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CAPITAL CONNECTION, INC.

417 E. Virginia Street, Suite 1 • Tallahassee, Florida 32301
(850) 224-8870 • 1-800-342-8062 • Fax (850) 222-1222

THE 2nd BASEMEN, INC.

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- ☒ Art of Inc. File _____
- _____ LTD Partnership File _____
- _____ Foreign Corp. File _____
- _____ L.C. File _____
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- _____ Trade/Service Mark _____
- _____ Merger File _____
- _____ Art. of Amend. File _____
- _____ RA Resignation _____
- _____ Dissolution / Withdrawal _____
- _____ Annual Report / Reinstatement _____
- ☒ Cert. Copy _____
- _____ Photo Copy _____
- _____ Certificate of Good Standing _____
- ☒ Certificate of Status _____
- _____ Certificate of Fictitious Name _____
- _____ Corp Record Search _____
- _____ Officer Search _____
- _____ Fictitious Search _____
- _____ Fictitious Owner Search _____
- _____ Vehicle Search _____
- _____ Driving Record _____
- _____ UCC 1 or 3 File _____
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- _____ UCC 11 Retrieval _____
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Cert. Copy _____

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____ Certificate of Good Standing _____



Certificate of Status _____

____ Certificate of Fictitious Name _____

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____ UCC 1 or 3 File _____

____ UCC 11 Search _____

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____ Courier _____

ARTICLES OF INCORPORATION
OF

THE 2ND BASEMEN, INC.

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

ARTICLE I

The name of the Corporation shall be:

THE 2ND BASEMEN, INC.

The principal place of business shall be:

80 FERNBROOK ROAD

OLDSMAR, FL 34677

ARTICLE II

The period of duration of this corporation is perpetual unless dissolved according to the law. The effective date of corporate existence shall commence upon filing with the Secretary of State.

ARTICLE III

Said corporation 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 the corresponding section of any future federal tax code.

ARTICLE IV

Any person interested in active participation to effect the objective of this corporation shall be eligible for membership in this corporation, providing they agree to abide by this Charter and the By-Laws adopted by this corporation and its Board of Directors and to pay any dues required by this corporation.

ARTICLE V

The name and address of the Incorporator is:

Dustan Showers

80 Fernbrook Road

Oldsmar, FL 34677

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SECRETARY OF STATE
TALLAHASSEE, FL 32399

ARTICLE VI

Officers/Directors of this corporation shall consist of not less than three officers/directors and they shall be elected annually. The names and addresses of the current Officers/Directors are as follows:

Dustan Showers	President/Director
80 Fernbrook Road	
Oldsmar, FL 34677	

Mara Gorden	Vice President/Director
42 Fisher Road	
Dedham, MA 02026	

Peter J Ristorcelli	Treasurer/Director
1212 66 th Street North	
St. Petersburg, FL 33710	

The foregoing officers/directors shall serve until the annual meeting which shall be held no later than May 30th of each year, and all succeeding officers shall serve for a period of one year.

ARTICLE VII

The By-Laws of this corporation may be made, altered or rescinded by a two-thirds vote of the Board of Directors present and voting at an annual meeting.

ARTICLE VIII

Amendments to these Articles of Incorporation shall be proposed at a regular meeting of the membership and each such proposed amendment to these Articles of Incorporation shall be presented at least ten (10) days before such meeting and such amendment shall be put to a vote and shall be ratified and adopted by a two-thirds affirmative vote of the Board of Directors.

ARTICLE IX

No part of the net earnings 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 Article Three 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 of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, 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, or the corresponding section of any future federal tax code, or (b) by 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 X

The officers of this corporation shall be charged with the obligation and duty of maintaining in good working order the necessary and proper equipment and other implements essential for the carrying out of the purposes as set forth in these Articles of Incorporation and the By-Laws of this corporation, to maintain proper books of account and inventories with regard to dues, receipts, disbursements and property of this corporation.

ARTICLE XI

The Board of Directors of this corporation shall be charged with the obligation and duty of adopting and promulgating the general policy of this corporation with respect to the purpose for which it is herein formed.

ARTICLE XII

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.

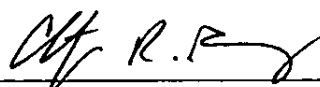
IN WITNESS WHEREOF, the undersigned incorporator
has executed these Articles of Incorporation on this 14th,
day of September, 2011.

Signatures of Incorporators

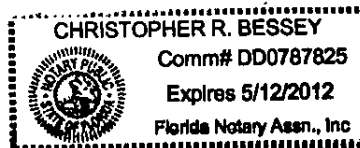

Dustan Showers President/Director

STATE OF FLORIDA
COUNTY OF PINELLAS

THE FOREGOING instrument was acknowledged and sworn to
before me this 14th, day of September, 2011,
by the above signed incorporators of The 2nd Basemen, Inc. who
personally known to me.


Notary Public

My commission expires: 5/12/2012



CERTIFICATE OF DESIGNATION
REGISTERED AGENT/REGISTERED OFFICE

Pursuant to the provisions of Section 607.325, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

- 1) The name of the corporation is:
THE 2ND BASEMEN, INC
- 2) The name and address of the registered agent and office is:
Peter J Ristorcelli
1212 66th Street North
St. Petersburg, FL 33710

Signature: _____

Dustan Showers

Title: President/Director

Date: _____

9/14/11

HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE ABOVE STATED CORPORATION, AT THE PLACE DESIGNATED IN THIS CERTIFICATE, I HEREBY AGREE TO ACT IN THIS CAPACITY, AND I FURTHER AGREE TO COMPLY WITH THE PROVISIONS OF ALL STATUTES RELATIVE TO THE PROPER AND COMPLETE PERFORMANCE OF MY DUTIES, AND I ACCEPT THE DUTIES AND OBLIGATIONS OF SECTION 607.325, FLORIDA STATUTES.

Signature: _____

Peter J Ristorcelli

Date: _____

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