

N16000009836

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

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PICK-UP

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MAIL

(Business Entity Name)

(Document Number)

Certified Copies _____ Certificates of Status _____

Special Instructions to Filing Officer:

Office Use Only



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09/19/16--01010--031 **105.00

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
16 OCT -6 AM 9:05

W16-065148

10/07/16



FLORIDA DEPARTMENT OF STATE
Division of Corporations

September 21, 2016

KRISTINE VAILLANCOURT
18920 65TH AVE. EAST
BRADENTON, FL 34211

SUBJECT: FLORIDA PANTHERS BASEBALL, INC.
Ref. Number: W16000065148

We have received your document for FLORIDA PANTHERS BASEBALL, INC. and your check(s) totaling \$105.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

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

The document must be signed by a chairman, vice chairman, director, officer, or an incorporator, if directors or officers have not been selected.

Section 617.0202(d), Florida Statutes, requires the manner in which directors are elected or appointed be contained in the articles of incorporation or a statement that the method of election of directors is as stated in the bylaws.

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.

Thomas Chang
Regulatory Specialist II
New Filing Section

Letter Number: 216A00020243

16 OCT -6 AM 10:10
THE CORP. DIVISION
16 OCT 2016

COVER LETTER

TO: Charter Section
Division of Corporations

SUBJECT: Florida Panthers Baseball, LLC

Name of Resulting Florida Profit Corporation

The enclosed Certificate of Conversion, Articles of Incorporation, and fees are submitted to convert an "Other Business Entity" into a "Florida Profit Corporation" in accordance with s. 617., F.S.

Please return all correspondence concerning this matter to:

Kristine M. Vaillancourt

Contact Person

Florida Panthers Baseball

Firm/Company

18920 65th Ave E

Address

Bradenton, FL 34211

City, State and Zip Code

floridapanthersbaseball@yahoo.com

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

For further information concerning this matter, please call:

Kristine Vaillancourt at (716) 523-7156

Name of Contact Person

Area Code and Daytime Telephone Number

Enclosed is a check for the following amount:

☒ \$105.00 Filing Fees ☐ \$113.75 Filing Fees ☐ \$113.75 Filing Fees ☐ \$122.50 Filing Fees,
and Certificate of and Certified Copy Certified Copy, and
Status Certificate of Status

STREET ADDRESS:

New Filings Section
Division of Corporations
Clifton Building
2661 Executive Center Circle
Tallahassee, FL 32301

MAILING ADDRESS:

New Filings Section
Division of Corporations
P. O. Box 6327
Tallahassee, FL 32314

Conversion per G.C. + B.L.V.

Certificate of Conversion
For
"Other Business Entity"
Into
Florida Profit Corporation

This Certificate of Conversion **and attached Articles of Incorporation** are submitted to convert the following **"Other Business Entity"** into a **Florida Profit Corporation** in accordance with s. 617.. Florida Statutes.

1. The name of the "Other Business Entity" immediately prior to the filing of this Certificate of Conversion is:

Florida Panthers Baseball, LLC

(216-018413)✓

Enter Name of Other Business Entity

2. The "Other Business Entity" is a Limited Liability Company
(Enter entity type. Example: limited liability company, limited partnership,
general partnership, common law or business trust, etc.)

first organized, formed or incorporated under the laws of Florida
(Enter state, or if a non-U.S. entity, the name of the country)

on January 26, 2016✓

Enter date "Other Business Entity" was first organized, formed or incorporated

3. If the jurisdiction of the "Other Business Entity" was changed, the state or country under the laws of which it is now organized, formed or incorporated:

N/A

4. The name of the Florida Profit Corporation as set forth in the **attached Articles of Incorporation**:

Florida Panthers Baseball, Inc.

Enter Name of Florida Profit Corporation

5. If not effective on the date of filing, enter the effective date:_____

(The effective date: 1) cannot be prior to nor more than 90 days after the date this document is filed by the Florida Department of State; AND 2) must be the same as the effective date listed in the attached Articles of Incorporation, if an effective date is listed therein.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Signed this 16th day of September, 2016.

Required Signature for Florida Corporation:

Signature of Chairman,

Incorporator:

Printed Name: Scott C. Vaillancourt Title: President

Required Signature(s) on behalf of Other Business Entity: [See below for required signature(s).]

Signature:

Printed Name: Scott C. Vaillancourt Title: Manager

Signature:

Printed Name: Title:

Signature:

Printed Name: Title:

Signature:

Printed Name: Title:

Signature:

Printed Name: Title:

Signature:

Printed Name: Title:

If Florida General Partnership or Limited Liability Partnership:

Signature of one General Partner.

