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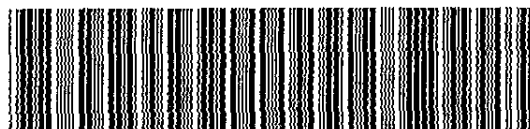
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(Business Entity Name)

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

KS

10/12/07



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

August 16, 2007

ANDREW S. BIBLE  
3705 GOLFVIEW ROAD  
SEBRING, FL 33875

SUBJECT: SEBRING AAU BASEBALL, INC.  
Ref. Number: W07000039982

We have received your document for SEBRING AAU BASEBALL, INC. and your check(s) totaling \$87.50. However, the enclosed document has not been filed and is being returned for the following correction(s):

Your document is being returned as requested.

Please return the corrected original and one copy of your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (850) 245-6870.

Karen Saly  
Document Specialist  
New Filing Section

Letter Number: 507A00049881

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

## COVER LETTER

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

SUBJECT: Sebring STREAKS 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: Andrew S. Bible  
Name (Printed or typed)

3705 Golfview Road  
Address

Sebring, FL 33875  
City, State & Zip

863.386.5909  
Daytime Telephone number

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

ARTICLES OF INCORPORATION

OF

SEBRING STREAKS BASEBALL, INC.

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

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

**ARTICLE 1 – NAME**

The name of the corporation is as follows: SEBRING STREAKS BASEBALL, INC.

**ARTICLE 2 – ADDRESS**

The address of the principal office and the mailing address of the corporation is:

3705 Golfview Road, Sebring, FL 33875

**ARTICLE 3 – REGISTERED OFFICE AND AGENT**

The street address of the registered office of the corporation is 3705 Golfview Road, Sebring, FL 33875.

The name of its registered agent at that address is Andrew S. Bible.

**ARTICLE 4 – INCORPORATOR**

The name and street address of the Incorporator is: Andrew S. Bible, 3705 Golfview Road, Sebring, FL 33875.

**ARTICLE 5 – MEMBERS**

The terms, conditions and qualifications with respect to the membership of this corporation shall be as provided in the Bylaws of the corporation. The members of the corporation shall serve as the board of directors of the corporation as described in the Bylaws.

#### **ARTICLE 6 – NOT FOR PROFIT**

The corporation is a not for profit corporation under Chapter 617, Florida Statutes. The corporation is not formed for pecuniary profit. No part of the income or assets of the corporation is distributable to or for the benefit of its directors or officers, except to the extent permissible under these articles, under law and under IRC Section 501(c)(3) referred to below as "code". If the corporation ever has members, no member shall have any vested right, interest or privilege in or to the assets, income or property of the corporation and no part of the income or assets of the corporation shall be distributable to or for the benefit of its members, except to the extent permissible under these Articles, under law and under IRC Section 501(c)(3).

#### **ARTICLE 7 – DURATION**

The duration of the corporation is perpetual.

#### **ARTICLE 8 – PURPOSES**

The corporation is organized, and shall be operated exclusively to promote amateur athletics with the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including, for such purposes, the making of distributions to organizations that also qualify as Section 501(c)(3) exempt organizations. To this end, the corporation shall promote competition through organized youth baseball on a local, state and national level through its involvement in events sanctioned by the Amateur Athletic Union, also known as AAU. Furthermore, the purpose of the organization is to promote talent, character, and social skills to youth while educating and learning the game of baseball.

#### **ARTICLE 9 – LIMITATION**

No part of the net earnings of the corporation shall inure directly or indirectly to the benefit or be distributable to its members. If the corporation ever has any, directors, or officers, but the 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 Article 8 of these articles.

#### **ARTICLE 10 – TAX EXEMPT STATUS**

It is intended that the corporation shall have and continue to have the status of a corporation that is tax exempt from federal income taxation IRS Section 501(a) as an organization described in IRS Section

501(c)(3) and which is other than a private foundation as defined in IRS Section 509. These articles shall be constructed accordingly, and all powers and activities of the corporation shall be limited accordingly. The corporation shall not carry on propaganda or otherwise attempt to influence legislation to such extent as would result in the loss of exemption under IRS Section 501(c)(3). All references in these articles to section of the Internal Revenue Code of 1986, as amended from time to time, and to the corresponding provisions of any similar law subsequently enacted.

