

9600005537 **HOLD FOR PICKUP BY UCC SERVICES** 547596 Office Use Only

CORPORATION NAME(S) & DOCUMENT NUMBER(S), (if known):

1. Girls Softball Association, Inc.
(Corporation Name) (Document #)
2. _____
(Corporation Name) (Document #)
3. _____
(Corporation Name) (Document #)
4. _____
(Corporation Name) (Document #)

FILED
96 OCT 29 PM 3:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

- ☐ Walk in ☐ Pick up time _____ ☒ Certified Copy
☐ Mail out ☐ Will wait ☐ Photocopy ☐ Certificate of Status
- 10/21/96
 10/21/96 11:05:31
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 ****122.50 ****122.50

| NEW FILINGS | |
|-------------------------------------|-------------------|
| <input type="checkbox"/> | Profit |
| <input checked="" type="checkbox"/> | NonProfit |
| <input type="checkbox"/> | Limited Liability |
| <input type="checkbox"/> | Domestication |
| <input type="checkbox"/> | Other |

| AMENDMENTS | |
|--------------------------|----------------------------------------|
| <input type="checkbox"/> | Amendment |
| <input type="checkbox"/> | Resignation of R.A., Officer/ Director |
| <input type="checkbox"/> | Change of Registered Agent |
| <input type="checkbox"/> | Dissolution/Withdrawal |
| <input type="checkbox"/> | Merger |

| OTHER FILINGS | |
|--------------------------|------------------|
| <input type="checkbox"/> | Annual Report |
| <input type="checkbox"/> | Fictitious Name |
| <input type="checkbox"/> | Name Reservation |

| REGISTRATION/QUALIFICATION | |
|----------------------------|---------------------|
| <input type="checkbox"/> | Foreign |
| <input type="checkbox"/> | Limited Partnership |
| <input type="checkbox"/> | Reinstatement |
| <input type="checkbox"/> | Trademark |
| <input type="checkbox"/> | Other |

RECEIVED
 96 OCT 18 PM 4:13
 DIVISION OF CORPORATION
 10/21/96
 TAB 10/29
 Examiner's Initials



FLORIDA DEPARTMENT OF STATE
Sandra B. Mortham
Secretary of State

October 21, 1996

UCC FILING & SEARCH SERVICES, INC.
526 E. PARK AVENUE
TALLAHASSEE, FL 32301

SUBJECT: GIRLS SOFTBALL ASSOCIATION, INC.
Ref. Number: W96000022290

We have received your document for GIRLS SOFTBALL ASSOCIATION, INC. and check(s) totaling \$122.50. However, the enclosed document has not been filed and is being returned to you for the following reason(s):

The registered agent must sign accepting the designation.

Please return your document, along with a copy of this letter, within 60 days or your filing will be considered abandoned.

If you have any questions concerning the filing of your document, please call (904) 487-6926.

Teresa Brown
Corporate Specialist

Letter Number: 496A00048356

RECEIVED
96 OCT 23 PM 12:29
DIVISION OF CORPORATIONS

ARTICLES OF INCORPORATION
FOR
GIRLS SOFTBALL ASSOCIATION, INC.

(A Corporation Not For Pecuniary Profit)

FILED
96 OCT 29 PM 3:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

We, the undersigned, do hereby certify that we have associated ourselves together for the purpose of becoming a corporation not for pecuniary profit, under and in accordance with the provisions of Chapter 617, Florida Statutes, providing for the formation, rights, privileges and immunities of a corporation not for profit, and pursuant to the terms of said statute, we hereby make, subscribe, acknowledge and file these Articles of Incorporation and further disclose as follows:

ARTICLE I

The name of this corporation shall be **GIRLS SOFTBALL ASSOCIATION, INC.** (A Corporation Not for Pecuniary Profit), whose mailing address shall be 264 Hampshire Avenue, Spring Hill, FL 34606, whose registered office shall be 4040 Commercial Way, Suite 4, Spring Hill, FL 34606 and **Paul H. Nessler, Jr.** is hereby designated as the registered agent of said corporation at the above address of the registered office.

