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13 AUG 27 PM 2: 39 SECRETARY OF STATE

# Albert C. Eaton

Attorney and Counselor at Law 1516 East Colonial Drive, Suite 100E Orlando, Florida 32803

Mailing Address: Post Office Box 530054 Orlando, Florida 32853-0054 Telephone (407) 843-8100 Telecopier (407) 897-6986

August 23, 2013

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

Re:

Articles of Incorporation

Marauders Baseball Club, Inc.

Dear Sir:

Enclosed are original and one copy of the Articles as above captioned, and our check in the amount of \$78.75, representing:

Filing Fee \$35.00
Resident Agent Designation \$35.00
Certified Copy \$8.75

When the Articles have been processed, we would appreciate the return of the certified copy to our attention.

Thank you for your consideration in this matter.

Sincerely,

Albert C. Eaton

ACE/jm Enclosures

#### ARTICLES OF INCORPORATION

FILED

OF

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# MARAUDERS BASEBALL CLUB, INC. SEGRETARY OF STATE

SEGRETARY OF STATE TALLAHASSEE, FLORIDA

### a Florida Not For Profit Corporation

The undersigned person, acting as the incorporator of a corporation not for profit under the Florida Not For Profit Corporation Act, as set forth in Chapter 617 of the Florida Statutes, adopts the following Articles of Incorporation for such corporation:

#### **ARTICLE I**

The name of the corporation is MARAUDERS BASEBALL CLUB, INC.

#### **ARTICLE II**

The principal place of business of this corporation shall be: 121 North Summerlin Avenue, Sanford, Florida 32771.

The mailing address of the corporation is 121 North Summerlin Avenue, Sanford, Florida 32771.

#### **ARTICLE III**

The corporation shall have perpetual duration.

#### **ARTICLE IV**

The corporation is a not for profit corporation. The specific purposes(s) for which the corporation is organized is (are):

- 1. To offer youth baseball programs, to enrich our youth through educational trips, friendly competition in baseball activities, and mentoring forums.
- 2. To purchase, acquire, hold, lease and sell property, real and/or personal, of every kind and description; to borrow and loan money, to issue bonds, execute mortgages and/or deeds of trust; to accept annuities, gifts, legacies, devises and/or bequests; to acquire by purchase, subscription, or otherwise, and hold, use, vote, sell, assign or hypothecate shares of the capital stock of corporations, whether incorporated under the laws of this State, or by any other State of the nation; and to do everything suitable, proper and convenient for the accomplishment of the foregoing.

#### **ARTICLE V**

Anything in these articles of incorporation to the contrary notwithstanding, the purpose or purposes for which this corporation is organized are limited to those that will qualify it as an exempt organization under Internal Revenue Code Section 501(c)(3), including, for such purposes, the making of distributions to organizations that qualify as taxexempt organizations under such code.

This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation. This corporation shall not participate in or intervene in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

No part of the net earnings, properties or assets of this corporation, on dissolution or otherwise, shall inure to the benefit of any private person or individual or any member or director of this corporation. On liquidation or dissolution, all properties and assets of this corporation remaining after paying or providing for all debts and obligations shall be distributed and paid over to such fund, foundation or corporation organized and operated for charitable or religious purposes as the board of directors shall determine, and as shall at the time qualify as a tax-exempt organization under Internal Revenue Code Section 50l(c)(3), or as the same may be amended.

#### **ARTICLE VI**

The corporation shall have a membership distinct from the board of directors. The authorized number and qualifications of the members of the corporation, the manner of their admission, the different classes of membership, if any, the property, the voting, and other rights and privileges of members, and their liability for dues and assessments and the method of collection thereof, shall be as regulated in the bylaws.

#### **ARTICLE VII**

The street address of the initial registered office of the corporation is 121 North Summerlin Avenue, City of Sanford, County of Seminole, State of Florida. The name of its initial registered agent at such address is Steven Crouch.

#### **ARTICLE VIII**

The powers of this corporation shall be exercised, its property controlled, and its affairs conducted by a board of directors. The number of directors of the corporation shall be not less than nine (9); provided, however, that such number may be increased by a bylaw duly adopted pursuant to the bylaws of this corporation.

The method of election and term of office of the directors shall be as stated in the bylaws.

Any action required or permitted to be taken by the board of directors under any provision of law may be taken without a meeting, if all the members of the board shall individually or collectively consent in writing to such action. Such written consent or consents shall be filed with the minutes of the proceedings of the board, and any such action by written consent shall have the same force and effect as if taken by unanimous vote of the directors. Any certificate or other document filed under any provision of law that relates to action so taken shall state that the action was taken by unanimous written consent of the board of directors without a meeting and that the articles of incorporation and bylaws of this corporation authorize the directors to so act. Such a statement shall be prima facie evidence of such authority.

#### **ARTICLE IX**

The names and address of the incorporator is:

STEVEN CROUCH

121 N. Summerlin Avenue Sanford, FL 32771

#### ARTICLE X

Subject to the limitations contained in the bylaws and any limitations set forth in the Florida Not For Profit Corporation Act described above, concerning corporate action that must be authorized or approved by the members of the corporation, the bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth therefore in the bylaws.

#### **ARTICLE XI**

The property of this corporation is irrevocably dedicated to charitable purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof.

#### **ARTICLE XII**

Upon the dissolution or winding up of this corporation, its assets remaining after payment, or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a not for profit fund, foundation, or corporation which is organized and operated exclusively for charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1986, or corresponding provisions of any subsequent federal laws.

#### **ARTICLE XIII**

Amendments to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of members for their vote. Amendments may be adopted by a vote of at least two-thirds of a quorum of members of the corporation.

#### **ARTICLE XIV**

The names and addresses of the initial officers and Directors who are to manage all of the affairs of the corporation until successors are elected or appointed are:

Steven Crouch, President, Director 121 N. Summerlin Avenue Sanford, FL 32771

Carol Crouch, Director 121 N. Summerlin Avenue Sanford, FL 32771

Fernando Santos, Director 2767 Aragon Terrace Lake Mary, FL 32746

Bernie Weaver, Director 2670 Crater Court Lake Mary, FL 32746

Greg Istvanek, Director 534 Queensbridge Drive Lake Mary, FL 32746 Alyson Ricci, Secretary, Treasurer, Director 576 Lakeshore Circle Lake Mary, FL 32746

David Ricci, Director 576 Lakeshore Circle Lake Mary, FL 32746

Magalis Felix Flores, Director 2767 Aragon Terrace Lake Mary, FL 32746

Gina Weaver, Director 2670 Crater Court Lake Mary, FL 32746



STEVEN CROUCH

# STATE OF FLORIDA COUNTY OF ORANGE

BEFORE ME, the undersigned authority, this day personally appeared STEVEN CROUCH who is personally known to me or who produced because of the incorporator subscriber described in the above and foregoing Articles of Incorporation, that he has read the same, that all facts and matters contained therein are true and correct, and he has executed the same for the purposes therein expressed.

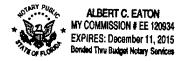
SUBSCRIBED and sworn to before me this 16 day of

2013

Votary Public

Printed Name

My Commission Expires:





## **ACCEPTANCE BY REGISTERED AGENT**

HAVING BEEN NAMED as initial Registered Agent of **MARAUDERS BASEBALL CLUB, INC.**, to accept service of process on its behalf, I hereby accept the designation of initial Registered Agent of the above stated corporation, agree to act in that capacity and that I am familiar with the obligations of that position.

STEVEN CROUCH

121 N. Summerlin Avenue Sanford, FL 32771

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TALLAHASSEE, FLORIDA