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2018 AUG -8 AM 8:49
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

James Kevin Gardner, CPA
105 Mobbly Bay Dr.*
Oldsmar, FL 34677

August 4, 2018

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

SUBJECT: Diamond Elite Baseball Club of Florida, Inc.

To Whom It May Concern:

Please find enclosed the following related to the filing of the Articles of Incorporation for the newly formed not for profit corporation:

- Articles of Incorporation
- Payment for Filing Fees of \$70.00

Please register the above named not-for-profit Corporation.

The information for the registered agent is as follows:

James K Gardner
105 Mobbly Bay Dr.
Oldsmar, FL 34677
Telephone: 727-688-6808
Email: kgardner@marquisbenefits.com

Please feel free to contact me if you have questions or need additional information.

Warm Regards,


James K. Gardner, CPA

enclosures

**ARTICLES OF INCORPORATION
OF
Diamond Elite Baseball Club of Florida, Inc.**

2018 AUG -8 AM 8:59
SECRETARY OF STATE
TALLAHASSEE, FL 32307

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**ARTICLE I
NAME**

The name of this corporation is **Diamond Elite Baseball Club Of Florida, Inc.** hereafter referred to as "Corporation".

**ARTICLE II
PRINCIPAL OFFICE**

The principal street address is 105 Mobbly Bay Dr. Oldsmar, FL 34677.

The principal mailing address is 105 Mobbly Bay Dr. Oldsmar, FL 34677.

The Diamond Elite Baseball Club Of Florida, Inc. shall have and shall continuously maintain corporation status in the State of Florida as a registered office and agent.

**ARTICLE III
EFFECTIVE DATE AND DURATION**

The effective date of the Corporation shall be August 4, 2018. The period of duration is perpetual.

**ARTICLE IV
PURPOSE**

The purposes for which this nonprofit corporation is organized are to (a) provide recreational activities for youth in the form of organized baseball, (b) teach youth of all ages and skill levels the rules, regulations and skills of the game of baseball in an atmosphere of sportsmanship, discipline, team play and cooperation, (c) build self-esteem and confidence of youth to help them in their future to accomplish goals and strive to succeed in future endeavors, and (d) engage in any lawful activity for which corporations may be organized under the General Law of Florida. Notwithstanding any other provision in this Article III, the corporation is organized

exclusively for charitable and educational purposes under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended.

ARTICLE V **CORPORATE GOVERNANCE**

The manner in which the directors are elected or appointed is provided in the bylaws of the Corporation. All other matters regarding Corporation's rules of corporate governance are contained within Corporation's bylaws.

ARTICLE VI **LIMITATIONS**

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 set forth in Article III hereof.

No substantial part of the activities of this corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate or intervene in any political campaign (including the publishing or distribution of statements) on behalf of, or in opposition to, any candidate for public office.

Notwithstanding any other provision of these articles, this corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VII **DEDICATION OF ASSETS**

Upon the dissolution of the corporation, the board of directors shall, after paying or making provision for the payment of all of the liabilities of the corporation, dispose of 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, educational, religious, or scientific purposes as shall at the time qualify as an exempt organization or organizations

under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, as the board of directors shall determine. Any such assets not so disposed of shall be disposed of by the Circuit 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.

ARTICLE VIII **INDEMNIFICATION**

The Corporation does hereby indemnify any and all Directors, Officers, employees, Incorporators and/or Shareholders of the corporation from any and all liability with regards to the corporation and the business of the corporation, unless the person fraudulently and intentionally violated the law and/or maliciously conducted acts to damage and/or defraud the corporation, or as otherwise provided under applicable Florida State Corporation Statute.

ARTICLE IX **REGISTERED OFFICE/AGENT**

The name and address of the registered agent is James K. Gardner, 105 Mobbly Bay Dr. Oldsmar, FL 34677.

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.

James K. Gardner
James K. Gardner, Registered Agent

8/4/18
Date

ARTICLE X **INCORPORATOR**

The name and address of the incorporator is James K. Gardner, 105 Mobbly Bay Dr. Oldsmar, FL 34677.

For the purpose of forming this Corporation under the laws of the State of Florida, I the undersigned, constituting the Incorporator of this Corporation, have executed these Articles of Incorporation on August 4, 2018.

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.

James K. Gardner
James K. Gardner, Incorporator

8/4/18
Date