

N46854

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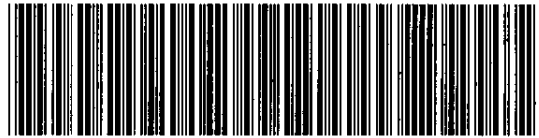
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09 NOV 12 PM 4:31

cc
Amend/Name
chf
@ 11/16/09

COVER LETTER

TO: Amendment Section
Division of Corporations

NAME OF CORPORATION: West Central Florida Amateur Softball Association

DOCUMENT NUMBER: N46854

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

Please return all correspondence concerning this matter to the following:

Carlton Benton

(Name of Contact Person)

Florida Amateur Softball Association, Inc.

(Firm/ Company)

1843 Bedivere

(Address)

Lakeland, Florida 33813

(City/ State and Zip Code)

cb@playasa.org

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

For further information concerning this matter, please call:

Carlton Benton

(Name of Contact Person)

at (863) 604-1836

(Area Code & Daytime Telephone Number)

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

☐ \$35 Filing Fee

☐ \$43.75 Filing Fee &
Certificate of Status

☒ \$43.75 Filing Fee &
Certified Copy
(Additional copy is
enclosed)

☐ \$52.50 Filing Fee
Certificate of Status
Certified Copy
(Additional Copy
is 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

Articles of Amendment
to
Articles of Incorporation
of

West Central Florida Amateur Softball Association

(Name of Corporation as currently filed with the Florida Dept. of State)

N46854

(Document Number of Corporation (if known))

Pursuant to the provisions of section 617.1006, Florida Statutes, this *Florida Not For Profit Corporation* adopts the following amendment(s) to its Articles of Incorporation:

A. If amending name, enter the new name of the corporation:

Florida Amateur Softball Association, Inc.

The new name must be distinguishable and contain the word "corporation" or "incorporated" or the abbreviation "Corp." or " Inc." "Company" or "Co." may not be used in the name.

B. Enter new principal office address, if applicable:

(Principal office address **MUST BE A STREET ADDRESS**)

C. Enter new mailing address, if applicable:

(Mailing address **MAY BE A POST OFFICE BOX**)

D. If amending the registered agent and/or registered office address in Florida, enter the name of the new registered agent and/or the new registered office address:

Name of New Registered Agent:

New Registered Office Address:

(Florida street address)

_____, Florida
(City) (Zip Code)

New Registered Agent's Signature, if changing Registered Agent:

I hereby accept the appointment as registered agent. I am familiar with and accept the obligations of the position.

Signature of New Registered Agent, if changing

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TALLAHASSEE, FLORIDA
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If amending the Officers and/or Directors, enter the title and name of each officer/director being removed and title, name, and address of each Officer and/or Director being added:
(Attach additional sheets, if necessary)

<u>Title</u>	<u>Name</u>	<u>Address</u>	<u>Type of Action</u>
_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

_____	_____	_____	<input type="checkbox"/> Add
		_____	<input type="checkbox"/> Remove

E. If amending or adding additional Articles, enter change(s) here:
(attach additional sheets, if necessary). (Be specific)

[illegible]

Articles of Amendment
Florida Amateur Softball Association, Inc.
A Florida Corporation Non Profit

Pursuant to the provisions of section 617.1006, Florida Statutes, the undersigned Florida non profit corporation adopts the following articles of incorporation.

Article I
Name

The name of the corporation shall be **Florida Amateur Softball Association, Inc.** (the "**Corporation**").

Article II
Principle Office

The street address of the initial principal office of the **Corporation** shall be the following:

1843 Bedivere
Lakeland, Florida 33813

Article III
Purpose

The purposes for which the **Corporation** is organized are exclusively charitable, scientific, literary, and educational within the meaning of section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

Notwithstanding any other provision of these articles, this organization shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

In addition, the **Corporation** shall also be authorized to engage in and transact any and all lawful business within and without the State of Florida or United States for which corporations not for profit may be incorporated under Chapter 617, Florida Statutes, as amended and supplemented. No part of the net earnings of the **Corporation** shall inure to the benefit of, or be distributed to its members, trustees, 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 section 501(c)(3) purposes. 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**.

