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FILED
96 FEB -5 AM 9:12
TALLAHASSEE, FLORIDA

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32301

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-02/05/96--01042--005
****122.50 ****122.50

RE: Lee County Vipers Softball, Inc.

Gentlemen:

As President of the above named corporation I am requesting a Charter from the State of Florida in order to start a business as a non profit corporation in Florida.

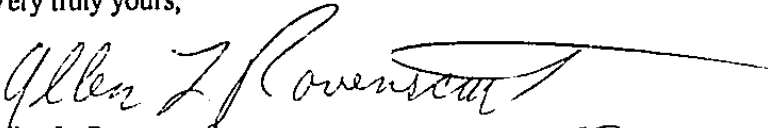
Enclosed are the following papers, together with our check:

- (a) Original and one copy of Certificate of Incorporation for filing and approval by your office:
- (b) Certificate of Registered Agent:
- (c) Certificate to cover fees and costs in the amount of \$122.50.

\$35.00 to file Certificate.
\$52.50 for certified copy.
\$35.00 for Registered Agent Designation.

Please return certified copy as soon as possible.

Very truly yours,


Allen L. Ravenscraft
enclosures
836 Donax St.
Sanibel Isl. FL 33957

LEE COUNTY VIPERS SOFTBALL, INC.
836 DONAX STREET
SANIBEL, FLORIDA 33957

PLACE OF BUSINESS OF DOMICILE FOR THE SERVICE OF PROCESS WITHIN
FLORIDA, NAMING AGENT UPON WHOM PROCESS MAY BE SERVED.

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In compliance with Section 48.091, Florida Statutes, the following is submitted:

FIRST: That LEE COUNTY VIPERS SOFTBALL, INC., is desiring to
organize or qualify under the law of the State of Florida with its principal place of business
at 836 Donax Street, in the city of Sanibel, State of Florida, has named Denver L. Pratt,
9375 Crocus Court, Fort Myers, Florida 33912, as its agent to accept service of process
within Florida.

Allen L. Ravenscraft

Allen L. Ravenscraft
Corporate Officer

Pres
Title

2/1/96
Date

Having been named to accept service of process for the above state corporation, at the
place designated in this certificate, I hereby agree to act in this capacity, and I further
agree to comply with the provisions of all statutes relative to the proper and complete
performance of my duties.

Denver L. Pratt

Denver L. Pratt
Registered Agent

2/1/96
Date

**ARTICLES OF INCORPORATION
OF
LEE COUNTY VIPERS SOFTBALL, INC.**

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLE I. CORPORATE NAME AND PRINCIPAL ADDRESS

The name of this corporation is Lee County Vipers Softball, Inc. The principal address is 836 Donax Street, Sanibel, Florida 33957.

ARTICLE II. NATURE OF BUSINESS AND POWERS

This is a nonprofit corporation solely for general charitable purposes pursuant to the Florida Corporations Not for Profit law set forth in Chapter 617 of the Florida Statutes.

ARTICLE III. GENERAL AND SPECIFIC PURPOSES

(a) The specific and primary purposes for which this corporation is formed are to operate for the advancement of education and for other charitable purposes, by the distribution of its funds for such purposes, and particularly to implant firmly in children the ideals of good sportsmanship, honesty, loyalty, courage and respect for authority. This objective shall be achieved by the corporation forming and operating a supervised program of competitive softball games under the Rules and Regulations of American Softball Association, Inc.

(b) The general purpose for which this corporation is formed are to operate exclusively for such educational purposes as will qualify it as an exempt organization under Section 501(c)(3) of the Internal Revenue Code of 1954 or corresponding provisions of any subsequent federal tax laws.

(c) This corporation shall not, as a substantial part of its activities, carry on propaganda or otherwise attempt to influence legislation; nor shall it participate or intervene (by publication or distribution of any statements or otherwise) in any political campaign on behalf of any candidate for public office.

ARTICLE IV. TERM OF EXISTENCE

This Corporation shall have a perpetual existence commencing upon issuance of the certificate of incorporation from the Secretary of State.

ARTICLE V. MEMBERSHIP

The corporation shall have a membership distinct from the Board of Directors. The authorized number of members of the corporation, the manner of their admission, the different classes of membership, the property, voting and other rights and privileges of members, and their liability for dues and the method of collection thereof, shall be set forth in the bylaws.

