

N170000003171

(Requestor's Name)

(Address)

(Address)

(City/State/Zip/Phone #)

☐ PICK-UP ☐ WAIT ☐ MAIL

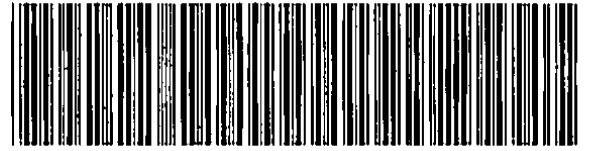
(Business Entity Name)

(Document Number)

Certified Copies \_\_\_\_\_ Certificates of Status \_\_\_\_\_

Special Instructions to Filing Officer:

Office Use Only



100309988911

03/08/18--01021--007 \*\*35.00

FILED  
18 MAR -8 PM 2:22  
JAL/MISSEL, FLORIDA

MAR 09 2018

3. YOUNG

**COVER LETTER**

TO: Amendment Section  
Division of Corporations

NAME OF CORPORATION: PBC BASEBALL CORP

DOCUMENT NUMBER: N17000003171

The enclosed *Articles of Amendment* and fee are submitted for filing.

Please return all correspondence concerning this matter to the following:

ANDREW M. REED, ESQ.

(Name of Contact Person)

REED MAWHINNEY & LINK PLLC

(Firm/ Company)

1611 Harden Blvd.

(Address)

Lakeland, Florida 33803

(City/ State and Zip Code)

andy@polklawyer.com

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

For further information concerning this matter, please call:

Andrew M. Reed, Esq.

(863)

687-1771

at

(Name of Contact Person)

(Area Code)

(Daytime Telephone Number)

Enclosed is a check for the following amount made payable to the Florida Department of State:

- |   |  |   |  |
|---|--|---|--|
| <input checked="" type="checkbox"/> \$35 Filing Fee | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certificate of Status | <input type="checkbox"/> \$43.75 Filing Fee &<br>Certified Copy<br>(Additional copy is<br>enclosed) | <input type="checkbox"/> \$52.50 Filing Fee<br>Certificate of Status<br>Certified Copy<br>(Additional Copy is<br>Enclosed) |
|---|--|---|--|

**Mailing Address**

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

**Street Address**

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

**AMENDED ARTICLES OF INCORPORATION  
PBC BASEBALL CORP  
(Florida Not for Profit Corporation)**

**ARTICLE I  
NAME**

The name of the corporation shall be PBC Baseball Corp.

**ARTICLE II  
PRINCIPAL OFFICE AND MAILING ADDRESS**

The principal office of the corporation shall be 5302 S. Florida Ave., Suite 208, Lakeland, Florida 33813. The mailing address of the corporation shall be 5302 S. Florida Ave., Suite 208, Lakeland, Florida 33813.

**ARTICLE III  
DURATION**

The corporation shall have a perpetual existence until dissolved in accordance with these Articles.

**ARTICLE IV  
PURPOSE**

PBC Baseball Corp is organized exclusively for charitable, religious, educational and scientific 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 ("Code"), or corresponding section of any future federal tax code. More specifically, the foundation was organized for the following purposes, none of which shall be construed to conflict with the preceding sentence:

(a) To provide competitive opportunities for the youth of Lakeland, Florida where all participants can have fun and learn advanced fundamentals of baseball needed for high school programs while instilling values of teamwork, excellence, pride, dedication, determination and hard work.

(b) To assist and engage in activities which serve purposes permitted under the Florida Not for Profit Corporation Act ("Act"), as amended, and which are permitted to be carried out by an organization exempt from federal taxation under the Code and the regulations promulgated thereunder ("Regulations") or by an organization eligible to receive contributions deductible under Sec. 170(c)(2) of the Code and the Regulations, or the corresponding provisions of any subsequent federal tax laws.

(c) To solicit, collect and otherwise raise money to fund aims and goals of the corporation which are exclusively charitable and within the meaning of Sec. 501(c)(3) of the Code and Regulations, or corresponding provisions of any subsequent federal tax laws.