ARTICLE II

The purposes for which this Corporation is to be organized are exclusively for exempt purposes within the meaning of Section 501(c)(3) of the Internal Revenue Code of 1986, and to that end, this Corporation shall have the power and authority to take and hold by bequest, devise, gift, grant, purchase, lease or otherwise any property, whether real, personal, tangible or intangible, or any undivided interest therein, without limitation as to amount or value; to sell, convey, encumber or otherwise manage or dispose of any such property and to invest, reinvest, or deal with the principal or the income thereof in such manner as in the judgment of the Directors will best promote the purposes of the Corporation without limitation, except such limitations, if any, as may be contained in either the instrument under which such property is received, these Articles of Incorporation, the Bylaws of the Corporation, or any laws applicable thereto; to promote, advance, and sponsor recreational and amateur athletics by specifically:

1. Promoting the sport of softball;
2. Fostering development of softball programs for the Hernando County, Florida, area;
3. Serving as a local clearinghouse for softball programs by gathering and disseminating information on the sport;
4. Advising the various softball team management on solutions to problems and in coordinating team activities;
and
5. Supporting local, state, regional, or national softball organizations;

to conduct any and all lawful business and activity as permitted by Section 501(c)(3) of the Internal Revenue Code of 1986; and to do any other act or thing incidental to or connected with the foregoing purposes and objectives or in advancement thereof, but not for the pecuniary profit

or financial gain of its directors or officers except as permitted under the provisions of Chapter 617, Florida Statutes.

ARTICLE III

The members of the Corporation shall constitute all persons hereinafter named as Directors and such other persons as, from time to time hereafter, may become members, in the manner provided in the Bylaws of the Corporation or as may be elected by the Members at each annual meeting. Any person interested in active participation to effect the objective of this corporation, shall be eligible for membership in this corporation, providing they agree to abide by this Charter and the By-Laws adopted by this corporation and its Board of Directors, and to pay the dues required by this corporation.

The Members of this corporation shall be charged with the obligation and duty of adopting and promulgating the general policy of this corporation with respect to the purposes for which it is herein formed.

ARTICLE IV

The **GIRLS SOFTBALL ASSOCIATION, INC.** (A Corporation Not for Pecuniary Profit), shall exist perpetually or until such time as the same becomes dissolved or merged.

ARTICLE V

The names and residences of the subscribers to these Articles of Incorporation are as follows:

| | |
|---------------------|--------------------------------------------------|
| Thomas C. Clark | 264 Hampshire Avenue Spring Hill, FL 34606 |
| Gerard DeCristafaro | 1184 Fayetteville Drive Spring Hill, FL 34609 |
| Katherine S. Alazie | 5141 Mill Avenue Spring Hill, FL 34608 |

ARTICLE VI

The affairs of this corporation not for pecuniary profit shall be managed by the following officers:

| | |
|-----------------|------------------------------------|
| President: | Thomas C. Clark |
| Vice-President: | Gerard DeCristafaro |
| Treasurer: | Katherine S. Alazie <i>Aulozzi</i> |
| Secretary: | Katherine S. Alazie <i>Aulozzi</i> |

The officers shall be elected by the Board of Directors at its first meeting following the annual meeting of the Members of the Corporation and shall serve at the pleasure of the Board of Directors.

The officers of this corporation shall be charged with the obligations and duty of maintaining in good working order the necessary and proper equipment and other implements essential for the carrying out of the purposes as set forth in these Articles of Incorporation and the By-Laws of this corporation; to maintain proper books of account and inventories with regard to dues, receipts, disbursements and property of this corporation.

ARTICLE VII

The affairs, property and business of the Corporation shall be managed and controlled by a Board of Directors. The Board of Directors of this corporation shall consist of not less than three (3) Directors, who shall hold office until their successors are elected and have qualified, or until removed. The names and addresses of the first Board of Directors are as follows:

Thomas C. Clark

264 Hampshire Avenue
Spring Hill, FL 34608

Gerard DeCristafaro

1184 Fayetteville Drive
Spring Hill, FL 34609

Katharine S. Alazie *Nulozzi*

5141 Mill Avenue
Spring Hill, FL 34608

The manner in which the directors will be elected or appointed is as stated in the bylaws. Directors may be removed and vacancies on the Board of Directors shall be filled in the manner provided in the Bylaws.

ARTICLE VIII

The Board of Directors of this Corporation shall make, adopt, alter, amend and repeal such Bylaws of the Corporation for the conduct of the business of the Corporation and the carrying out of its purposes as such Directors may deem necessary from time to time. The Bylaws may be altered, amended or repealed at any meeting of members of the Corporation in the manner provided in the Bylaws.

