
Notary/Public

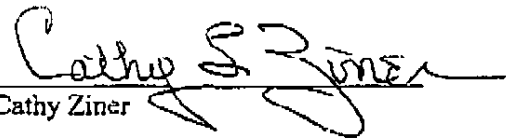
My commission expires:

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HAVING BEEN NAMED AS REGISTERED AGENT AND TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY ACCEPT THE APPOINTMENT AS REGISTERED AGENT AND AGREE TO ACT IN THIS CAPACITY. I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATING TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I AM FAMILIAR WITH AND ACCEPT THE OBLIGATIONS OF MY POSITION AS REGISTERED AGENT.

Dated: June 25th, 2007


Cathy Ziner

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