FILED  
18 MAR -8 PM 2:22  
SECRETARY OF STATE  
TALLAHASSEE, FLORIDA

AMENDED ARTICLES OF INCORPORATION  
PBC BASEBALL CORP

(d) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its officers, directors 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 herein. 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. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

**ARTICLE V**  
**MANNER OF ELECTION**

The authorized number, qualification and manner of election and appointment of members of the Board of Directors and Officers of this corporation shall be set forth in the By-Laws of this corporations. Initially there shall be four (4) directors, but additional directors may be added from time to time by the Board.

**ARTICLE VI**  
**INITIAL OFFICERS AND DIRECTORS**

Jarrold Smith  
5905 Oakmont Lane  
Lakeland, FL 33813

Director and President of the Board

Lee Couey  
5275 Stone Oaks Drive  
Lakeland, FL 33811

Director and Vice-President of the Board

Brittany Smith  
5905 Oakmont Lane  
Lakeland, FL 33813

Director and Secretary of the Board

Michelle Dadey  
6746 Hillis Drive  
Lakeland, FL 33813

Director and Treasurer of the Board

**ARTICLE VII**  
**CORPORATE POWERS**

The corporate powers of this corporation shall be as provided in the Act.

AMENDED ARTICLES OF INCORPORATION  
PBC BASEBALL CORP

**ARTICLE VIII**  
**REGISTERED AGENT**

The name and Florida street address of the registered agent is Reed Mawhinney & Link, PLLC, 1611 Harden Blvd., Lakeland, FL 33803.

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.

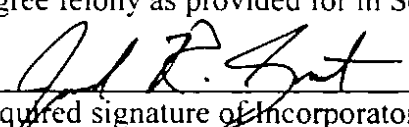
  
\_\_\_\_\_  
Required signature of Registered Agent

3/5/2018  
\_\_\_\_\_  
Date

**ARTICLE IX**  
**INCORPORATOR**

The name and Florida street address of the incorporator is Jarrod Smith, 5905 Oakmont Lane, Lakeland, FL 33813.

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 Sec. 817.155, Florida Statutes.

  
\_\_\_\_\_  
Required signature of Incorporator,  
Jarrod Smith

3-1-18  
\_\_\_\_\_  
Date

**ARTICLE X**  
**NOT FOR PROFIT**

This corporation is organized pursuant to the Florida Not For Profit Act. This corporation does not contemplate the distribution of gains, profits or dividends to the members thereof, and is organized for non-profit purposes; no part of any net earnings or assets thereof shall inure to the benefit of any members or any other individual.

**ARTICLE XI**  
**DISSOLUTION**

In the event of the dissolution of this corporation, after paying or adequately providing for the debts or obligations of this corporation, the directors, or persons in charge of liquidation, shall grant, convey, assign and transfer the remaining assets of this corporation, to be used exclusively for one or more exempt purposes within the meaning of Sec. 501(c)(3) of the Code, or 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; or to a corporation, trust or community chest fund of the corporation

AMENDED ARTICLES OF INCORPORATION  
PBC BASEBALL CORP

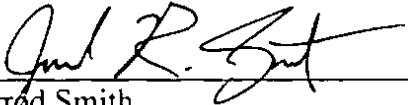
which is (a) created or organized in the United States or in any possession thereof, or under the law of the United States, any state or territory or the District of Columbia; (b) organized and operated exclusively for religious, charitable, scientific, literary, or educational purposes, or for the prevention of cruelty to children or animals; (c) no part of the net earnings of which inures to the benefit of any private shareholder or individual; and (d) no substantial part of the activities of which is carrying on propaganda, or otherwise attempting to influence legislation. No such organization listed above shall qualify for distribution unless such organization shall be an organization, association, fund or foundation organized and operated exclusively for charitable, religious, scientific or educational purposes which is a tax-exempt, non-profit corporation under the Code, and which is recognized as such by the Internal Revenue Service. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction in Polk County, Florida, or other county where the principal office of the corporation is then located, to be used exclusively for such purposes or distributed to such organizations as said court shall determine, which are organized and operated exclusively for such purposes.

**ARTICLE XII**  
**EFFECTIVE DATE**

The effective date of these Amended Articles of Incorporation shall be the date of filing.

IN WITNESS WHEREOF, the undersigned incorporator has made and subscribed these Amended Articles of Incorporation at Lakeland, Florida, on this 1 day of March, 2018.

**INCORPORATOR**

  
\_\_\_\_\_  
Jarrod Smith