

Division of Corporations

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Florida Department of State
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FLORIDA PROFIT/NON PROFIT CORPORATION

Diamond Dawgs of Wolfson Inc.

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**ARTICLES OF INCORPORATION
OF
DIAMOND DAWGS OF WOLFSON INC.,
A NOT FOR PROFIT CORPORATION**

The undersigned, for the purpose of forming a corporation not for profit under the Florida Not For Profit Corporation Act, Chapter 617, Florida Statutes, adopts the following Articles of Incorporation:

**Article I
Name**

The name of this not for profit corporation shall be **DIAMOND DAWGS OF WOLFSON INC.**

**Article II
Principal Office and Mailing Address**

The principal office and mailing address of this corporation shall be 822 A1A North, Suite 208, Ponte Vedra Beach, Florida 32082

**Article III
Purpose**

This corporation is organized for the primary purpose of supporting the Wolfson High School Baseball program, and other charitable purposes under §501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, which purposes shall be limited further to those which are lawful and not specifically prohibited to corporations under the laws of the State of Florida.

**Article IV
Powers and Restrictions**

Section 4.1 This corporation shall have the general power to do all lawful acts, as conferred upon corporations not for profit by Section 617.0302, Florida Statutes, including all those things necessary and desirable to carry out the purposes and responsibilities of this corporation.

Section 4.2 Notwithstanding the generality of the foregoing, the powers of this corporation shall be subject to the following limitations and restrictions.

(a) 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 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

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of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, 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 §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 §170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

(b) 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

Dissolution

Upon the dissolution of the corporation, assets shall be distributed for one or more exempt purposes within the meaning of §501(c)(3) of the Internal Revenue Code, or the 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. Any such assets not so disposed of shall be disposed of by a court of competent jurisdiction 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.

Article VI

Directors and Officers

Section 6.1. Number of Directors. This corporation shall have three (3) Directors initially. The number of Directors may be increased or diminished from time to time, but shall never be less than the number required by §617.0803(1), Florida Statutes, as amended from time to time or any successor provision.

Section 6.2. Duties of Directors. All corporate powers of the corporation shall be exercised by or under the authority of, and the affairs of the corporation shall be managed under the direction of, its Board of Directors, except as otherwise specifically required under the Florida Not For Profit Corporation Act.

Section 6.3. Qualification and Election of Directors. Directors must be natural persons who are 18 years of age or older and elected or appointed in the manner and for the terms provided in the bylaws of the corporation.

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Article IX
Incorporator

The name and street address of the incorporator of this corporation are:

Christopher A. Walker, Esq.
822 A1A North, Suite 101
Ponte Vedra Beach, Florida 32082

Article X
Effective Date; Duration

Section 10.1. Effective Date. Corporate existence shall commence on the date these Articles are filed by the Department of State of the State of Florida.

Section 10.2. Duration. This corporation shall exist perpetually.

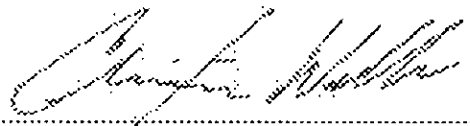
Article XI
Bylaws

The initial bylaws of this corporation shall be adopted by the Directors. Bylaws shall be adopted, altered, amended or repealed from time to time by the Board of Directors, but the Board of Directors shall not alter, amend or repeal any bylaw adopted by the members if the members specifically provide that such bylaw is not subject to amendment or repeal by the Directors.

Article XII
Amendment

This corporation reserves the right to amend or repeal any provision contained in these Articles of Incorporation, and any right conferred upon the members is subject to this reservation.

IN WITNESS WHEREOF, the incorporator has executed these Articles of Incorporation this December 23, 2019.



Christopher A. Walker, Incorporator

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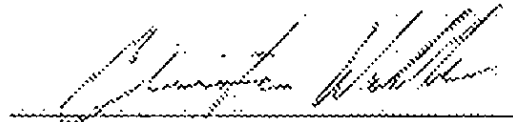
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**CERTIFICATE DESIGNATING REGISTERED OFFICE AND REGISTERED
AGENT FOR THE SERVICE OF PROCESS WITHIN FLORIDA**

In compliance with Sections 48.091, 617.0501 and 617.0503, Florida Statutes, the following is submitted:

DIAMOND DAWGS OF WOLFSON INC., desiring to organize or qualify under the laws of the State of Florida, hereby designates Christopher A. Walker, Esq. as its registered agent to accept service of process within the State of Florida and the address of its registered office shall be 822 A1A North, Suite 101, Ponte Vedra Beach, Florida 32082.

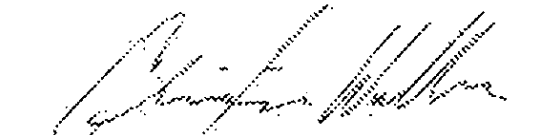
DATED this December 23, 2019.



Christopher A. Walker, Esq., Incorporator

Having been named as registered agent to accept service of process for the above stated corporation, 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.

DATED this December 23, 2019.



Christopher A. Walker, Esq., Registered Agent

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