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July 3, 1996

N96000003602

Florida Department of State
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

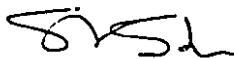
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****122.50 ****122.50

Re: Royal Palm Beach Baseball, Inc.

To Whom it May Concern:

Enclosed are the Articles of Incorporation of Royal Palm Beach Baseball, Inc., together with a check in the amount of \$122.50 made payable to the Secretary of State for the filing fee.

Sincerely,


Steven T. Samiljan

STS:ajs
Enclosure

7-9-96
FILED
96 JUL -5 PM 12:05
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

ARTICLES OF INCORPORATION OF
ROYAL PALM BEACH BASEBALL, INC.,
A FLORIDA NONPROFIT CORPORATION

FILED
03 JUL -5 PM 12:06
CLERK OF DISTRICT COURT
PALM BEACH COUNTY, FLORIDA

Article 1. Name. The name of the corporation is Royal Palm Beach Baseball, Inc.

Article 2. Duration. The duration of the corporation is perpetual.

Article 3. Purposes. The purpose of the corporation is as follows:

A. This corporation is a not-for-profit corporation organized under Chapter 617, Florida Statutes. It is not organized for the private gain of any person. The specific purposes of this corporation shall be to organize and supervise the playing of youth amateur baseball under specialized rules and regulations, to secure suitable and adequate financial backing for these purposes, and to own, lease or otherwise provide suitable playing facilities and equipment for these purposes.

B. To exercise all rights and powers conferred by the laws of the State of Florida upon nonprofit corporations.

C. Provided, however, that the corporation shall not engage in any action which is not permitted to be carried on by nonprofit corporations under the Internal Revenue Code and no part of the net earnings of the corporation shall inure to the benefit of or be distributable to its members, directors or officers; but the corporation shall be authorized and empowered to pay reasonable compensation to these people for services rendered, and to make payments and distributions in furtherance of its stated purposes.

Article 4. Members. The corporation shall have Voting Members, who shall be elected (and may be removed) by the Voting Members, and who shall have all the rights and privileges of members of the corporation. The Bylaws may provide for Nonvoting Members of one or more classes, who shall be admitted in such manner and who shall have such rights and privileges as are set forth in the Bylaws, but who shall not have the right to vote. The name and address of each initial Voting Member is as follows:

<u>Name</u>	<u>Address</u>
Michael Infante	4571 126th Drive North, Royal Palm Beach, FL 33411
Victor Hassou	133 Alcazar, Royal Palm Beach, FL 33411
Wesley Headrick	126 Santa Monica, Royal Palm Beach, FL 33411
Robert Marcello	144 Valencia Street, Royal Palm Beach, FL 33411
Richard Edmundson	13926 Barberry Court, Wellington, FL 33414

Article 5. Initial Registered Agent and Office. The initial registered agent is Steven T. Samiljan and the initial registered office is 1455 Wood Dale Terrace, Wellington, FL 33414.

Article 6. Initial Board of Directors. The initial Board of Directors shall have three members whose names and addresses are:

<u>Name</u>	<u>Address</u>
Victor Hasson	33 Alcazar, Royal Palm Beach, FL 33411
Wesley Headrick	126 Santa Monica, Royal Palm Beach, FL 33411
Robert Marcello	144 Valencia Street, Royal Palm Beach, FL 33411

The Bylaws shall provide the method of election of all Directors, and the number of Directors may be raised or lowered by amendment of the Bylaws but shall in no case be less than three.

Article 7. Officers. The officers of the corporation shall consist of a President, Secretary and Treasurer. Other officers may be provided for in the Bylaws. Each officer shall be elected by the Board of Directors (and may be removed by the Board of Directors) at such time and in such manner as may be prescribed by the Bylaws. The name and address of each initial officer of the corporation is as follows:

<u>Title</u>	<u>Name</u>	<u>Address</u>
President:	Michael Infante	4571 26 Drive North, Royal Palm Beach, FL
Secretary:	Wesley Headrick	126 Santa Monica, Royal Palm Beach, FL
Treasurer:	Richard Edmundson	13926 Barberry Ct., Wellington, FL

Article 8. Incorporator. The name and address of the incorporator of this corporation is:

<u>Name</u>	<u>Address</u>
Steven T. Samiljan	1455 Wood Dale Terrace, Wellington, FL 33414

Article 9. Nonstock Basis. The corporation is organized (and shall be operated) on a nonstock basis within the meaning of the Florida Not For Profit Corporation Act, and shall not have the power to issue shares of any type or class of stock, but may issue membership certificates if so provided in the Bylaws. No part of the net earnings of this corporation shall inure to the benefit of or be distributable to its members, directors, officers or other private persons except that this 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 this article. No substantial part of the activities of this corporation shall be the carrying on of propaganda, or otherwise attempting, to influence legislation. This corporation shall not participate or intervene in any political campaign on behalf of any candidate for public office, including the

publishing or distribution of statements. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States internal revenue law, or by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States internal revenue law. On the dissolution of this corporation the board of directors shall dispose of all of the assets of this corporation exclusively for the purposes of this corporation in the manner or to the organization or organizations that are organized and operated exclusively for charitable, educational, religious or scientific purposes and that shall at the time qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United States internal revenue law, after paying or making provisions for the payment of all liabilities of this corporation. Any assets not so disposed of shall be disposed of by a court of competent jurisdiction in the county where the principal office of this corporation is then located exclusively for the purposes or to the organizations that the court determines are organized and operated exclusively for charitable, educational, religious or scientific purposes.

Article 10. Indemnification. The corporation shall be authorized to indemnify its members, officers, directors, employees and agents against litigation brought against them in the discharge of their corporate duties.

Article 11. Corporate Address. The street address of the corporation's initial office is 1159 Royal Palm Beach Boulevard, Royal Palm Beach, FL 33411 and the corporation's mailing address is 1159 Royal Palm Beach Boulevard, Royal Palm Beach, FL 33411.

IN WITNESS WHEREOF, the undersigned have signed these Articles of Incorporation on this 3 day of July, 1996.

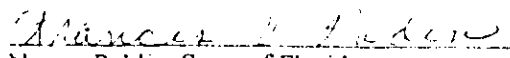


Steven T. Samiljan
(Signature of Incorporator)

Acknowledged before me on July 3, 1996, by Steven T. Samiljan, who is personally known to me or produced his Florida driver's license as identification, and who executed the foregoing Articles of Incorporation and acknowledged to and before me that he executed said instrument for the purposes therein expressed.



Frances Victoria Paden
MY COMMISSION EXPIRES
JANUARY 14, 2000
COUNTY OF PALM BEACH, FLORIDA


Notary Public, State of Florida
FRANCES V. PADEN

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

2004-5-5 12:05
FILED

In pursuance of Chapter 617.0501, Florida Statutes, the following is submitted, in compliance with said Act:

That **ROYAL PALM BEACH BASEBALL, INC.**, desiring to organize under the laws of the State of Florida, with its principal office as indicated in the Articles of Incorporation at 1159 Royal Palm Beach Boulevard, Royal Palm Beach, Florida 33411, has named Steven T. Samiljan, 1455 Wood Dale Terrace, Wellington, Florida 33414, as its agent to accept services of process within the state.

ACKNOWLEDGMENT

Having been named to accept service of process 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 provision of said Act relative to keeping open said office.

By _____



Steven T. Samiljan
Registered Agent

Date: July 3, 1996