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WADDELL, READY, HAFF AND PICKETT, P.A.

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TELEPHONE  
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FAX NO.  
941/965-2421

May 13, 1998

Florida Department of State  
Division of Corporations  
Doris Brown, Document Specialist  
Post Office Box 6327  
Tallahassee, Florida 32314

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-05/04/98-01043-020  
\*\*\*\*\*70.00 \*\*\*\*\*70.00

**RE: AHS SOFTBALL BOOSTER CLUB, INC.**  
**Ref. Number W98000010148**

Dear Ms. Brown:

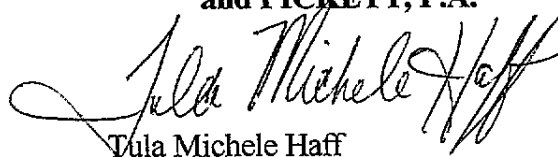
Enclosed, please find Articles of Incorporation of AHS SOFTBALL BOOSTER CLUB, INC. We have revised the Articles to provide that the Board of Directors never have fewer than three directors. We have also enclosed a copy of your letter number 198A00024791, dated May 6, 1998.

Attached you will find an original and one (1) copy of the Articles of Incorporation, and Designation of Registered Agent to be filed with your office. Please file the Articles of Incorporation and return one stamped copy of the same to my office upon completion. I have also enclosed a postage pre-paid/self-addressed envelope for your convenient return of the stamped copy of same.

If you have any questions, please feel free to contact my office.

Very truly yours,

**WADDELL, READY, HAFF  
and PICKETT, P.A.**

  
Tula Michele Haff

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY 18 PM 1:04

TMH/bp  
Enclosures

789,2395,2554  
W/98-10148

D. BROWN MAY 18 1998



FLORIDA DEPARTMENT OF STATE  
Sandra B. Mortham  
Secretary of State

May 6, 1998

TULA MICHELE HAFF, ESQ.  
POST OFFICE BOX 1363  
AUBURNDALE, FL 33823

SUBJECT: AHS SOFTBALL BOOSTER CLUB, INC.  
Ref. Number: W98000010148

We have received your document for AHS SOFTBALL BOOSTER CLUB, INC. and your check(s) totaling \$70.00. However, the enclosed document has not been filed and is being returned for the following correction(s):

Section 617.0803, Florida Statutes, requires that the board of directors never have fewer than three directors.

Please return the original and one copy of 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) 487-6972.

Doris Brown  
Document Specialist

Letter Number: 198A00024791

1000

**ARTICLES OF INCORPORATION  
OF  
AHS SOFTBALL BOOSTER CLUB, INC.**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY 18 PM 1:04

(a Nonprofit Corporation)

We, the undersigned, acting as incorporators of a nonprofit corporation under Chapter 617, Florida Statutes, do hereby adopt the following Articles of incorporation for such corporation:

ARTICLE I - NAME

The name of this Corporation is AHS Softball Booster Club, Inc.

ARTICLE II - ADDRESS

The mailing address of this corporation shall be: 1 Bloodhound Trail, Auburndale, Florida 33823.

ARTICLE III - PURPOSES

The purposes for which this Corporation is organized are:

(a) to maintain, promote and encourage the growth of the girls' softball program in Auburndale, Florida;

(b) to engage in any activity or business permitted a not for profit corporation under the laws of the United States and Florida and, although it may have authority under such laws to do certain things, it shall not be authorized to do anything that it would not be permitted to do under Section 501(c)(3) of the Internal Revenue Code and still remain an exempt corporation to which gifts made by individuals are deductible by such donors; and

(c) to exercise all the corporate powers now or hereafter provided by the laws of the State of Florida applicable to corporations not for profit, and specifically including the powers specified in Section 617.021, Florida Statutes, and all amendments thereto, pertaining to corporations not for profit in the State of Florida, except where the same would cause the Corporation to violate any of the provisions contained in Article VIII.

