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FLORIDA DIVISION OF CORPORATIONS
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(((H96000002398))) DOCUMENT TYPE: FLORIDA NON-PROFIT CORPORATION

NAME: UNITED GIRLS SOFT BALL TEAM CORPORATION

FAX AUDIT NUMBER: H96000002398

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FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

February 20, 1996

D. FINEST LIMO, INC.
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MIAMI, FL

SUBJECT: UNITED GIRLS SOFT BALL TEAM CORPORATION
REF: W96000003866

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Loria Poole
Corporate Specialist

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**ARTICLES OF INCORPORATION OF
UNITED GIRLS SOFT BALL TEAM CORPORATION
A FLORIDA NOT FOR PROFIT CORPORATION**

The undersigned, acting as incorporators of a corporation pursuant to Chapter 617, Florida Statutes, adopt the following Articles of Incorporation for such corporation:

ARTICLE I. NAME

The name of the corporation shall be United Girls Soft Ball Team Corporation.

The principal address of the corporation at the time of incorporation is 13850 NW 26th Avenue, Miami, Florida 33054, County of Dade, State of Florida.

ARTICLE II. DURATION

The duration of this corporation is perpetual unless dissolved according to law.

Corporate existence shall commence on the 18, day of February, 1996.

ARTICLE III. PURPOSE

(a) The general purposes for which this corporation is organized are: to conduct or financially support revenue generating business with the purpose of the economic and social development of the North Dade County area, area and committed to enhancing community well being;

(b) The general nature and purposes of this corporation shall be exclusively charitable within the meaning of section 501(c) (3) of the Internal Revenue Code.

(c) This corporation shall have and exercise all powers conferred upon not for profit corporations under the laws of the State of Florida generally, and specifically as provided in Section 617.021 of the Florida Not For Profit Corporation Act, provided, however, that this corporation has no power to engage in any activity that in itself is not in furtherance of its purposes as set forth in subparagraphs (a) of this Article III.

ARTICLE IV. QUALIFICATION AND ADMISSION OF MEMBERS

The membership of this corporation shall constitute all persons hereinafter named as subscribers and such other persons, as from time to time hereinafter, may become members in the manner prescribed by the bylaws.

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ARTICLE V. REGISTERED OFFICE AND REGISTERED

The street address of the corporation's initial registered office is 13850 NW 26th Avenue, Miami, Florida 33054, County of Dade, Florida, and the name of the corporation's initial registered agent at such address is Flora Lewis.

ARTICLE VI. FIRST BOARD OF DIRECTORS

The following persons shall serve the corporation as directors until the first annual meeting or other meeting called to elect directors:

NAME	ADDRESS
Flora Lewis	1915 NW 86 Street Miami, Florida 33147
Enes Brooks	1140 NW 79 Street Miami, Florida 33150
Edwardo Allen	1915 NW 86 Street Miami, Florida 33147

ARTICLE VII. BASIS UNDER WHICH CORPORATION ORGANIZED

This corporation is organized under a nonstock basis. This corporation is not for profit corporation as defined by members of the corporation.

The Not For Profit Corporation Act in Section 617.01 of the Florida Statutes. As such, it is not organized for the pecuniary gain or profit of, and its net earnings nor any part thereof is distributable to, its members, directors or managers, officers, or other private persons except as specifically permitted under the provisions of the Florida Not For Profit Corporation Act.

ARTICLE VIII. MANAGEMENT OF CORPORATE AFFAIRS

(a) Board of Directors. The powers of this corporation shall be exercised, its properties controlled, and its affairs conducted by a board of number not less than 3 directors. The number of directors provided for in these Articles of Incorporation may be changed by a bylaw adopted by the board of directors.

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(b) Election of Directors. The method of electing directors shall be as set forth in the bylaws.

(c) Elective Officers. The officers of this corporation shall be a president, a vice-president, a secretary, and a treasurer. Other offices and officers may be established or appointed by the members of this corporation at any regular annual meeting or any special meeting of members called for such purpose. The qualifications, the time and manner of electing or appointing, the duties of, the terms of office, and the manner of removing officers shall be as set forth in the bylaws.

