

Division of Corporations

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FLORIDA PROFIT/NON PROFIT CORPORATION
Franjo Power Baseball Club, Inc.

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**ARTICLES OF INCORPORATION
OF
FRANJO POWER BASEBALL CLUB, INC.**

(A Florida not-for-profit corporation)

Pursuant to the provisions of the Florida Not-For-Profit Corporation Act, the undersigned incorporator adopts the following Articles of Incorporation:

**ARTICLE I
NAME**

The name of this corporation shall be **FRANJO POWER BASEBALL CLUB, INC.** (hereinafter called the "Corporation").

**ARTICLE II
PRINCIPAL OFFICE AND/OR MAILING ADDRESS**

The principal street address and mailing address of the Corporation is:

7825 S.W. 179 Terrace
Palmetto Bay, Florida 33157

**ARTICLE III
INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name and street address of the Corporation's initial registered agent is:

Eduardo F. Rodriguez
7825 S.W. 179 Terrace
Palmetto Bay, Florida 33157

**ARTICLE IV
PURPOSE**

This Corporation is a not-for-profit corporation, organized exclusively for charitable and educational purposes, as defined in Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (the "Code") or successor statute and for the purpose of engaging in any lawful act or activity not for pecuniary profit for which non-for-profit corporations may be organized, so far as is or may be permitted by the laws of the State of Florida and Section 501(c)(3) of the Code, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Code, or the corresponding provisions of any future United States Internal Revenue law).

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SECTION OF CORPORATE AFFAIRS
DIVISION OF CORPORATE AFFAIRS

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**ARTICLE V
BOARD OF DIRECTORS AND OFFICERS**

The affairs of this Corporation shall be managed by a Board of Directors consisting of no fewer than three (3) Directors, which will be selected in accordance with the Bylaws of the Corporation. The Officers of the Corporation may also be elected and/or appointed in the manner established by the Bylaws of the Corporation.

**ARTICLE VI
INCORPORATOR**

The name and street address of the incorporator of this not-for-profit Corporation is:

Eduardo F. Rodriguez
7825 S.W. 179 Terrace
Palmetto Bay, Florida 33157

**ARTICLE VII
DISSOLUTION**

Upon dissolution or winding up of this Corporation, its net assets remaining after payment, or provision for payment, of all debts and liabilities of the Corporation shall be distributed to one or more not-for-profit funds, foundations, or corporations organized and operated exclusively for charitable purposes and which has established its tax-exempt status under Section 501(c)(3) of the Code (or the corresponding provision of any future United States Internal Revenue law).

**ARTICLE VIII
LIMITATIONS**

A. Lobbying and Political Activities. No substantial part of the activities of the Corporation shall consist of carrying on or promotion of propaganda, or otherwise attempting to influence legislation (except as otherwise provided by Section 501(h) of the Code) 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.

B. Distribution of Net Earnings. No part of the net earnings of this Corporation shall inure to the benefit of, or be distributable to, its Directors, Officers, Members, 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 the furtherance of its purposes.

C. General Limitations Required by the Internal Revenue Code. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not engage in any activities that are not permitted to be carried on: (i) by a corporation exempt from federal corporate income tax under Section 501(c)(3) of the Code (or the corresponding provision of any

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future United States Internal Revenue law), or (ii) by a corporation the contributions to which are deductible under Section 170(c)(2) of the Code (or the corresponding provision of any future United States Internal Revenue law).

IN WITNESS WHEREOF, the undersigned Incorporator has executed these Articles of Incorporation on this 4th day of June 2014.



Eduardo F. Rodriguez
Incorporator

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CERTIFICATE DESIGNATING THE ADDRESS FOR SERVICE OF PROCESS WITHIN THIS STATE AND NAMING AN AGENT UPON WHOM PROCESS MAY BE SERVED

Pursuant to Chapter 48.091, Florida Statutes, the following is submitted:

That **FRANJO POWER BASEBALL CLUB, INC.**, desiring to organize under the laws of the State of Florida, with its initial registered office, as indicated in the Articles of Incorporation, at **7825 S.W. 179 Terrace, Palmetto Bay, Florida 33157**, has named **Eduardo F. Rodriguez** as its agent to accept service of process within this state.

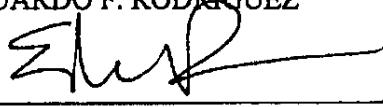
ACKNOWLEDGMENT:

Having been named to accept service of process for the corporation named above, at the place designated in this certificate, the undersigned hereby agrees to act in this capacity, to comply with the provisions of the Florida Not For Profit Corporation Act, and that it is familiar with, and accepts, the obligations of that position.

Dated this 4th day of June, 2014.

REGISTERED AGENT:

EDUARDO F. RODRIGUEZ

By: 

Eduardo F. Rodriguez

REC'D
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