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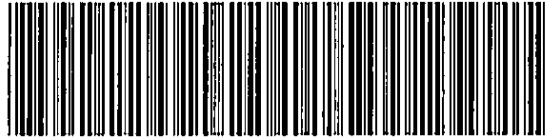
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DEPARTMENT OF STATE  
DIVISION OF CORPORATIONS  
TALLAHASSEE, FL 32304

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18 JUN 27 AM 10:23  
Selling  
TALLAHASSEE, FL 32304

# CT Corp.

3458 Lakeshore Drive, Tallahassee, FL 32312  
850-656-4724

**Date:** 6/27/2018

Acc#120160000072



Name:	Boca Raton Pawsox Baseball Club, Inc.
Document #:	
Order #:	11046233

Certified Copy of Arts & Amend:	<input type="checkbox"/>			
Plain Copy:	<input type="checkbox"/>			
Certificate of Good Standing:	<input type="checkbox"/>			
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Amount: \$ 78.75

Thank you!

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## COVER LETTER

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

**SUBJECT:** BOCA RATON PAWSOX BASEBALL CLUB, 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: William Vorys  
\_\_\_\_\_  
Name (Printed or typed)

150 E. Gay St., Suite 2400  
\_\_\_\_\_  
Address

Columbus, OH 43215  
\_\_\_\_\_  
City, State & Zip

\_\_\_\_\_  
Daytime Telephone number

vvorys@dickinsonwright.com

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

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-AT 100-

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

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

**ARTICLE I NAME**

The name of the corporation shall be: Boca Raton PawSox Baseball Club, Inc.

**ARTICLE II PRINCIPAL OFFICE**

Principal street address:  
3182 Saint Anne's Dr.

Boca Raton, FL 33496

Mailing address, if different is:

**ARTICLE III PURPOSE**

The purpose for which the corporation is organized is: See Attachment.

**ARTICLE IV MANNER OF ELECTION** The manner in which the directors are elected and appointed: \_\_\_\_\_

Directors will be elected at the annually meeting.

**ARTICLE V INITIAL OFFICERS AND/OR DIRECTORS**

Name and Title: \_\_\_\_\_

Address: \_\_\_\_\_

Name and Title: \_\_\_\_\_

Address: \_\_\_\_\_

Name and Title: \_\_\_\_\_

Address: \_\_\_\_\_

Name and Title: \_\_\_\_\_

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Name and Title: \_\_\_\_\_

Address: \_\_\_\_\_

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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: Maurice S. Vaughn  
Address: 3182 Saint Anne's Dr.  
Boca Raton, FL 33496

**ARTICLE VII INCORPORATOR**

The name and address of the Incorporator is:

Name: William Vorys  
Address: 150 E. Gay St., Suite 2400  
Columbus, OH 43215

**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 days prior or 90 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*

\_\_\_\_\_  
Required Signature of Registered Agent

6/26/18  
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.*

William Vorys  
Required Signature of Incorporator

6/26/18  
Date

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18 JUN 27 AM 10:23  
SOUTH FLORIDA

**ARTICLES OF INCORPORATION  
OF  
BOCA RATON PAWSOX BASEBALL CLUB, INC.**

**(Additional Provisions)**

**ARTICLE III:** Boca Raton PawSox Baseball Club, Inc. (the "Corporation") is organized for and is to be operated exclusively to maintain, establish and conduct charitable, religious, educational and scientific purposes within the meaning and to the fullest extent permitted by Section 501(c)(3) of the Internal Revenue Code of 1986 (or any corresponding provision of any future United States Internal Revenue Law), as amended from time to time (the "Code").

**ARTICLE IX:** No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, 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 of the Corporation set forth in Article III hereof. In the event of the liquidation or dissolution of the Corporation, whether voluntary or involuntary, no member, director, trustee, or officer of the Corporation, or any private individual or entity shall be entitled to receive any distribution from the remaining assets of the Corporation or the proceeds thereof. No substantial part of the activities of the Corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation (except as otherwise provided in Code Section 501(h)), and the Corporation shall not participate in, or intervene in (including the publishing or distribution of statements), any political campaign on behalf of any candidate for public office. Notwithstanding any other provision of these Articles of Incorporation, the Corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from Federal income tax under Code Section 501(c)(3), or the corresponding provision of any subsequent Federal tax laws or (b) by a corporation, contributions to which are deductible under Code Sections 170(c)(2), 2055 or 2522.

Whenever the corporation is a "private foundation" as defined in Code Section 509, then the following provisions shall apply:

- (a) The Corporation shall distribute its income for each taxable year at such time and in such manner as not to become subject to the tax on undistributed income imposed by Code Section 4942.
- (b) The Corporation shall not engage in any act of "self-dealing" as defined in Code Section 4941(d).
- (c) The Corporation shall not retain any "excess business holdings" as defined in Code Section 4943(c).
- (d) The Corporation shall not make any investments in such manner as to subject to tax under Code Section 4944.
- (e) The Corporation shall not make any "taxable expenditures" as defined in Code Section 4945(d).

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DATE 01-27-2018 BY 60322 UCBAW

**ARTICLE X:** The Corporation may be dissolved by the affirmative vote of a majority of the directors. Upon the dissolution of the Corporation, the directors shall, after paying or making provision for the payment of all of the liabilities of the Corporation, distribute all of the assets of the Corporation exclusively for the purposes of the Corporation in such manner, or to such organization or organizations organized and operated exclusively for charitable, religious, educational, or scientific purposes as shall at the time qualify as an exempt organization or organizations under Code Section 501(c)(3), as the directors shall determine. Any such assets not so disposed of shall be disposed of by the court of the county 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.

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