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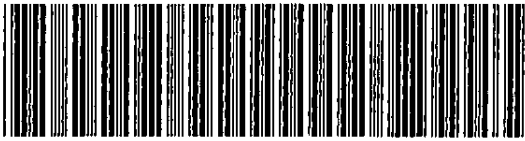
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1/H



# **STRAUGHN & TURNER, P.A.**

ATTORNEYS AND COUNSELORS AT LAW

**RICHARD E. STRAUGHN**  
**MARK G. TURNER**  
**BRIAN J. KNOWLES**

**JACK STRAUGHN**  
(1925-2000)

July 2, 2012

Florida Department of State  
Division of Corporations  
Post Office Box 6327  
Tallahassee, Florida 32314

RE: MANIACS FASTPITCH, INC.  
Non-profit Incorporation  
Our File No.: 11094/0001

Dear Sir:

Enclosed for filing, please find an original and one (1) copy of the Articles of Incorporation, together with the Registered Agent form, incident to the above matter. Also enclosed, is my firm's check in the amount of \$78.75, which represents the filing fee of \$70.00, plus the cost of a certified copy of \$8.75.

Please forward a certified copy to this office in the enclosed stamped envelope.

Thank for your assistance in this matter, Should you have any questions, please do not hesitate to contact me.

Sincerely yours,

STRAUGHN & TURNER, P.A.

**MARK G. TURNER**

MARK G. TURNER  
(stamped in my absence to avoid delay)

MGT/djb

Enclosures

cc: Christopher Brown: via e-mail only: [cgbrown4211@gmail.com](mailto:cgbrown4211@gmail.com)

maniacs.inc\letter\fladept.articles-nonprofit



FLORIDA DEPARTMENT OF STATE  
Division of Corporations

July 6, 2012

STRAUGHN & TURNER P.A.  
POST OFFICE BOX 2295  
WINTER HAVEN, FL 33883-2295

SUBJECT: MANIACS FASTPITCH, INC.  
Ref. Number: W12000035894

We have received your document for MANIACS FASTPITCH, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

The document must contain written acceptance by the registered agent, (i.e. "I hereby am familiar with and accept the duties and responsibilities as Registered Agent.")

The registered agent must sign accepting the designation.

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) 245-6052.

Valerie Herring  
Regulatory Specialist II  
New Filing Section

Letter Number: 212A00018233

**ARTICLES OF INCORPORATION**

**OF**

**MANIACS FASTPITCH, INC.**

**A Florida Non-Profit Corporation**

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TALLAHASSEE, FLORIDA

**I. NAME**

The name of the Corporation is: MANIACS FASTPITCH, INC.

**II. PRINCIPAL PLACE OF BUSINESS**

The principal place of business of this corporation and the mailing address, until otherwise fixed by the Bylaws, shall be at 1321 Fairfax South, Lakeland, County of Polk, State of Florida, 33813, but said corporation shall have the power and authority to establish branch offices at such place or places as may be designated by the Board of Directors.

**III. PURPOSES**

A. This Corporation is a non-profit public corporation and is not organized for the private gain of any person. It is organized pursuant to Florida Not for Profit Corporation Act for charitable purposes.

B. This Corporation is organized exclusively for charitable and educational purposes, and for the purpose of fostering amateur fast pitch softball sports competition (but only if no part of its activities involve the provision of athletic facilities or equipment) within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States internal revenue law. 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,

and 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 1954 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)(20) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law.

#### **ARTICLE IV – POWERS**

1. The general powers are:
  - a. To have and exercise all the rights and powers conferred on non-profit corporations under the Florida law, as such law is now in effect or may at any time hereafter be amended.
  - b. To do all other acts necessary or expedient for the administration of the affairs and attainment of the purposes of this corporation.
2. Notwithstanding any of the foregoing statements of purposes and powers, this corporation shall not, except to any insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the primary purposes of this corporation as set forth in Article III and nothing contained in the foregoing statement of purposes shall be construed to authorize this corporation to carry on any activity for the profit of its members, or to distribute any gains, profits, or dividends to its members as such, except for distribution of assets on dissolution and winding up.
3. Notwithstanding any other provision of these articles, the purposes for which the corporation is organized are exclusively charitable and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States Internal Revenue Law.