ARTICLE 10-thirds (2/3) vote of the

Membership of the Corporation at a regular meeting or at a duly called special meeting of the Membership upon notice given, as provided by the Bylaws, of intention to submit such amendments to the membership of the Corporation.

ARTICLE X

The Corporation shall defend, indemnify and hold harmless, every registered agent, Director or Officer and his or her heirs, personal representatives and administrators against liability and against expenses reasonably incurred by him or her in connection with any action.

ARTICLE XI

No person, firm or corporation shall ever receive any dividends or profits from the undertaking of this corporation, except that reasonable compensation may be paid for services rendered to or for the Corporation effecting one or more of its purposes, and upon dissolution of this organization, all of its assets remaining after payment of all costs and expenses of such dissolution shall be distributed to organizations which have qualified for exemption under Section 501(c)(3) of the Internal Revenue Code or to the Federal Government or to a state or local government for a public purpose, and none of the assets will be distributed to any member, officer or director of this corporation.

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 distributing of statements) any political campaign on behalf of any candidate for public office.

Notwithstanding any other provision of these Articles, this corporation will not carry on any other activities not permitted to be carried on by: (a) 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 (b) a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1954, or any other corresponding provision of any future United States Internal Revenue Law.

Said corporation is organized exclusively to promote the sport of softball, including, for such purposes, the making of distributions to organizations that 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.

IN WITNESS WHEREOF, we the undersigned organizers and incorporators, have hereunto set our hands and seals this ____ day of _____, 1996, for the purpose of forming this nonprofit corporation under the laws of the State of Florida, and we hereby make and file in the Office of the Secretary of State of Florida this Certificate of Incorporation and certify that the facts herein stated are true.

WITNESSES:

Agnes B. Clark
John W. Miller
John W. Miller
Agnes B. Clark
Agnes B. Clark
John W. Miller

Thomas C. Clark
Thomas C. Clark

Gerard DeCristoforo
Gerard DeCristoforo

Katherine S. Auliozzi
Katherine S. Auliozzi
Auliozzi, K

STATE OF FLORIDA

COUNTY OF HERNANDO

BEFORE ME, the undersigned authority, personally appeared Thomas C. Clark to me well known, or who has produced _____ as identification, and who in my presence subscribed name and signature to the foregoing Articles of Incorporation for **GIRLS SOFTBALL ASSOCIATION, INC.** and acknowledged same.

Dated this 9 day of OCT., 1996.

Donna M. Slattery
Notary Public

Print DONNA M. SLATTERY

My Commission Expires:



DONNA M. SLATTERY
COMMISSION # CC 431774
EXPIRES JAN 4, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

STATE OF FLORIDA

COUNTY OF HERNANDO

BEFORE ME, the undersigned authority, personally appeared Gerard DeCristafaro to me well known, or who has produced _____ as identification, and who in my presence subscribed name and signature to the foregoing Articles of Incorporation for **GIRLS SOFTBALL ASSOCIATION, INC.** and acknowledged same.

Dated this 9 day of OCT., 1996.

Donna M. Slattery
Notary Public

Print DONNA M. SLATTERY

My Commission Expires:



DONNA M. SLATTERY
COMMISSION # CC 431774
EXPIRES JAN 4, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

STATE OF FLORIDA

COUNTY OF HERNANDO

BEFORE ME, the undersigned authority, personally appeared Katherine S. ^{AULOZZI} ~~Alazio~~ to me well known, or who has produced ^{F.L.D.L.} A-420-517-54-721-D as identification, and who in my presence subscribed name and signature to the foregoing Articles of Incorporation for **GIRLS SOFTBALL ASSOCIATION, INC.** and acknowledged same.

Dated this 9 day of OCT., 1996.

Donna M. Slattery
Notary Public

Print DONNA M. SLATTERY

My Commission Expires:



DONNA M. SLATTERY
COMMISSION # CC 431774
EXPIRES JAN 4, 1999
BONDED THRU
ATLANTIC BONDING CO., INC.

ACKNOWLEDGMENT:

Having been named to accept service of process for the above-stated corporation at the place designated in these Articles of Incorporation, I hereby accept to act in this capacity, and agree to comply with the provisions of Chapter 48.091, Florida Statutes, relative to keeping open said registered office.

Paul H. I. [Signature]

FILED
96 OCT 29 PM 3:26
SECRETARY OF STATE
TALLAHASSEE, FLORIDA