Articles of Amendment of
Florida Amateur Softball Association, Inc.
A Florida Corporation Non Profit

Article IV
Corporation Subordinate to National Association

The **Corporation** will conduct its business subordinate to **The Amateur Softball Association of America** (hereinafter referred to as the **Association** or **ASA**, which is also doing business as **USA Softball** and **American Softball Association**), and in accordance with the code and regulations of **The Amateur Softball Association of America**.

In addition, the business of the **Corporation** shall be: 1) to promote amateur softball for all individuals regardless of race, color, creed, religion, sex, sexual orientation, national origin or ancestry; 2) to provide all individuals and team managers with proper safeguards in accordance with the spirit of true sportsmanship and establish principles for ethical behavior and matters relating to conflict of interest; 3) to promote and conduct, when feasible, amateur softball championships; and 4) to educate and train all individuals and team managers in the proper skills of amateur softball play and rules of the game through promoting, organizing, and conducting clinics, seminars and training courses.

Article V
Initial Directors

The initial directors of the **Corporation** shall be elected in accordance with the terms and conditions set forth in the bylaws for the Corporation.

Article VI
Non-Profit

The **Corporation** shall have all of the powers conferred upon corporations organized pursuant to the provisions of Chapter 617, Florida Statutes, as amended and supplemented.

Notwithstanding any provisions contained in these articles, the **Corporation** is required to distribute its income for each taxable year at the times and in the manner as not to subject the **Corporation** to tax under section 4942 of the Internal Revenue Code. In addition, the **Corporation** shall not, during any period and to the extent it is a private foundation described in section 509 of the Internal Revenue Code, (a) engage in any act of self-dealing; (b) retain any excess business holdings; (c) make any investments in a manner as to subject the **Corporation** to tax under section 4944 of the Internal Revenue Code; or (d) make any taxable expenditure as described in section 4945(d) of the Internal Revenue Code.

Article VII
Duration

The **Corporation** shall be perpetual.

Articles of Amendment of
Florida Amateur Softball Association, Inc.
A Florida Corporation Non Profit

Article VIII
Dissolution

Upon the dissolution of the **Corporation**, assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue 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. Any such assets not so disposed of shall be disposed of by the Court of Common Pleas of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organizations, as said Court shall determine, which are organized and operated exclusively for such purposes.

Article IX
Initial Registered Agent

The initial registered agent and street address of said initial registered agent is as follows:

Carlton Benton
1843 Bedivere
Lakeland, Florida 33813

Article X
Incorporator

The name and address of the incorporator is as follows:

Carlton Benton
1843 Bedivere
Lakeland, Florida 33813

* * * *

IN WITNESS WHEREOF, the undersigned incorporator has executed these Articles of Incorporation this date.

Carlton Benton
Carlton Benton, Incorporator

Dated: 10/21/2009

IN WITNESS WHEREOF, the undersigned having been named as registered agent to accept service of process for the above stated **Corporation** at the place designated in these articles, is familiar with and accept the appointment as registered agent and agree to act in this capacity.

Carlton Benton
Carlton Benton, Register Agent

Dated: 10/21/2009

The date of each amendment(s) adoption: 11-8-09
(date of adoption is required)

Effective date if applicable: 11-8-09
(no more than 90 days after amendment file date)

Adoption of Amendment(s) (CHECK ONE)

- ☒ The amendment(s) was/were adopted by the members and the number of votes cast for the amendment(s) was/were sufficient for approval.
- ☐ There are no members or members entitled to vote on the amendment(s). The amendment(s) was/were adopted by the board of directors.

Dated 11-8-09

Signature Carlton Benton
(By the chairman or vice chairman of the board, president or other officer-if directors have not been selected, by an incorporator – if in the hands of a receiver, trustee, or other court appointed fiduciary by that fiduciary)

Carlton Benton
(Typed or printed name of person signing)

Director
(Title of person signing)