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Division of Corporations

# Florida Department of State

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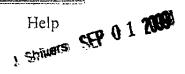
# FLORIDA PROFIT/NON PROFIT CORPORAT

## FLORIDA POKERS BASEBALL, INC.

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August 26, 2009

FLORIDA DEPARTMENT OF STATE

Division of Corporations

CORPORATION SERVICE COMPANY

RESUBMIT; PLEASE GIVE ORIGINAL SUBMISSION DATE

AS FILE DATE

SUBJECT: FLORIDA POKERS BASEBALL, INC.

REF: W09000038261

We received your electronically transmitted document. However, the document has not been filed. Please make the following corrections and refax the complete document, including the electronic filing cover sheet.

The Florida Statutes require an entity to designate a street address for its principal office address. A post office box is not acceptable for the principal office address. The entity may, however, designate a separate mailing address. The mailing address may be a post office box.

If you have any further questions concerning your document, please call (850) 245-6922.

RoseAnn Varnadore Senior Section Administrator New Filing Section FAX Aud. #: H09000187311 Letter Number: 509A00028584 8/31/2009 4:37:22 PM PAGE 5/006 Fax Server

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FEDEX OFFICE 0670

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# ARTICLES OF INCORPORATION

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

#### ARTICLE I NAME

The name of the corporation shall be:

FLORIDA POKERS BASEBALL, INC.

#### ARTICLE II PRINCIPAL OFFICE

The principal street address and mailing address, if different is:

17038 West Dixie Highway, Apt. 231, North Miami Beach, FL 33160

#### ARTICLE III PURPOSE

The purpose for which the corporation is organized is:

Baseball organization to give high school kids opportunities for scholarships. Please see attached 501(c)(3).

### ARTICLE IV MANNER OF ELECTION

The manner in which the directors are elected or appointed:

To be set forth in bylaws.

# ARTICLE V INITIAL DIRECTORS AND/OR OFFICERS

List name(s), address(es) and specific title(s):

Stuart Starr, Director - 17038 West Dixic Highway, Apt 231, North Miami Beach, FL 33160 Glen Starr, Director - 17038 West Dixic Highway, Apt 231, North Miami Beach, FL 33160 Karl Bithorn Jr., Director - 17038 West Dixic Highway, Apt 231, North Miami Beach, FL 33160 Chris Keighley, Director - 17038 West Dixic Highway, Apt 231, North Miami Beach, FL 33160 Joshua Starr, Director - 17038 West Dixic Highway, Apt 231, North Miami Beach, FL 33160

ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address (P.O. Box NOT acceptable) of the registered agent is:

Corporation Service Company, 1201 Hays Street, Tallahassee, FL 32301

ARTICLE VII INCORPORATOR

零零条本水本高水比率安全电路点来上安全设施未水和水水水率率率率率率率率率

The name and address of the Incorporator is:

KAN Bithonn on 17038 West Dixie Highway Apt 231 North Miami Reach, FL 88160

Having been named as registered agant to accept service of process for the above stated torporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agant and agree to act in this capacity.

"Corporation Service Company" Matthew Young

By: as its agent

Signature/Registored Agent Michild Vannoy, Assistant VP

Signature/Incorporator

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Said organization is organized exclusively for charitable, religious, educational, and scientific purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501 (c) (3) of the Internal Revenue Code, or corresponding section of any future federal tax code.

No part of the net carnings of the corporation shall inure to the benefit of or be distributable to its members, trustees, officers, or other private persons, except that 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 the purpose clause of the certificate of incorporation. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting, to influence logislation and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of this certificate, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Section (501 (c) (3) of the Internal Revenue Code of 1986, as an ended (or the corresponding provision of any future United States Internal Revenue Law) or (b) by a corporation, contributions to which are deductible under Section 170 (c) (2) of the Internal Revenue Code of 1986, as amended, (or the corresponding provision of any future United States Internal Revenue Law).

Upon the dissolution of the organization, assets shall be distributed for one or more exempt purposes within the meaning of section 501 (c) (3) of the Internal Revenue Code, or 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 disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the organization 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.

SECRETARY OF STATE