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FLORIDA PROFIT/NON PROFIT CORPORATION

Pitch In Baseball, Inc.

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**ARTICLES OF INCORPORATION
OF
PITCH IN BASEBALL, INC.**

The undersigned, acting as Incorporator of a corporation under the Florida Not For Profit Corporation Act, hereby causes to be delivered the following Articles of Incorporation for such Corporation:

**ARTICLE I
NAME**

The name of the Corporation is PITCH IN BASEBALL, INC.

**ARTICLE II
OFFICE AND MAILING ADDRESS**

The initial principal and mailing offices of the Corporation are located at 6910 Leonardo Street, Coral Gables, Florida 33146.

**ARTICLE III
PURPOSE**

The purposes for which the Corporation is organized are:

A. This Corporation will be organized as a 501(c)(3) Charitable Organization and shall operate exclusively for charitable, civic, fraternal, educational and scientific purposes; including for such purposes, the making of distributions on a non-sectarian, non-denominational basis to organizations that qualify as exempt organizations under Section 501(c)(3), 2055(a) and 170(c)(2)

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of the Internal Revenue Code of 1986, as amended (the "Code") (or any corresponding provisions of the succeeding law) or as a Not For Profit Corporation in good standing under the Florida law, and this Corporation may engage in only such activities permitted under the laws of the State of Florida and the United States of America as shall constitute activities in furtherance of such exempt educational, charitable, civic, fraternal and scientific purposes. In furtherance of such purposes, it may promote, establish, conduct and maintain activities on its own behalf and it may contribute to or otherwise assist other corporations, organizations and institutions carrying on such activities.

B. As a means and incidental to accomplishing the purposes for which this Corporation is being organized, it shall have the following powers:

1. To accept, acquire, receive and hold by bequest, devise, grant, gift, purchase, exchange, lease, transfer, or otherwise, for any of its objects and purposes, any property, both real and personal, of whatever nature or description and wherever situated;
2. To sell, exchange, convey, mortgage, lease, transfer or otherwise dispose of any such property, both real and personal, as the objects and purposes of the Corporation may require, subject to such limitations as may be prescribed by law;
3. To borrow money and, from time to time, to make, accept, endorse, execute and issue bonds, debentures, promissory notes, bills of exchange and other obligations of the corporation for monies borrowed or in payment for property acquired of for any of the other purposes of the Corporation, and to secure the payment of any such obligations by mortgage, pledge, deed, indenture, agreement or other instrument of trust, or by other lien upon, assignment of, or agreement in regard to all or any part of the property, rights or privileges of the Corporation, wherever situated;

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4. To invest or reinvest its funds in such stocks, bonds, debentures, mortgages or other investments or securities and property as its Board of Directors shall deem advisable, subject to the limitations and conditions contained in any bequest, devise, grant or gift;
5. To serve as trustee of any property, real or personal, wheresoever situated either within or without the State of Florida and also as trustee of any trust, endowment or portfolio;
6. In general, to exercise such other powers which now are or which hereafter may be conferred by law upon a Corporation organized for the purposes herein above set forth or necessary or incidental to the powers so conferred or conducive to the attainment of the purposes of the Corporation, subject to such limitations as are or may be prescribed by law.

C. Notwithstanding anything herein to the contrary, this Corporation may exercise any and all, but no other, powers as are in furtherance of the exempt purposes of organizations set forth in Code Sections 501(c)(3), 2055(a) and 170(c)(2) (or any corresponding provisions of succeeding law) and the Treasure Regulations thereunder as the same now exist, or as they may be hereafter amended from time to time.

D. No part of the income or principal of this Corporation shall inure to the benefit of or be distributed to any member, director or officer of the Corporation or any other private individual in such a fashion as to constitute an application of funds not within the purpose of the exempt organizations described in Code Sections 501(c)(3), 2055(a) and 170(c)(2) (or any corresponding provisions of succeeding law). However, reimbursement for expenditures of the payment of reasonable compensation for services rendered shall not be deemed to be a distribution of income or principal.

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E. No part of the activities of this Corporation shall consist of carrying on propaganda, or otherwise attempting to influence legislation, or of participating in, or intervening in (including the publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

F. In the event of the complete or partial liquidation or dissolution of the corporation, whether voluntary or involuntary, no member, director or officer shall be entitled to any distribution or division of the Corporation's property or its proceeds, and the balance of all money and other property received by the corporation from any source, after the payment of all debts and obligations of the Corporation, shall be used or distributed, as provided by law and by the Bylaws of the Corporation, exclusive to an organization or organizations which themselves are exempt as organizations described in Code Sections 501(c)(3), 2055(a) and 170(c)(2) (or any corresponding provisions of succeeding law). Officers and Directors may be reasonably compensated for their services in winding up, liquidating and dissolving this Corporation.

ARTICLE IV

POWERS

The Corporation shall possess and exercise all the powers and privileges granted by Chapters 607 and 617 of the Florida Statutes, or by any other law of Florida together with all powers necessary or convenient to the conduct, promotion or attainment of the activities or purposes of the Corporation, limited only by the restrictions set forth in these Articles of Incorporation.

ARTICLE V

EXEMPT STATUS; PROHIBITED TRANSACTIONS

Reference in this Article to a Code Section shall also include any corresponding provisions of succeeding law and the Treasury Regulations thereunder.

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A. This Corporation shall not exercise in any manner, or for any purpose, any power of authority granted herein which may jeopardize the status of this Corporation as an exempt organization under Code Section 501(c)(3).

B. 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 Section 4942 of the Code.

C. This corporation, during the period it is a "private foundation" as defined in Code Section 509(a), shall not:

1. Engage in any act of "self-dealing" as defined in Code Section 4941(d) which would give rise to any liability for the tax imposed by Code Section 4941;
2. Retain any "excess business holdings" as defined in Code Section 4943(c) which would give rise to any liability for the tax imposed by Code Section 4943;
3. Make any investment which would jeopardize the carrying out of any of its exempt purposes, within the meaning of Code Section 4944, so as to give rise to any liability for the tax imposed by Code Section 4944; and
4. Make any "taxable expenditures" as defined in Code Section 4945(d) which would give rise to any liability for the tax imposed by Code Section 4945.

ARTICLE VI

NONSTOCK/NONMEMBERSHIP CORPORATION

The Corporation shall be organized as a nonstock corporation and shall have no members.

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ARTICLE VII
TERM OF EXISTENCE

This Corporation shall have a perpetual existence, unless dissolved according to law.

ARTICLE VIII
BOARD OF DIRECTORS

The affairs of the Corporation shall be managed by a Board of Directors. The number of Board of Directors of the Corporation shall be fixed pursuant to the Bylaws, but shall not be less than two (2) persons.

ARTICLE IX
INITIAL BOARD OF DIRECTORS

The Corporation shall initially have four (4) members of the Board of Directors to hold office until the first meeting of the members and their successors shall have been duly elected and qualified. The following persons shall constitute the initial Board of Directors of the Corporation:

<u>NAME</u>	<u>ADDRESS</u>
Amar Rajadhyaksha	6910 Leonardo Street Coral Gables, Florida 33146
Meghana Rajadhyaksha	6910 Leonardo Street Coral Gables, Florida 33146
Hector Edgardo Rios	14452 S.W. 147 th Court Miami, Florida 33196

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Erick San Pedro

5320 S.W. 103rd Place
Miami, Florida 33165

ARTICLE X
REGISTERED OFFICE

The street address of the initial registered office of the Corporation is 7931 Orange Drive, Davie, Florida 33328, and the name of the initial Registered Agent of the Corporation at the address is SHAWN C. SNYDER.

ARTICLE XI
INCORPORATOR

The name and address of the undersigned Incorporator is:

NAME

ADDRESS

Shawn C. Snyder

7931 Orange Drive
Davie, Florida 33328

ARTICLE XII
BYLAWS

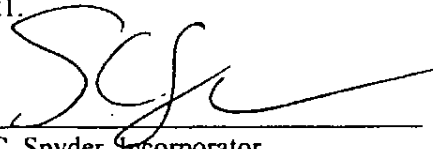
The power to make, alter, amend, repeal or adopt the Bylaws of the Corporation shall be vested solely in the Board of Directors of the Corporation. The Bylaws may contain any provisions for the regulation and management of the affairs of the Corporation not inconsistent with law or the Articles of Incorporation.

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ARTICLE XIII
DISPOSITION OF ASSETS OF DISSOLUTION

In the event of dissolution, the residual assets of this corporation shall be turned over to the charitable organizations as set forth herein or in the alternative, the interest therefrom to the charitable organizations if the principal should be invested in an endowment or any other such investment vehicle.

IN WITNESS WHEREOF, the undersigned has executed these Articles of Incorporation on this 20th day of Sept., 2021.



Shawn C. Snyder, Incorporator

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ACCEPTANCE OF DESIGNATION AS REGISTERED AGENT

The undersigned hereby accepts the appointment as the initial Registered Agent of PITCH IN BASEBALL, INC., as made in the foregoing Articles of Incorporation.

Date: Sept. 20th 2021


Shawn C. Snyder, Registered Agent