4. No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, any director or officer of the corporation or any member of the corporation or any other private individual (except that reasonable compensation may be paid for services rendered to or for the corporation affecting one or more of its purposes), and no director or 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 of 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.

5. The corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to tax on undistributed income imposed by Section 4942 of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

6. The corporation shall not engage in any act of self-dealing as defined in Section 4941(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

7. The corporation shall not retain any excess business holdings as defined in Section 4943(c) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

8. 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 1954, or corresponding provisions of any subsequent federal tax laws.

9. The corporation shall not make any taxable expenditures as defined in Section 4945(d) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

10. Notwithstanding any other provision 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 from taxation under Section 501(c)(3) of the Internal Revenue Code and Regulations issued pursuant thereto 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 the Internal Revenue Code and said Regulations as they now exist or as they may hereafter be amended.

11. Upon the dissolution of the corporation, the Board of Directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of all of the assets of the corporation exclusively for the purposes of the corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable or educational purposes as shall at the time qualify as an exempt organization or organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 (or the corresponding provisions of any future United States Internal Revenue Law), as the Board of Directors shall determine. Any of such assets not so disposed of shall be disposed of by the Circuit Court 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.

12. The corporation shall have all powers authorized under Chapter 617, Florida Statutes.

#### **ARTICLE V – TERM OF EXISTENCE**

This Corporation shall have perpetual existence unless dissolved in a manner provided by law.

#### **ARTICLE VI - INCORPORATOR**

The incorporator to these Articles of Incorporation and his address are:

CHRISTOPHER BROWN                      1321 Fairfax South, Lakeland, Florida  
33813

#### **ARTICLE VII - BOARD OF DIRECTORS**

The number of directors of the corporation shall be no fewer than three (3) and the manner in which directors are elected or appointed shall be stated in the Bylaws of the Corporation.

#### **ARTICLE VIII – OFFICERS**

The Corporation shall have such officers as stated in the Bylaws and the manner in which officers are elected or appointed shall be as stated in the Bylaws of the Corporation.

#### **ARTICLE IX - BYLAWS**

The Board of Directors of this corporation may provide such Bylaws for the conduct of the business and the carrying out of its purposes as they may deem necessary from time to time, including, but not limited to, the Bylaw provisions described in Chapter 617 of the Florida Statutes. The Board of Directors shall have the authority to make, alter or rescind the Bylaws in the manner provided in such Bylaws.

#### **ARTICLE X – AMENDMENTS**

The corporation reserves the right to amend, alter, change or repeal any provisions contained in these Articles of Incorporation by a simple majority vote of all voting rights of all members of the corporation and all rights conferred upon the members herein are granted subject to this reservation.



IN WITNESS WHEREOF, for the purposes of forming this non-profit benefit corporation under the laws of the State of Florida, the undersigned being the Incorporator of MANIACS FASTPITCH, INC., has executed these Articles of Incorporation, this 12 day of July, 2012.

  
CHRISTOPHER BROWN

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

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

FIRST--- **MANIACS FASTPITCH, INC.**, desiring to organize under the Laws of the State of Florida, with its principal office, as indicated in the Articles of Incorporation, in the City **WINTER HAVEN**, State of **FLORIDA**, has named, **CHRISTOPHER BROWN**, located at **1321 Fairfax South, Lakeland, Florida 33813**, as its Agent to accept Service of Process within this State.

ACKNOWLEDGEMENT: (Must be signed by Registered Agent).

Having been named to accept service of process for the above state Corporation, at the place designated in this Certificate, I hereby accept to act in this capacity, and agree to comply with the provisions of said act relative to keeping open said office.



**CHRISTOPHER BROWN**  
REGISTERED AGENT

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JUL 17 PM 3:16  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA