

N10000008356

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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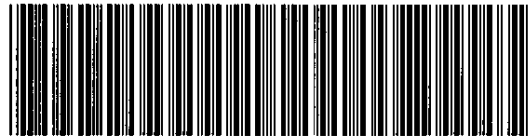
(Business Entity Name)

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11 SEP 30 AM 11:56  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

N10000008356  
Audited  
10/3/11

**COVER LETTER**

**TO:** Amendment Section  
Division of Corporations

**NAME OF CORPORATION:** Pitch In Foundation, Inc.

**DOCUMENT NUMBER:** N10000008356

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

Dale S. Davidson  
(Name of Contact Person)

The Law Offices of Dale S. Davidson, LLC  
(Firm/ Company)

PO Box 187  
(Address)

Thomasville, GA 31799-0187  
(City/ State and Zip Code)

dale@ddavidsonlaw.com  
E-mail address: (to be used for future annual report notification)

For further information concerning this matter, please call:

Dale S. Davidson at ( 229 ) 226-8183  
(Name of Contact Person) (Area Code & Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- |   |  |   |  |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy<br>is enclosed) |
|---|--|---|--|

**Mailing Address**  
Amendment Section  
Division of Corporations  
P.O. Box 6327  
Tallahassee, FL 32314

**Street Address**  
Amendment Section  
Division of Corporations  
Clifton Building  
2661 Executive Center Circle  
Tallahassee, FL 32301



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

September 20, 2011

DALE S. DAVIDSON  
P.O. BOX 187  
THOMASVILLE, GA 31799-0187

SUBJECT: PITCH IN FOUNDATION, INC.  
Ref. Number: N10000008356

We have received your document for PITCH IN FOUNDATION, INC. and your check(s) totaling \$35.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Florida law requires the street address of the principal office and, if different the mailing address of the entity. A post office box is not acceptable for the principal office.

Please return 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) 245-6916.

Carol Mustain  
Regulatory Specialist II

Letter Number: 811A00021750

Law Offices of  
**DALE S. DAVIDSON, LLC**

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DALE S.  
DAVIDSON  
*Attorney At Law*  
*LL.M. Taxation*

*Licensed to Practice*  
*Law in:*  
*Georgia & Florida*

September 29, 2011

Division of Corporations  
Florida Department of State  
P.O. Box 6327  
Tallahassee, FL 32314  
Attn: Carol Mustain, Regulatory Specialist II

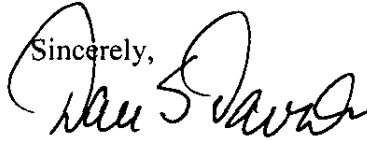
Re: Pitch In Foundation, Inc.  
Letter Number 811A00021750

Dear Ms. Mustain:

I am in receipt of your letter dated September 20, 2011, a copy of which is attached. Please note that we have inserted into these Amended and Restated Articles of Incorporation the principle physical address of 110 E. Jackson St., Thomasville, GA 31792. I would therefore respectfully request that you file these Amended and Restated Articles of Incorporation as presented.

Have any questions regarding the enclosed or require any additional information please do not hesitate to contact me.

Sincerely,



Dale S. Davidson, Esq.

P.O. Box 187 • Thomasville, Georgia 31799 • Phone 229-226-8183  
• Fax 229-226-5744

Email: dale@ddavidsonlaw.com • www.ddavidsonlaw.com

RECEIVED  
11 SEP 30 AM 9:53  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

**AMENDED AND RESTATED  
ARTICLES OF INCORPORATION  
OF**

**PITCH IN FOUNDATION, INC.**

**ARTICLE I. - NAME**

The name of the Corporation is: PITCH IN FOUNDATION, INC.

**ARTICLE II. - ORGANIZATION**

The Corporation is organized pursuant to the Florida Nonprofit Corporation Code.

**ARTICLE III. - DURATION**

The Corporation shall have perpetual duration.

**ARTICLE IV. - PURPOSE**

The Corporation is organized to collect and purchase shoes and clothing for needy and underprivileged children and to distribute these clothes and shoes throughout the United States and for other charitable purposes as provided in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the successor to that section.

In furtherance of this purpose, the Corporation may receive and administer funds, and hold by bequest, devise, gift, grant, purchase, lease or otherwise, property, real, personal, tangible or intangible, or any undivided interest therein, without limitation as to amount or value; to sell, convey or otherwise dispose of any such property and to invest, reinvest, or deal with the principal or the income thereof in such manner as, in the judgment of the Directors, would best promote the purposes of the Corporation, and to do any other act or thing incidental to or connected with the foregoing purposes or in advancement thereof, but not for the pecuniary profit or financial gain of its Directors or Officers except as permitted under the not-for-profit corporation law.

No part of the net earnings of the Corporation shall inure to the benefit of any Director, Officer of the Corporation, or any private individual (except that reasonable compensation may be paid for services rendered to or for the Corporation effecting one or more of its purposes) and no Director, Officer of the Corporation, or any private individual shall be entitled to share in the distribution of any of the corporate assets on dissolution of the Corporation. No substantial part of the activities of the Corporation shall be the carrying on or propaganda, or otherwise attempting to influence legislation and the Corporation shall not participate in or intervene in (including the publication or distribution of statements) any political campaign on behalf of any candidate for public office.

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SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not make any investments in such manner as to subject it to tax under Section 4944 of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

The Corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal tax laws.

Notwithstanding any other provisions of these Articles of Incorporation, the Corporation shall not conduct or carry on any activities not permitted to be conducted or carried on by an organization exempt under Section 501(c) of the Internal Revenue Code and its regulations, as they now exist or as they may hereafter be amended, or by an organization, contributions to which are deductible under Section 170(c)(2) of such Code and regulations as they now exist, or as they may hereafter be amended.

Upon dissolution of the Corporation or the winding up of its affairs, the assets of the Corporation shall be distributed exclusively to charitable, religious, scientific testing for public safety, literary, or educational organizations, which would then qualify under the provisions of Section 501(c)(3) of the Internal Revenue Code and its regulations as they now exist, or as they may hereafter be amended.

#### ARTICLE V. – BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors. The method of election of Directors shall be determined by the Bylaws of the Corporation.

#### ARTICLE VI. - MEMBERSHIP

The Corporation shall have no members.

#### ARTICLE VII. –REGISTERED AGENT/OFFICE

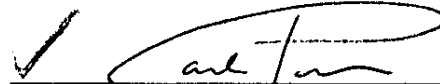
The initial registered office of the Corporation shall be at 110 Playa Rienta Way, Palm Beach Gardens, Palm Beach County, Florida. The initial registered agent of the Corporation at such address shall be Carl A. Pavano.

The principal mailing address of the Corporation shall be PO Box 1307, Thomasville, Georgia 31799. Principal physical address of the Corporation is 110 E. Jackson Street, Thomasville, GA 31792

#### ARTICLE VIII. - CONSENT

Pursuant to Chapter 617 (F.S. 2011), this Amendment and Restatement of the Articles of Incorporation were duly approved by unanimous written consent of the Board of Directors of the Corporation.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation, this 6<sup>th</sup> day of May 2011. <sup>adopted/</sup>

A handwritten signature in black ink, appearing to read "Carl A. Pavano", is written over a horizontal line.

Carl A. Pavano, Incorporator