#### **ARTICLE 11 – BOARD OF DIRECTORS**

There shall be a board of directors consisting of at least one individual. Each director shall be elected by a majority vote of the board of directors in the manner and at the times set forth in the Bylaws of the corporation. Any director may be removed by the affirmative vote of at least two-thirds of the board of directors.

The initial Board of Directors of the Corporation are as follows:

Andrew S. Bible, 3705 Golfview Road, Sebring, FL 33875

#### **ARTICLE 12 – OFFICERS**

The officers of the corporation may consist of a President, one or more Vice Presidents, a Secretary, a Treasurer, and any other officers and/or assistant officers as may be provided for in the Bylaws or by resolution of the Board of Directors. Each officer shall be elected by majority vote of the board of directors and may be removed by majority vote of the board of directors at such time and in such manner as may be prescribed by the Bylaws or by law.

#### **ARTICLE 13 – BYLAWS**

The Bylaws of the corporation are to be made and adopted by the board of directors, and may be altered, amended or rescinded by the board of directors.

#### **ARTICLE 14 – AMENDMENT**

The corporation reserves the right to amend or repeal any provision contained in these articles of incorporation or any amendment to them.

#### **ARTICLE 15 – DISSOLUTION**

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax 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.

#### **ARTICLE 16 – IDEMNIFICATION AND CIVIL LIABILITY IMMUNITY**

To the fullest extent permitted by Florida law, the corporation shall indemnify and hold harmless every director, officer, or employee of the corporation against all expenses and liabilities including attorney's fees (at all trial and appellate levels), actually and reasonably incurred by or imposed on such person or persons in connection with any claim, legal proceeding (or settlement or appeal of such proceeding) to which he or she may be a party because of his/her being or having been a director, officer or employee of the corporation. The foregoing provisions for indemnification shall apply whether or not such person is a director, officer or employee at the time such expenses are incurred. The foregoing right of indemnification shall not be available if a judgment or other final adjudication establishes that his actions or omissions to act were material to the cause adjudicated and involved:

- (1) Gross negligence or willful misconduct in office by any director, officer or employee.
- (2) Any criminal action, unless the director, officer or employee acted in good faith and in a manner reasonable believed was in, or not opposed to, the best interest of the corporation, and had no reasonable cause to believe his/her action was unlawful.

To the extent that a director or officer has been successful on the merits or otherwise in defense of any action, suit, or proceeding referred to in subsection (1) or subsection (2), or in defense of any claim, issue, or matter therein, he/she shall be indemnified against expenses (including attorney's fees) actually and reasonably incurred by him in connection therewith.

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

IN WITNESS WHEREOF, of the undersigned have hereunto subscribed their names and affixed their seals  
this 4th day of October, 2007.

Witnesses:

Melisa S

Andrew S. Bible

Andrew S. Bible, Incorporator

Pam Barrett

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07 OCT 10 AM 8:43  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA



STATE OF FLORIDA

COUNTY OF HIGHLANDS

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07 OCT 10 AM 8:43

SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The foregoing instrument was acknowledged before me, this 4<sup>th</sup> of October, 2007 by Andrew S. Bible, as Incorporator, who is personally known to me or has produced

Personally known as evidence of identification.

(SEAL)

MELISA CREWS  
Notary Public, State of Florida  
My comm. exp. 7/12/11  
Comm. No. DD 69416

Melisa Crews

Notary Public

Name: Melisa Crews

My Commission Expires: 7/12/11

ACCEPTANCE

Having been named to accept service of process for the above-stated Corporation at the place designated above, I hereby agree to act in this capacity and further agree to comply with the provisions of all statutes relative to the proper and complete performance of my duties.

Dated this 4th day of October, 2007.

Andrew S. Bible

Andrew S. Bible, Registered Agent