ARTICLE IV - COMMENCEMENT OF EXISTENCE

The existence of the corporation will commence upon filing of these Articles of Incorporation.

ARTICLE V - TYPE OF CORPORATION

The corporation shall be a corporation not for profit and shall have neither capital stock nor stockholders.

## ARTICLE VI - MANNER OF ELECTION OF DIRECTORS

The manner in which the Directors are elected or appointed is by popular vote at an annual general meeting, the date for which will be at the discretion of the Board of Directors. Votes will be counted on the basis of one vote per member.

## ARTICLE VII - LIMITATION OF CORPORATE POWERS

The corporate powers of this corporation are as provided in Section 617.0302, Florida Statutes.

## ARTICLE VIII - PROHIBITED ACTIVITIES

Notwithstanding any other provisions of these Articles of Incorporation:

1) No substantial part of the activities of the Corporation shall ever be to carry on propaganda, or otherwise to attempt to influence legislation, and the Corporation shall not participate in, or intervene in (including publishing or distributing of statements) any political campaign on behalf of any candidate for public office.

2) The Corporation shall not carry on any other activities not permitted to be carried on (i) by a corporation exempt from federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986, as amended, or the corresponding provisions of any subsequent federal tax laws (the "Code"), or (ii) by a corporation, contributions to which are deductible under Section 170(c)(1) or (2) of the Code.

3) No part of the net earnings of the Corporation shall inure to the benefit of, or be distributable to, its members, directors, officers, or other private persons; provided, however, that the 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.

## ARTICLE IX - DURATION

The period of duration of the corporation shall be perpetual.

## ARTICLE X - BOARD OF DIRECTORS

The initial Board of Directors shall consist of three (3) and up to fifteen (15) members. The number of directors may be increased or decreased from time to time by vote of the members, but in no case shall the number of directors be less than three (3) nor more than fifteen (15).

#### ARTICLE XI - INITIAL REGISTERED AGENT AND STREET ADDRESS

The street address of the initial registered office of this corporation shall be 1 Bloodhound Trail, Auburndale, Florida 33823, and the initial registered agent of this corporation at that address is PAM LANCASTER.

#### ARTICLE XII - MEMBERS

The authorized number and qualifications of members of the corporation, and other rights and privileges of members, and their liability for dues or assessments and the method of collection thereof, shall be set forth in the By-Laws. The corporation shall have no more than one class of members. Membership shall not be transferable.

#### ARTICLE XIII - BYLAWS

The power to adopt, alter, amend, or repeal the By-Laws shall be vested in the Board of Directors and the members, except that the Board of Directors may not amend or repeal any By-Law adopted by the members if the members specifically provide that the bylaw is not subject to amendment or repeal by the directors.

The By-Laws of the corporation may be made, altered, or rescinded at any annual meeting of the corporation, or at any special meeting duly called for such purpose, upon the affirmative vote of a majority of members existing at the time of and present at such meeting except that the initial By-Laws of the corporation shall be made and adopted by the Board of Directors.

#### ARTICLE XIV - AMENDMENTS

The corporation reserve the right to amend, alter, change, or repeal any provision in these Articles of Incorporation in the manner prescribed by law, and all rights conferred on members are subject to this reservation.

#### ARTICLE XV - DISSOLUTION OF CORPORATION

On the dissolution or winding up of the corporation, its assets remaining after payment of, or provision for, payment of all debts and liabilities of the corporation, shall be distributed to the Auburndale High School Athletic Program with the request that the funds be used for the benefit of the Auburndale High School Softball Program, Auburndale, Florida.

