

N96000006558

Jeffrey L. Myers

Attorney At Law

Board Certified

Health Law

December 17, 1996

Corporate Records Bureau
Division of Corporations
Department of State
P.O. Box 6327
Tallahassee, FL 32314

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-12/20/96--01074--019
***122.50 ***122.50

Gentlemen:

Enclosed is a check in the amount of \$122.50 and the Articles of Incorporation of the Southwest Florida Youth Baseball Club, Inc.

The check is to cover the following items:

Filing Fee	\$ 35.00
Certified Copy	52.50
Registered Agent	35.00

Please return the Certified Copy and the Registered Agent Certificate to this office.

Thank you for your assistance.

Very truly yours,

Jeffrey L. Myers / jh

Jeffrey L. Myers

Signed in Mr. Myers' absence
to expedite mailing.

Enclosures
JLM/jb

ARTICLES OF INCORPORATION
OF
SOUTHWEST FLORIDA YOUTH BASEBALL CLUB, INC.
(A Corporation Not for Profit)

FILED
96 DEC 20 PM 1:28
TALLAHASSEE, FLORIDA

We, the undersigned, with other persons being desirous of forming a corporation for charitable and philanthropic purposes, under the provisions of Chapter 617 of the Florida Statutes, do agree to the following:

ARTICLE I

Name

The name of this corporation is SOUTHWEST FLORIDA YOUTH BASEBALL CLUB, INC.

ARTICLE II

Purposes

Section 1. The specific and primary purposes for which this corporation is formed are to promote individual baseball skill development with all-star caliber youth, high school sophomore and older, through competition in regionally organized baseball; the sharing of educational literature in connection with the development of competitive skills and the promotion of college advancement and/or college placement by the expenditure and distribution of its funds for such purposes.

Section 2. The funds raised in accordance with Florida Statute 496 will be used primarily to defray the expenses of travel, equipment, training and coaching related to organized tournament baseball during the summer months of each calendar year.

Section 3. The general purposes for which this corporation is formed are to operate exclusively for such educational and charitable purposes as described above and as will qualify it as an exempt organization under Chapter 617 and 496 of the Florida Statutes.

ARTICLE III

Membership

The members of this corporation shall be the members of its Board of Directors as that Board shall be composed from time to time.

ARTICLE IV

Term of Existence

This corporation shall have a perpetual existence.

ARTICLE V

Subscribers

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

Gary Winrow
4806 Laurel Lane
Fort Myers, FL 33908

John R. VanVoorhis
5350 Chippendale Circle
Fort Myers, FL 33919

Earl Gill
1593 Manchester Boulevard
Fort Myers, FL 33919

James Lavender
1463 Poinciana Avenue
Fort Myers, FL 33901

William Mitchell
8140 Country Road - Suite 205
Fort Myers, FL 33919

Jeffrey L. Myers
5303 SW 26th Court
Cape Coral, FL 33914

ARTICLE VI

Officers

Section 1. The officers of the corporation shall be a President, a Vice President, a Secretary and a Treasurer, and such other officers as may be provided in the Bylaws.

Section 2. The names of the persons who are to serve as officers of the corporation until the first meeting of the Board of Directors are:

<u>OFFICE</u>	<u>NAME</u>
President	Gary Winrow
Vice President	Earl Gill
Secretary	Jim Lavender
Treasurer	John VanVoorhis

Section 3. The officers shall be elected at the annual meeting of the Board of Directors or as provided in the Bylaws.

ARTICLE VII

Board of Directors

Section 1. The business affairs of this corporation shall be managed by the Board of Directors. This corporation shall have five (5) directors initially, who shall be elected annually as provided by the Bylaws. The number of directors may be increased from time to time, by the Bylaws, but shall never be less than three.

