

N 970000006693

RANDALL W. HENLEY, P.A.

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RANDALL W. HENLEY

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AND ARKANSAS

Telephone: 561-820-8100
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December 6, 1999

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*****78.75 *****43.75

Division of Corporations
Post Office Box 6327
Tallahassee, FL 32314

Re: Haverhill Scorpions, Inc.
Amended Articles of Incorporation

Gentlemen:

Please find enclosed for filing the original and on copy of the executed Amended Articles of Incorporation for Haverhill Scorpions, Inc. I have also enclosed my check in the amount of \$78.75 for a return of a certified copy of the filing to:

Randall W. Henley, P.A.
324 Datura Street, Suite 300
West Palm Beach, FL 33401

Please contact the undersigned if anything further is needed to complete this filing.

*Amend
2-1-00
BWS*

Very truly yours,

Randall W. Henley
Randall W. Henley

FILED
00 JAN 27 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

RANDALL W. HENLEY, P.A.

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324 DATURA STREET • SUITE 300
WEST PALM BEACH, FLORIDA 33401

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January 26, 2000

Mr. Doug Spitler
Document Specialist
Division of Corporations
P.O. Box 6327
Tallahassee, FL 32314

Re: Haverhill Scorpions, Inc.
Ref. Number: N97000006693
Your Letter #099A00059819

Dear Mr. Spitler:

Pursuant to your letter number 099A00059819, dated December 22, 1999, please find enclosed one original and one copy of the Amended Articles of Incorporation. Assuming this meets your approval, please return a certified copy to me. Should anything further be needed to complete this filing, please contact me.

Thank you for your help in this matter.

Very truly yours,


Randall W. Henley



FLORIDA DEPARTMENT OF STATE

Katherine Harris
Secretary of State

December 22, 1999

RANDALL W. HENLEY, P.A.
SUITE 300
324 DATURA STREET
WEST PALM BEACH, FL 33401

SUBJECT: HAVERHILL SCORPIONS, INC.
Ref. Number: N97000006693

We have received your document for HAVERHILL SCORPIONS, INC. and your check(s) totaling \$78.75. However, the enclosed document has not been filed and is being returned for the following correction(s):

If there are MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) the date of adoption of the amendment by the members and (2) a statement that the number of votes cast for the amendment was sufficient for approval.

If there are NO MEMBERS OR MEMBERS ENTITLED TO VOTE on a proposed amendment, the document must contain: (1) a statement that there are no members or members entitled to vote on the amendment and (2) the date of adoption of the amendment by the board of directors.

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 (850) 487-6957.

Doug Spittler
Document Specialist

Letter Number: 099A00059819

**AMENDED ARTICLES OF INCORPORATION
OF THE
HAVERHILL SCORPIONS, INC.**

FILED
00 JAN 27 PM 2:33
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

Articles of Incorporation of the undersigned, a majority of whom are citizens of the United States, desiring to form a Non-Profit Corporation under the laws of the State of Florida, do hereby certify:

FIRST: *The name of the Corporation shall be Haverhill Scorpions, Inc.*

SECOND: *The principal place of business and the mailing address of this Corporation shall be: 5039 Pine Breeze Court, West Palm Beach, FL 33415.*

THIRD: *The purposes for which the Corporation is organized are to promote amateur baseball competition and to develop amateur athletes for that purpose. The Corporation is organized exclusively for charitable, religious, educational, and scientific purposed, 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, or the corresponding section of any future federal tax code.*

FOURTH: *The names and addresses of the persons who are the directors and who approved this Amended Articles of Incorporation on November 30, 1999 are as listed below. There are no members of the organization that are entitled to vote.*

1. *Mark Stewart 5039 Pine Breeze Court*
West Palm Beach, FL 33414
2. *Mary Holmes 12935 Sunset Blvd.*
Royal Palm Beach, FL 33411
3. *Randall W. Henley 12222 Old Country Road*
Wellington, FL 33414
4. *Debbie Stewart 5039 Pine Breeze Court*
West Palm Beach, FL 33414

FIFTH: *No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, trustees, officers, or other private persons, except that the corporation shall be authorized and empowered to pay*

reasonable compensation for services rendered and to made payments and distributions in furtherance of the purposes set forth in Article Third hereof. 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 distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the proposes of this Corporation.

SIXTH: *Upon the dissolution of the corporation, the assets shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or shall be distributed to the federal government, or to a state or local government, for a public purpose. Any such assets not so disposed of shall be disposed of by a Court of Competent Jurisdiction of the county in which the principal office of the corporation is then located, exclusively for such purposes or to such organization or organizations, as said Court shall determine, which are organized*

and operated exclusively for such purposes.

SEVENTH: *The manner in which the directors are elected or appointed is as stated in the bylaws of the corporation.*


Mark Stewart
Director

**CERTIFICATE OF DESIGNATION REGISTERED
AGENT/REGISTERED OFFICE**

Pursuant to the provisions of Section 607.0501 or 617.0501, Florida Statutes, the undersigned corporation, organized under the laws of the State of Florida, submits the following statement in designating the registered office/registered agent, in the State of Florida.

1. *The name of the corporation is: Haverhill Scorpions, Inc.*
2. *The name and address of the registered agent and office is:*

Name: Mark Stewart
Address: 5039 Pine Breeze Court
West Palm Beach, FL 33415

Having been named as registered agent and to accept service of process for the above stated corporation at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes relating to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.

Date: JAN 26, 2005


Mark Stewart