

N/30000003410

(Requestor's Name)

Louise Dittmer
9915 Daphne Ave
Palm Beach Gardens, FL
33410

(City/State/Zip/Phone #)

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FLORIDA DEPARTMENT OF STATE
Division of Corporations

January 10, 2014

Mark W. Smith CPA
9498 Alternate A1A
Lake Park, FL 33403

SUBJECT: THE TYLER DITTMER BASEBALL SCHOLARSHIP FUND INC
Ref. Number: N13000003410

We have received your document for THE TYLER DITTMER BASEBALL SCHOLARSHIP FUND 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):

Articles of Correction must be filed within 30 days of the file date of the document that is being corrected. As the time period for filing Articles of Correction has expired, an amendment to the articles of incorporation could be filed at this time.

We are enclosing the proper form(s) with instructions for your convenience.

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) 245-6050.

Annette Ramsey
Regulatory Specialist II

Letter Number: 314A00000710

Please call or Email - if not

done right. Thanks Mark W Smith

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14 JAN 27 PM 1:02

FLORIDA DEPARTMENT OF STATE
DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

TO: Amendment Section
Division of Corporations

**NAME OF CORPORATION: THE TYLER DITTER BASEBALL
SCHOLARSHIP FUND INC**

DOCUMENT NUMBER: N13000003410

The enclosed *Articles of Amendment* and fee was submitted for filing.
Please return all correspondence concerning this matter to the following:

Name of Contact Person: Mark W Smith CPA

Address :9498 Alternate A1A

City/ State and Zip Code: Lake Park , FL 33403

E-mail address: semws@AOL.COM

For further information concerning this matter, please call:
at Mark W Smith (561) 845-8996

Check was sent for the following amount made payable to the

Florida Department of State:

☐ \$35 Filing Fee

Mailing Address Street Address

Amendment Section

Division of Corporations Division of Corporations

P.O. Box 6327

Tallahassee, FL 32314

**Articles of AMENDMENT
to
Articles of Incorporation
of
THE TYLER DITTER BASEBALL SCHOLARSHIP FUND INC**

FILED
2014 JAN 21 PM 2:03
SECRETARY OF STATE
PALM BEACH, FLORIDA

(Name of Corporation as currently filed with the Florida Dept. of State)

(Document Number of Corporation) N13000003410

Pursuant to the provisions of section 617.1006, Florida Statutes, this **Florida not - Profit Corporation** adopts the following amendment(s) to its Articles of Incorporation:

A. Please AMEND all the Articles as follows:

ARTICLES OF INCORPORATION

OF

THE TYLER DITTMER BASEBALL SCHOLARSHIP FOUNDATION, INC.

The undersigned, who is a citizen of the United States, in order to form a Not for Profit corporation under the provisions of the Florida Not for Profit Corporation Act (Chapter 617, Florida Statutes), hereby signs, verifies and submits the following Articles of Incorporation.

ARTICLE I: Name

The name of the corporation Not for Profit shall be **THE TYLER DITTMER BASEBALL SCHOLARSHIP FOUNDATION, INC.** (hereinafter referred to as the "Corporation").

ARTICLE II: Duration

The Corporation shall have perpetual existence.

ARTICLE III: Purposes And Powers

3:1 Purposes: The Corporation is organized exclusively for charitable and educational purposes, and more specifically, the Corporation is organized and shall be operated exclusively to carry out the following purposes:

- A. To provide Financial support in the form of a one year scholarship to a graduating varsity baseball player from Palm Beach Gardens High School, and or the Sports Management Magnet Program at Palm Beach Gardens High School. The Foundation will provide support

and assistance to other Foundations and Charities in relation to the U.S Armed Services. The Foundation will Solicit funds/donations and perform fundraising activities.

- B. To carry on such other activities that are in furtherance of and in support of the foregoing purposes as are lawful and proper for corporations formed under the Florida Not for Profit Corporation Act and Section 501©(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.
- C. The Corporation is not organized for profit; it shall have no capital stock, and shall not be authorized to issue capital stock.

3.2 Powers: Subject only to such limitations as now or hereafter are prescribed by law or in the Corporation's Articles of Incorporation, the powers of the Corporation shall be as provided in the bylaws of the Corporation in accordance with Chapter 617, Florida Statutes. The Corporation shall have all the powers which now or hereafter are conferred by law upon a corporation organized for the purposes previously stated in this Article 111 or are necessary or incidental to the powers so conferred.