If Florida Limited Partnership or Limited Liability Limited Partnership:

Signatures of ALL General Partners.

If Florida Limited Liability Company:

Signature of a Member or Authorized Representative.

All others:

Signature of an authorized person.

Fees:

| | |
|---|-------------------|
| Certificate of Conversion: | \$35.00 |
| Fees for Florida Articles of Incorporation: | \$70.00 |
| Certified Copy: | \$8.75 (Optional) |
| Certificate of Status: | \$8.75 (Optional) |

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ARTICLES OF INCORPORATION
In compliance with Chapter 617, F.S., (Not for Profit)

ARTICLE I NAME

The name of the corporation shall be: Florida Panthers Baseball, Inc.

ARTICLE II PRINCIPAL OFFICE

Principal street address:
18920 65th Ave E

Bradenton, FL 34211

Mailing address, if different is:

ARTICLE III PURPOSE

The purpose for which the corporation is organized is: See Attached

ARTICLE IV MANNER OF ELECTION The manner in which the directors are elected and appointed: Stated in the bylaws.

ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS

Name and Title: Scott C. Vaillancourt - P, D

Address 18920 65th Ave E

Bradenton, FL 34211

Name and Title: William Swales - S

Address: 18920 65th Ave E

Bradenton, FL 34211

Name and Title: Kristine M. Vaillancourt - T

Address 18920 65th Ave E

Bradenton, FL 34211

Name and Title: _____

Address: _____

Name and Title: _____

Address _____

Name and Title: _____

Address: _____

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DIVISION OF CORPORATIONS
16 OCT -6 AM 9:05

Name and Title: _____ Name and Title: _____

Address: _____ Address: _____

Name and Title: _____ Name and Title: _____

Address: _____ Address: _____

ARTICLE VI REGISTERED AGENT

The **name and Florida street address** (P.O. Box NOT acceptable) of the registered agent is:

Name: Kristine M. Vaillancourt

Address: 18920 65th Ave E
Bradenton, FL 34211

ARTICLE VII INCORPORATOR

The **name and address** of the Incorporator is:

Name: Kristine M. Vaillancourt

Address: 18920 65th Ave E
Bradenton, FL 34211

ARTICLE VIII EFFECTIVE DATE:

Effective date, if other than the date of filing: _____ (OPTIONAL)

(If an effective date is listed, the date must be specific and cannot be more than five business days prior or 90 business days after the filing.)

Note: If the date inserted in this block does not meet the applicable statutory filing requirements, this date will not be listed as the document's effective date on the Department of State's records.

Having been named as registered agent to accept service of process for the above stated corporation at the place designated in this certificate, I am familiar with and accept the appointment as registered agent and agree to act in this capacity

Kristine M. Vaillancourt
Required Signature of Registered Agent

10/4/16
Date

I submit this document and affirm that the facts stated herein are true. I am aware that any false information submitted in a document to the Department of State constitutes a third degree felony as provided for in s.817.155, F.S.

Kristine M. Vaillancourt
Required Signature of Incorporator

10/4/16
Date

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Attachment to Articles of Incorporation of

Florida Panthers Baseball, Inc.

Article III – Purpose

Said organization is organized exclusively for charitable, religious, scientific, literary and educational purposes, including, for such purposes, the making of distributions to organizations that qualify as exempt organizations under section 501(c) 3 of the Internal Revenue Code, or the corresponding section of any future federal tax code. The business activity for said organization is as follows: To engage in providing education and training for athletic opportunities for area youths.

No officer or director of this corporation shall be personally liable for the debts or obligations of said corporation of any nature whatsoever, nor shall any of the property or assets of the officers or directors be subject to the payment of debts or obligations of this corporation.

No part of the net earnings of the corporation shall inure to the benefit of or be distributed to its members, trustees, officers, or other private persons, except that of the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the exclusive purpose set fourth hereinabove. No substantial part of the activities of the corporation shall be the caring 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) and political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding and other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under section 501(c)3 of Internal Revenue Code, or the correspond section of any future federal tax code, or (ii) by a corporation contributions to which are deductible under section 170(c)2 of the Internal Revenue Code, or the corresponding section of any federal tax code.

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes or exempt organizations within the meaning of section 501(c)3 of the internal Revenue Code, or the corresponding section of an future federal tax code, or shall be distributed to the federal government, or the to a state or local government, for a public purpose as the board of directors shall determine. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction of the country 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.