(d) The names of the persons who are to serve as officers of this corporation until the first meeting of the Board of Directors are:

<u>Names</u>	<u>Office</u>
Edwardo Allen	President
Enes Brooks	Vice President\ Secretary
Flora Lewis	Treasurer

(e) Standing Committees. This corporation will have at least two standing committees, as follows: The Board of Directors will elect annually, from its members, an executive committee of three persons and an admission committee of three persons. The powers and duties of these committees shall be as specified in the bylaws. Other committees, and their powers and duties, may be specified in the bylaws or may be appointed from time to time by the Board of Directors.

ARTICLE IX. INCORPORATORS

The name and address of the incorporator are as follows:

NAME	ADDRESS
Flora Lewis	1915 NW 86 Street Miami, Florida 33147
Enes Brooks	1140 NW 79 Street Miami, Florida 33150
Edwardo Allen	1915 NW 86 Street Miami, Florida 33147

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ARTICLE X. INCOME FROM PUBLIC EVENTS

The corporation intends to apply for tax-exempt status. If this corporation holds any events in which members of the general public are invited to participation for fee, the net proceeds if any, attributable to such participation by nonmember will be paid over to an organization that is exempt from federal income tax under the Section 501 (c) (3) of the internal revenue Code of 1986 on an annual basis, unless this corporation itself is a tax exempt organization under section 501 (c) (3) of the Internal Revenue Code of 1986.

ARTICLE XI. BYLAWS

Bylaws will be hereafter adopted at the first meeting of the board of directors. such bylaws may be amended, repealed, in whole or in part, by vote of the members or by the directors in the manner provided in the bylaws. Any amendments to bylaws shall be binding on all members of this corporation.


ARTICLE XII. AMENDMENT OF ARTICLES

Amendment to these articles of incorporation may be proposed by a resolution adopted by the board of directors and presented to a quorum of the voting members for their vote. Amendment may be adopted by a vote of at least two-thirds of quorum of the voting .

ARTICLE XIII. DISTRIBUTION ON DISSOLUTION

If corporation will seek tax-exempt status under the Internal Revenue Code 1986, state: In the event of dissolution, the residual assets of the corporation will be turned over to one or organizations which themselves are exempt as organizations described in Sections 501 (c) (3) or 170 (c) (2) of the Internal Revenue Code of 1986 or corresponding sections of such code as subsequently amended, or to the federal, state, or local government to be used exclusively for public purposes. Not withstanding 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 Witness Whereof, The Undersigned Subscriber (s) Have Executed These Articles Of Incorporation This 18th. Day February, 1996.


Flora Lewis

H960000021398 PREPARED BY:
DFL CORP., 13850 NW 26 AVE, MIAMI, FL.

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State Florida)SS
County Of Dade

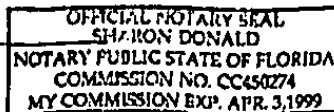
Before Me, A Notary Public Authorized To Take Acknowledgments In The State
And County Set Forth Above, Personally Appeared Flora Lewis.

Flora Lewis
Flora Lewis

Known To Me And Known To Be Person (s) Who Executed The Foregoing Article
Of Incorporation, And Who Acknowledged Before Me That Flora Lewis, executed
these Articles Of Incorporation.

In Witness Whereof, I Have Hereunto Affixed My Hand And Seal., In The State
And County Aforesaid This 18 Th. Day Of February, 1996.


NOTARY PUBLIC



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**CERTIFICATE DESIGNATING PLACE OF
BUSINESS OR DOMICILE FOR THE SERVICE OF
PROCESS WITHIN THE STATE, NAMING AGENT
UPON WHOM PROCESS MAY BE SERVED.**

In pursuance of chapter 607.34, Florida Statutes, the following is submitted, in compliance with said act:

First that **UNITED GIRLS SOFT BALL TEAM CORPORATION**, desires to organize under the laws of the State of Florida with its principal office as indicated in Article of Incorporation in the City of Miami, County of Dade, State of Florida, has named **Flora Lewis** as its agent to accept service of process within the state.

ACKNOWLEDGMENT:

Having been named to accept service for the above stated corporation, at the place designated in this certificate. I hereby accept to act in this capacity, and agree to comply with the provisions of said Act., relative to keeping said office.

Flora Lewis
Flora Lewis
Registered Agent

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96 FEB 20 PM 4:48
SECRETARY OF STATE
TALLAHASSEE, FLORIDA