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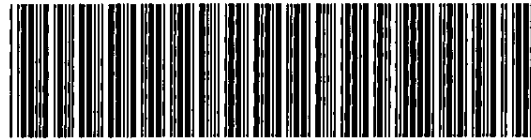
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MILLER, SHINE & BRYAN, P.L.
ATTORNEYS AT LAW

JOE C. MILLER II
JUDITH G. SHINE
LINDA LOGAN BRYAN

P.O. Box 3376
97 Orange Street
St. Augustine, Florida 32085-3376
(904) 824-0484

January 3, 2012

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

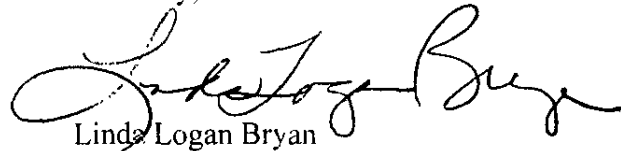
Re: Articles of Incorporation
Baseball Jamaica, Inc.

To Whom It May Concern:

Enclosed please find an original and one copy of the Articles of Incorporation and Designation of Registered Agent for the above-referenced entity and our firm check #1046 in the amount of \$87.50 for the filing fee, Designation of Registered Agent fee, a certified copy of the Articles and a Certificate of Status.

Please do not hesitate to contact the undersigned should you have questions regarding this matter.

Sincerely,



Linda Logan Bryan

LLB/mbp
Enclosures

cc: Donavan Duncan (via e-mail)
Damon Van Brocklin (via e-mail)

**ARTICLES OF INCORPORATION
OF
BASEBALL JAMAICA, INC.**

The undersigned, and the Board of Directors named herein, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation pursuant to Chapter 617, Florida Statutes, do hereby adopt and certify the following Articles of Incorporation:

**I.
NAME**

The name of the corporation is **BASEBALL JAMAICA, INC.**

**II.
PRINCIPAL AND MAILING ADDRESS**

The principal street address of the Corporation shall be 15102 Bulow Creek Drive, Jacksonville, FL 32258 and the mailing address of the corporation shall be the same.

**III.
PURPOSE
(Mission Statement)**

The purpose for which the Corporation is organized is:

The purpose of Baseball Jamaica is to help fulfill the baseball needs, demands, and ambitions of children and young adults in Jamaica and in other Caribbean nations that have no baseball history or following but have a passion for the game. Our primary focus is the inner city youth, who have minimal or no family income.

Baseball Jamaica operates through committed, loyal volunteers, sponsors and donors. In cooperation with local government and community leaders, we seek, develop, and nurture local baseball talent by providing necessary baseball equipment, professional baseball skills training, baseball field construction, and organizing competitive baseball activities within the communities at large.

This Corporation is organized exclusively for charitable purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under

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section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

IV.
OFFICERS AND MANNER OF ELECTION

The initial Officers of the Corporation shall be as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
Donavan E. Duncan	15102 Bulow Creek Drive Jacksonville, FL 32258	President
Damon P. Van Brocklin	2425 Kacie Lane St. Augustine, FL 32084	Vice President
Edna M. Sterling	3655 Laconia Avenue Bronx, New York 10469	Secretary
Jared P. Van Brocklin	2425 Kacie Lane St. Augustine, FL 32084	Treasurer

The officers shall be duly elected or appointed by the Board of Directors annually as provided in the Bylaws and shall serve a term of one year or until a successor is elected or appointed or until his or her earlier resignation, removal from office or death.