## ARTICLE XVI - INCORPORATOR

The names and street addresses of the incorporators for these Articles of Incorporation are:

<u>Name</u>	<u>Address</u>
TERRY LARAE JACK	115 W. Juliana Way Auburndale, Florida 33823
DALE STRICKLAND	116 Arietta Shores Drive Auburndale, Florida 33823
MARSHA STRICKLAND	116 Arietta Shores Drive Auburndale, Florida 33823
PAMELA CUNNINGHAM	105 Joshua Court Auburndale, Florida 33823
PAMELA LANCASTER	516 Lemon Street Auburndale, Florida 33823

The Incorporators assign to the corporation their rights under Section 617.013, Florida Statutes, to constitute a corporation, this assignment becoming effective on the date corporate existence begins.

**TERRY LARAE JACK**, Incorporator

STATE OF FLORIDA )  
 )  
 ) ss:  
COUNTY OF POLK )

The foregoing Articles of Incorporation of AHS Softball Booster Club, Inc., were acknowledged before me this 29<sup>th</sup> day of March, 1998, by TERRY LARAE JACK, as Incorporator, and who is personally known to me.

Joan Miller My Commission Expires: \_\_\_\_\_  
Notary Public

Joann Miller  
Printed Name of Notary



**Joann Miller**  
**MY COMMISSION # CC651218 EXPIRES**  
**August 31, 2001**  
**BONDED THRU TADY FAIR INSURANCE, INC.**

*DALE STRICKLAND*

DALE STRICKLAND, Incorporator

STATE OF FLORIDA )

:SS:

COUNTY OF POLK )

The foregoing Articles of Incorporation of AHS Softball Booster Club, Inc., were acknowledged before me this 29<sup>th</sup> day of March, 1998, by DALE STRICKLAND, as Incorporator, and who is personally known to me.

*Mary Lynn Jack*  
Notary Public

My Commission Expires:

Mary Lynn Jack  
Printed Name of Notary



MARY LYNN JACK  
My Commission CC552363  
Expires Jun. 23, 2000

*MARSHA STRICKLAND*

MARSHA STRICKLAND, Incorporator

STATE OF FLORIDA )

:SS:

COUNTY OF POLK )

The foregoing Articles of Incorporation of AHS Softball Booster Club, Inc., were acknowledged before me this 29<sup>th</sup> day of March, 1998, by MARSHA STRICKLAND, as Incorporator, and who is personally known to me.

*Mary Lynn Jack*  
Notary Public

My Commission Expires:

Mary Lynn Jack  
Printed Name of Notary



MARY LYNN JACK  
My Commission CC552363  
Expires Jun. 23, 2000

Pamela Cunningham  
PAMELA CUNNINGHAM, Incorporator

STATE OF FLORIDA )

:SS:

COUNTY OF POLK )

The foregoing Articles of Incorporation of AHS Softball Booster Club, Inc., were acknowledged before me this 29<sup>th</sup> day of March, 1998, by PAMELA CUNNINGHAM, as Incorporator, and who is personally known to me.

Mary Lynn Jack My Commission Expires:  
Notary Public

Mary Lynn Jack  
Printed Name of Notary



MARY LYNN JACK  
My Commission CC552363  
Expires Jun. 23, 2000

Pamela Lancaster  
PAMELA LANCASTER, Incorporator

STATE OF FLORIDA )

:SS:

COUNTY OF POLK )

The foregoing Articles of Incorporation of AHS Softball Booster Club, Inc., were acknowledged before me this 29<sup>th</sup> day of March, 1998, by PAMELA LANCASTER, as Incorporator, and who is personally known to me.

Mary Lynn Jack My Commission Expires:  
Notary Public

Mary Lynn Jack  
Printed Name of Notary



MARY LYNN JACK  
My Commission CC552363  
Expires Jun. 23, 2000



ACCEPTANCE OF REGISTERED AGENT

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS  
98 MAY 18 PM 1:04

Pursuant to the provisions of Section 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:  
AHS Softball Booster Club, Inc.
2. The name and address of the registered agent and office is:  
1 Bloodhound Trail, Auburndale, Florida 33823

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.

Pamela Lancaster  
PAMELA LANCASTER

March 29, 1998  
(DATE)