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15 MAR 26 PM 1:30

COVER LETTER

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

SUBJECT: **Davie Softball Association, Inc.**

(PROPOSED CORPORATE NAME – MUST INCLUDE SUFFIX)

Enclosed is an original and one (1) copy of the Articles of Incorporation and a check for :

☐ \$70.00
Filing Fee

☐ \$78.75
Filing Fee &
Certificate of
Status

☐ \$78.75
Filing Fee
& Certified Copy

☒ \$87.50
Filing Fee,
Certified Copy
& Certificate

ADDITIONAL COPY REQUIRED

FROM: **Tripp Vitto, Esq.**

Name (Printed or typed)

201 N.E. First Avenue

Address

Delray Beach, FL 33444

City, State & Zip

561-330-0660

Daytime Telephone number

mike.whalen@paragontheaters.com

E-mail address: (to be used for future annual report notification)

NOTE: Please provide the original and one copy of the articles.

ARTICLES OF INCORPORATION
FOR
DAVIE SOFTBALL ASSOCIATION, INC.
A Florida Not For Profit Corporation

15 MAR 26 PM 1:30

The undersigned files these Articles of Incorporation for the purpose of forming a Corporation under and pursuant to Chapter 617 of the laws of the State of Florida providing for the formation, liability, privileges, rights and immunities of a corporation not for profit, and does hereby organize the Corporation with the name set forth below and adopts the following Articles of Incorporation.

ARTICLE I
Name

The name of the Corporation is **DAVIE SOFTBALL ASSOCIATION, INC.** (the "**Corporation**").

ARTICLE II
Address

The street address and mailing address of this Corporation's principal office is as follows:

1191 East Newport Center Dr., PH-H
Deerfield Beach, Florida 33442

ARTICLE III
Purposes

Section 1. The Corporation is organized as a not for profit corporation exclusively for charitable, educational and scientific purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, as amended (or any corresponding provision of any future federal tax code) ("**Code**").

Section 2. Without limiting the generality of the purposes specified in Section 1 above, the specific purposes of the Corporation shall be to provide for the charitable advancement of athletics.

ARTICLE IV
Election of Directors

The manner in which the directors are elected or appointed shall be at the annual board of directors meeting in accordance with the By Laws of the Corporation.

ARTICLE V
Initial Officers and Directors

The Initial Officers and Directors of the Corporation are:

Michael Whalen, President and Director
1191 East Newport Center Dr., PH-H
Deerfield Beach, Florida 33442

Kim Whalen, Vice President and Director
1191 East Newport Center Dr., PH-H
Deerfield Beach, Florida 33442

ARTICLE VI
Term of Existence

The term of existence of this corporation is perpetual.

ARTICLE VII
Initial Registered Office and Agent

SLPA, INC., a Florida corporation
201 N.E. First Avenue
Delray Beach, Florida 33444

ARTICLE VIII
By-Laws

The Board of Directors shall adopt By-Laws consistent with these Articles and may be modified, amended or rescinded only by a two-thirds (2/3) majority vote of the Board of Directors.

ARTICLE IX
Negation of Pecuniary Gain

This Corporation is not organized for a pecuniary profit. It shall not have any power to issue Certifications of Stock or declare dividends, and no part of its net earnings shall inure to the benefit of, or be distributed to, any member, director, officer or other private persons; provided, however, that this shall not be construed to prohibit the payment by the Corporation of reasonable compensation for services rendered or to prohibit payments and distributions by the Corporation in furtherance of its purposes as described in Article III.

ARTICLE X
Prohibition of Certain Activities

This Corporation shall not devote a substantial part of its activities to attempting to influence legislation in any way, including carrying on propaganda activities. Furthermore, this Corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office, including, but not limited to publishing or distributing statements regarding such campaigns.

Notwithstanding any provision of these Articles to the contrary, this Corporation is without power to engage in any activity inconsistent with either exemption from taxation under Section 501(c)(3) of the Code or with the requirements for deductibility of contributions to the Corporation under Section 170 of the Code.

ARTICLE XI
Dissolution

Upon the dissolution of this Corporation and in accordance with Florida law, the Board of Directors shall transfer, after paying or making provisions for the payment of all of the liabilities of this Corporation, the remaining assets to a charity or charities within the meaning of Section 501(c)(3) of the Code.

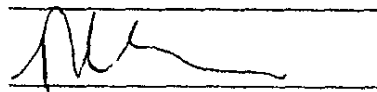
ARTICLE XII
Incorporator

The names and address of the Incorporator of the Corporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Michael Whalen	1191 East Newport Center Dr., PH-H Deerfield Beach, Florida 33442

IN WITNESS WHEREOF, I have hereunto set my hand this 17 day of March, 2015.

INCORPORATOR:



Michael Whalen

CERTIFICATE OF DESIGNATION OF
REGISTERED AGENT/REGISTERED OFFICE

PURSUANT TO THE PROVISIONS OF SECTION 617.503, FLORIDA STATUTES, THE UNDERSIGNED COMPANY SUBMITS THE FOLLOWING STATEMENT IN DESIGNATING THE REGISTERED OFFICE/REGISTERED AGENT, IN THE STATE OF FLORIDA.

1. The name of the company is: **DAVIE SOFTBALL ASSOCIATION, INC.**
2. The name and address of the registered agent and office is:

SLPA, INC., a Florida corporation
201 N.E. First Avenue
Delray Beach, Florida 33444

Having been named as registered agent and to accept service of process for the above stated limited liability company at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. 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.

SLPA, INC., a Florida corporation

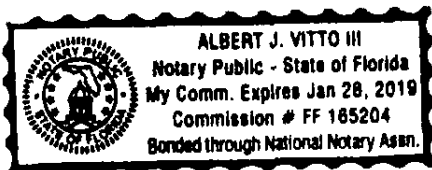
By: 
Brian Louis Lipshy, President


3-20-15
Date

STATE OF FLORIDA }
 }
COUNTY OF PALM BEACH } ss

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State and County aforesaid to take acknowledgments, personally appeared Brian Louis Lipshy, as President of SLPA, INC., a Florida corporation, who is personally known to me (X) or who did furnish ____-__ for identification, and who acknowledged executing the foregoing Designation and Acceptance as Registered Agent, freely and voluntarily for the purposes therein stated.

WITNESS my hand and official seal in the County and State last aforesaid this 20th day of March, 2015.




NOTARY PUBLIC
ALBERT J. VITTO III
Printed Name of Notary (Seal)