V.
DIRECTORS AND MANNER OF ELECTION

The initial Directors of the Corporation shall be as follows:

<u>NAME</u>	<u>ADDRESS</u>	<u>TITLE</u>
Gary I. Sewell	9 Lounsbury Avenue Kingston 10, Jamaica	Director
Patricia Van Brocklin	2425 Kacie Lane St. Augustine, FL 32084	Director
Donavan E. Duncan	15102 Bulow Creek Drive Jacksonville, FL 32258	Director

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Damon P. Van Brocklin	2425 Kacie Lane St. Augustine, FL 32084	Director
Edna M. Sterling	3655 Laconia Avenue Bronx, New York 10469	Director
Jared P. Van Brocklin	2425 Kacie Lane St. Augustine, FL 32084	Director

The initial Board of Directors shall consist of six (6) members which number may be increased or decreased from time to time as provided in the Bylaws but the Corporation shall never have fewer than three (3) directors. Each director, except as provided herein below, shall be elected or appointed in the manner provided in the Bylaws to serve a term of one (1) year or until a successor is elected or appointed and qualified or until his or her earlier resignation, removal from office or death. Directors may be removed and/or director vacancies may be filled by a majority of all votes of the directors. Directors Donovan E. Duncan and Damon P. Van Brocklin shall be permanent members of the Board of Directors unless they resign, are removed from office or die. Each of these permanent Director positions shall be entitled to three (3) votes with all other Directors having one (1) vote each.

VI. REGISTERED AGENT

The name and the Florida street address of the Resident Agent are as follows:

Donavan Duncan
15102 Bulow Creek Drive
Jacksonville, FL 32258

VII. EARNINGS AND ACTIVITIES

No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, if any, trustees, officers, or other private persons, except that the corporation shall be

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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 III 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. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

VIII. DISTRIBUTION UPON 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.

IX. INCORPORATOR

The name and Florida street address of the Incorporator are:

Damon P. Van Brocklin
2425 Kacie Lane
St. Augustine, FL 32084

X. ACTION BY DIRECTORS WITHOUT A MEETING

(1) Action required or permitted by Chapter 617, Florida Statutes, to be taken at a board of

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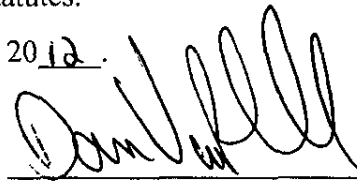
directors' meeting or committee meeting may be taken without a meeting if the action is taken by all members of the board or of the committee. The action must be evidenced by one or more written consents describing the action taken and signed by each director or committee member.

(2) Action taken under this section is effective when the last director signs the consent, unless the consent specifies a different effective date.

(3) A consent signed under this section has the effect of a meeting vote and may be described as such in any document.

I submit these Articles of Incorporation and affirm that the facts stated herein are true. I am aware that false information submitted in a document to the Department of State constitutes a third degree felony as provided for in section 817.155, Florida Statutes.

Signed on this 3rd day of January, 2012.

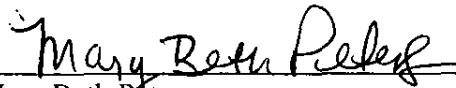


Damon P. Van Brocklin, Incorporator

STATE OF FLORIDA
COUNTY OF ST. JOHNS

The foregoing Articles of Incorporation of BASEBALL JAMAICA, INC. were acknowledged before me this 3rd day of January, 2012, by Damon P. Van Brocklin, Incorporator of BASEBALL JAMAICA, INC., desiring to organize under the laws of the State of Florida. he is personally known to me or has produced _____ as identification.

IN WITNESS WHEREOF, I have hereunto set my hand and seal this 3rd day of January, 2012.



Mary Beth Peters

Notary Public, State of Florida

My commission expires: January 18, 2015



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**CERTIFICATE DESIGNATING PLACE OF BUSINESS
OR DOMICILE FOR THE SERVICE OF PROCESS WITHIN
THIS STATE, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED**

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted in compliance with said Act:

First, that BASEBALL JAMAICA, INC., desiring to organize under the laws of the State of Florida, as indicated in the Articles of Incorporation, in Jacksonville, Duval County, Florida, has named DONAVAN DUNCAN, located at 15102 Bulow Creek Drive, Jacksonville, FL 32258, as its agent to accept service of process within this state.

ACCEPTANCE AND ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation, at the place designated in the Articles of Incorporation and this Certificate, I hereby accept to act in this capacity, acknowledge that I am familiar with the obligations of the position, and agree to comply with the provision of said Act relative to keeping open said office.

Dated the 3rd day of January, 2012.


DONAVAN DUNCAN
Registered Agent

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