Section 2. The names and addresses of the persons who are to serve as directors for the ensuing year, or until the first annual meeting of the corporation, are:

<u>NAME</u>	<u>ADDRESS</u>
Gary Winrow	4806 Laurel lane Fort Myers, FL 33908
John R. VanVoorhis	5350 Chippendale Circle Fort Myers, FL 33919
Earl Gill	1593 Manchester Boulevard Fort Myers, FL 33919
Jim Lavender	1463 Poinsiana Avenue Fort Myers, FL 33901
William Mitchell	8140 Country Road - Suite 205 Fort Myers, FL 33919

ARTICLE VIII

Bylaws

Section 1. The Board of Directors of this corporation may provide such Bylaws for the conduct of its business and the carrying out of its purposes as they may deem necessary from time to time.

Section 2. The Bylaws may be amended, altered or rescinded by a majority vote of those members of the Board of Directors present at any regular meeting or any special meeting called for that purpose.

ARTICLE IX

Amendments:

These Article of Incorporation may be amended only by a majority vote of the Board of Directors or members of the corporation.

ARTICLE X

Location

The location of this corporation shall be at 4806 laurel Lane, Fort Myers, FL 33908.

ARTICLE XI

Registered Agent

The registered agent of the corporation shall be Jeffrey L. Myers, and the registered office shall be 1342 Colonial Boulevard, Suite E 40A, Fort Myers, FL 33907.

ARTICLE XII


Nonprofit Status

Section 1. The property of this corporation is irrevocably dedicated to educational and charitable 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 other than

a member which is exempt from Federal Income Tax under Section 501(c)(3) of the Internal Revenue Code (or corresponding provision of any future United States Internal Revenue Law), or to the benefit of any private individual.

Section 2. 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 charitable purposes and which has established its tax exempt status under Section 501(c)(3) of the Internal Revenue Code of 1954, or corresponding provision of any subsequent Federal Tax Laws.

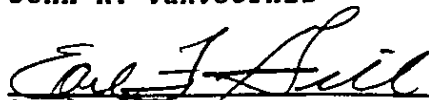
IN WITNESS WHEREOF, we, the undersigned subscribing incorporators, have hereunto set our hands and seals this 26th day of November, 1996, for the purpose of forming this corporation not for profit under laws of the State of Florida.



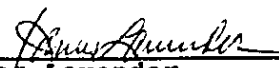
Gary Winrow



John R. VanVoorhis



Earl Gill



James Lavender



William Mitchell



Jeffrey L. Myers

STATE OF FLORIDA

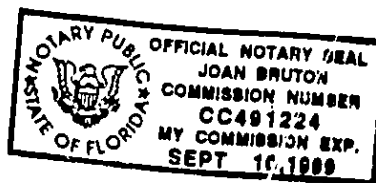
COUNTY OF LEE

Before me, a Notary Public duly authorized in the state and county named above to take acknowledgements, personally appeared Gary Winrow, John R. VanVoorhis, Earl Gill, James Lavender, William Mitchell and Jeffrey L. Myers, to me known to be the persons described as subscribers in and who executed the foregoing Articles of Incorporation, and they acknowledged before me that they executed and subscribed to these Articles of Incorporation.

Witness my hand and official seal in the County and State named above this 26th day of November 1996.

Joan Bruton
Notary Public

My Commission Expires:



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

**IN COMPLIANCE WITH SECTION 48.091, FLORIDA STATUTES, THE FOLLOWING
IS SUBMITTED:**

**FIRST: That SOUTHWEST FLORIDA YOUTH BASEBALL CLUB, INC.,
desiring to organize or qualify under the laws of the State of
Florida, with its principal place of business in the City of Fort
Myers, State of Florida, has named Jeffrey L. Myers, located at
1342 Colonial Boulevard, Suite E 40-A, Fort Myers, Florida, 33907,
as its Agent to accept Service of Process within Florida.**

**HAVING BEEN NAMED TO ACCEPT SERVICE OF PROCESS FOR THE
ABOVE STATED 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.**

SIGNATURE


Jeffrey L. Myers
Registered Agent

DATE

12/17/96

FILED
96 DEC 20 PM 1:28
CLERK OF DISTRICT COURT
TALLAHASSEE, FLORIDA