ARTICLE VI. REGISTERED AGENT AND INITIAL REGISTERED OFFICE

The Registered Agent and the street address of the initial Registered Office of this Corporation in the State of Florida shall be:

Denver L. Pratt
9375 Crocus Court
Fort Myers, Florida 33912

The Board of Directors from time to time may move the Registered Office to any other address in the State of Florida.

ARTICLE VII. MANAGEMENT OF CORPORATE AFFAIRS

This Corporation shall have five (5) directors initially. The number of directors may be increased or diminished from time to time by By Laws adopted by the stockholders, but shall never be less than three.

ARTICLE VIII. INITIAL DIRECTORS

The names and addresses of the initial directors are as follows:

- (1) Kevin Bedwell
8428 Lemon R Road
Fort Myers, Florida 33912
- (2) Tammy Farrell
9059 Henry Road
Fort Myers, Florida 33912
- (3) John Ferrone
9307 San Carlos Blvd.
Fort Myers, Florida 33912

(4) Linda Izzo
9069 Aster Road
Fort Myers, Florida 33912

(5) Allen L. Ravenscraft
836 Donax Street
Sanibel, Florida 33957

The persons named as initial directors shall hold office for the first year of existence of this Corporation or until their successors are elected or appointed and have qualified, whichever occurs first.

ARTICLE IX. INCORPORATOR

The name and street address of the person signing these Articles of Incorporation as the Incorporator is:

Allen L. Ravenscraft
836 Donax Street
Sanibel, Florida 33957

ARTICLE X. BYLAWS

Subject to the limitations contained in the bylaws, and any limitations set forth in the Corporations Not for Profit law of Florida, concerning corporate action that must be authorized or approved by the members of the corporation, bylaws of this corporation may be made, altered, rescinded, added to, or new bylaws may be adopted, either by a resolution of the board of directors or by following the procedure set forth therefor in the bylaws.

ARTICLE XI. DEDICATION OF ASSETS

The property of this corporation is irrevocably dedicated to educational purposes and no part of the net income or assets of this corporation shall ever inure to the benefit of any director, officer, or member thereof, or to the benefit of any private individual.

ARTICLE XII. DISTRIBUTION OF ASSETS

Upon the dissolution or winding up of this corporation, its assets remaining after payment or provision for payment, of all debts and liabilities of the corporation, shall be distributed to a nonprofit fund, foundation, or corporation which is organized and operated exclusively for educational purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1954, or corresponding provisions of any subsequent federal tax laws.

ARTICLE XIII. AMENDMENT

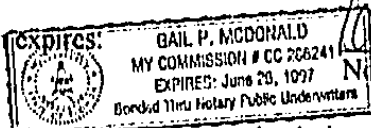
These Articles of Incorporation may be amended in the manner provided by law. Every amendment shall be approved by the Board of Directors, proposed by them to a quorum of for their vote. Amendments may be adopted by the vote of a majority of a quorum of members of the corporation.

IN WITNESS WHEREOF, the undersigned, as Incorporator, has executed the foregoing Articles of Incorporation on 1 day of Feb, 1996.

Allen L. Ravenscraft
Allen L. Ravenscraft
Incorporator

BEFORE ME, a notary Public, personally appeared Allen L. Ravenscraft, to me known to be the person described as incorporator and who executed the foregoing Articles of incorporation, and acknowledged before me that he subscribed to these Articles of Incorporation on 1 day of Feb, 1996. WIT # R152-012-51-101-0

My commission expires:



I hereby am familiar with and accept the duties and responsibilities as registered agent for LEE COUNTY VIPER SOFTBALL, INC.

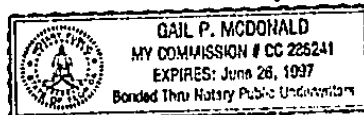
Denver L. Pratt
Registered Agent

BEFORE ME, A Notary Public, personally appeared Denver L. Pratt, to me known to be the person described as Registered Agent and who executed the foregoing instrument and he acknowledged before me that he executed the same.

WITNESS my hand and official seal this 1 day of Feb, 1996.

Gail P. McDonald
Notary Public

My Commission expires:



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CLERK OF STATE
TALLAHASSEE, FLORIDA

R152-012-51-101-0
325