Article IV: Limitations

4.1 No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to its members, 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 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. Not with standing any other provision of these articles of incorporation, the corporation shall not carry on ant other activities not permitted to be carried on (a) by a corporation exempt from the Federal income tax under section 501(c)(3) of the 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 Code, or the corresponding section of any future federal tax code.

4.2 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 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.

Article V: Members

5.1 The Corporation shall have no members.

Article VI: Directors

6.1 The number of directors constituting the initial Board of Directors of the Corporation shall be three (3). The number of directors may be increased or decreased from time to time in accordance with the Bylaws of the Corporation, but shall never be less than three (3) nor more and twenty-five (25).

6.2 The directors of the Corporation shall be elected in accordance with the methods and qualifications specified in the bylaws of the Corporation.

6.3 The names and addresses of the individuals to serve as the initial directors of the Corporation are as follows:

Louise Dittmer, 9915 Daphne Ave, Palm Beach Gardens, FL 33410.

Rick Sartory, 4134 Lakespur Circle S., Palm Beach Gardens, FL 33410.

Cheryl Dittmer, 3624 Cosmos Street, Palm Beach Gardens, FL 33410.

6.4 The powers, duties, qualifications, terms of office, manner of election, and time and criteria for removal of directors shall be as set forth in the Bylaws of the Corporation.

6.5 Directors of this Corporation and any Officers elected by the Directors of this Corporation in their capacity as such, shall serve without compensation except for reimbursement for actual expenses.

6.6 After incorporation, the directors of the Corporation shall hold an organizational meeting in accordance with Chapter 617, Florida Statutes, as amended, to adopt the bylaws of the Corporation, and to conduct such other business as required by the Corporation.

Article VII: Director Liability Limitations

7.1 If the Florida Not for Profit Corporations Act is hereafter amended to authorize corporate action further eliminating or limiting the personal liability of directors, then the liability of a director shall be eliminated or limited to the full extent permitted by the Florida Not for Profit Corporation Act, as so amended, without need for further amendment of these Articles of Incorporation or any other action by the Board of Directors. Any repeal or modification of this Article shall not adversely affect any right or protection of a director of the Corporation existing at the time of such repeal or modification for or with respect to an act or omission of such director occurring prior to such repeal or modification.

Article VIII: Indemnification and Insurance

8.1 Right to indemnification. The Corporation shall have the power and authority to provide indemnification in accordance with the bylaws of the Corporation.

8.2 Insurance. The Corporation may maintain insurance at its expense in accordance with the bylaws of the Corporation.

Article IX: Bylaws

The Board of Directors shall adopt the initial Bylaws of the Corporation. Except to the extent otherwise provided in the Bylaws of the Corporation, the authority to make, alter, amend or repeal the Bylaws of the Corporation is vested in the Board of Directors.

Article X: Incorporator

The name and address of the incorporator of the Corporation is as follows: Louise Dittmer, 9915 Daphne Ave, Palm Beach Gardens, FL 33410.

Article XI: Registered officer and Agent

The address of the initial registered office of the Corporation shall be: 9915 Daphne Ave, Palm Beach Gardens, FL 33410. The name of the initial registered agent of the Corporation at such address shall be Louise Dittmer

Acceptance of Appointment

Louise Dittmer hereby accepts the appointment of Registered Agent in the State of Florida for The Tyler Dittmer Baseball Scholarship Foundation, Inc. (the "Corporation"). I understand that as agent for the Corporation, it will be my responsibility to receive service of process in the name of the Corporation: to forward all mail to the Corporation: and to immediately notify the Office of the Secretary of State in the event of my resignation, or of any changes in the registered office of the Corporation for which I am agent. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.



Louise Dittmer, Registered Agent

Article XII: Initial Principal Place of Business of Corporation

The address of the initial principal place of business of the Corporation shall be 9915 Daphne Ave, Palm beach Gardens, FL 33410

Article XIII: Amendments

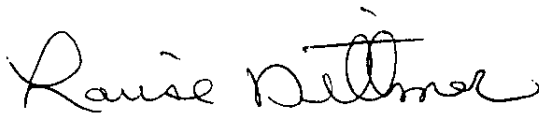
These Articles of Incorporation maybe amended at any regular meeting of the Board of Directors or any special meeting of the Board of Directors called for that purpose, in either case upon receiving the vote of a majority of the directors in office.

Adoption of Amendment

The amendment was adopted by the directors. The number of votes cast for the amendment by the directors was sufficient for approval.

Date: 12/31/13

Signature

A handwritten signature in cursive script, appearing to read "Laurie Dittmer".

Director