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LAW OFFICES

DAVIS, BROWNING & SCHNITKER, P. A.

W. T. DAVIS (1901-1988)
EDWIN B. BROWNING, JR.
CLAY A. SCHNITKER
GEORGE T. REEVES

POST OFFICE DRAWER 652
MADISON, FLORIDA 32341

FEDERAL EXPRESS & UPS ADDRESS
901 WEST BASE STREET
MADISON, FLORIDA 32340

TELEPHONE
(850) 973-4186
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(850) 973-8564

February 15, 1999

Secretary of State
Post Office Box 6327
Tallahassee, Florida 32314

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-02/17/99-01030-009
*****78.75 *****78.75

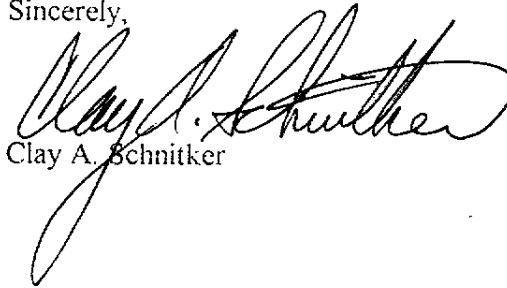
RE: Madison Little League, Inc.
Our File #10764

Dear Sirs:

Enclosed you will please find original Articles of Incorporation of Madison Little League, Inc., which I will thank you to file. Also enclosed is our check in the amount of \$78.75 for the filing fee.

Thank you for your courtesies in this matter, if you have any questions, please contact me.

Sincerely,


Clay A. Schnitker

CAS:jab
Enclosure

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 17 AM 10:34

2-18-99

ARTICLES OF INCORPORATION
OF
MADISON LITTLE LEAGUE, INC.

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 17 AM 10:34

We, the undersigned, hereby associate ourselves together for the purpose of becoming incorporated under the laws of the State of Florida applicable to corporations not for profit, and respectfully petition the Secretary of State for approval of such incorporation under the following proposed Articles of Incorporation.

ARTICLE I.

NAME

The name of this corporation shall be MADISON LITTLE LEAGUE, INC., and its initial principal office shall be Route 1, Box 780, Lee, Florida 32059.

ARTICLE II

PURPOSES

The general purpose and objects of this corporation shall be to conduct recreation for children.

ARTICLE III.

AUTHORIZED SHARES OF STOCK

This corporation shall issue no stock. 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 herein. 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, this 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 © (3) of the Internal Revenue Code of 1954 or the corresponding provision of any future United State internal revenue law, or by a corporation, contributions to which are deductible under Section 170 © (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 recreation purposes for children and that shall at the time qualify as exempt organizations under Section 501 © (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 recreation purposes for children.

ARTICLE IV.

USE OF REVENUE

All revenue, profit, income and money received from the conduct of such business or enterprise is to be used and employed for recreation purposes for children

and not for the benefit of the members of said corporation, either individually or collectively.

ARTICLE X.

POWERS

Said corporation is to have the power to do any and all things necessary or expedient for carrying out the said objects and purposes of the corporation and in general to possess all rights, privileges and immunities, and enjoy all the benefits granted to corporations of similar character under the law of the State of Florida.

ARTICLE XI.

RESTRICTIONS

The activities of this corporation shall be limited to recreation purposes for children and other purposes that permit a corporation to qualify as a tax exempt organization under Section 501 © (3), of the Internal Revenue Code as presently enacted or might hereinafter be amended. Any activity in violation of such section of law is strictly prohibited.

ARTICLE XII

QUALIFICATIONS FOR MEMBERSHIP

The qualification for membership is being a parent or guardian of a child registered for Little League programs.

ARTICLE XIII

TERM OF EXISTENCE

The Corporation shall have perpetual existence, and shall commence its corporate existence as of the date of the filing of these Articles.

ARTICLE XIV

NAME OF INCORPORATOR

The names and addresses of the incorporator of these Articles of Incorporation is as follows:

<u>NAME</u>	<u>ADDRESS</u>
Barry Hager	Route 1, Box 780 Lee, Florida 32059

ARTICLE XV

ELECTION OF DIRECTORS AND OFFICERS

The election of Directors and Officers of the Corporation shall be as stated in the By-laws.

ARTICLE XVI

INITIAL DIRECTORS

The initial directors of the corporation are as follows:

NAME	ADDRESS
Wetzel Blair	Route 5, Box 625 Madison, Florida 32340

Tommy Garner Valdosta Hwy
Madison, Florida 32340

Mike Salls Route 4, Box 1640
Madison, Florida 32340

Mike Humphrey Route 4, Box 1455
Madison, Florida 32340

Lorraine Humphrey Route 4, Box 1455
Madison, Florida 32340

Carson Ealy Route 4, Quitman Hwy
Madison, Florida 32340

Georgia Salls Route 4, Box 1640
Madison, Florida 32340

Barry Hager Route 1, Box 780
Lee, Florida 32059

Ruth Anderson 1238 Jennette Circle
Madison, Florida 32340

Lance Camp Route 3, Box 15-1
Greenville, Florida 32331

Teresa Rutherford Hwy 360-A
Post Office Box 191
Madison, Florida 32341

ARTICLE XVII

INITIAL REGISTERED OFFICE AND RESIDENT AGENT

The street address of the initial registered office of the corporation shall be Route 1, Box 780, Lee, Florida 32059, and the mailing address shall be Post Office Box 4, Madison, Florida 32341, and the initial resident agent of the corporation shall be Barry Hager, whose physical address is Route 1, Box 780, Lee, Florida 32059.

IN WITNESS WHEREOF, the said incorporator has hereunto set his hand
and seal this 4th day of February, A. D. 1999.

Barry Hager
Barry Hager

STATE OF FLORIDA
COUNTY OF TAYLOR

I HEREBY CERTIFY that on this day before me, an officer duly authorized
in the State and County named above to take acknowledgments, personally appeared
BARRY HAGER, who is personally known to me to be the person described as the
incorporator in, and who executed the foregoing Articles of Incorporation, and
acknowledged before me that they subscribed to these Articles of Incorporation, and
who did not take an oath.



JOYCE A. BROWN
Notary Public, State of Florida
My comm. expires Feb. 8, 2002
Commission No. CC 714244

Joyce A. Brown
Notary Public
Commission No.

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

IN COMPLIANCE WITH FLA. STAT. 48.091, THE FOLLOWING IS
SUBMITTED:

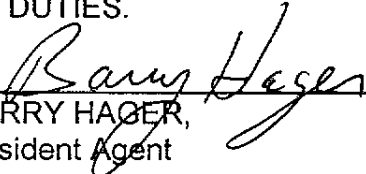
FIRST-- MADISON LITTLE LEAGUE, INC., TO ORGANIZE OR QUALIFY
UNDER THE LAWS OF FLORIDA, WITH ITS PRINCIPAL PLACE OF BUSINESS AT
ROUTE 1, BOX 780, LEE, FLORIDA, COUNTY OF MADISON, STATE OF FLORIDA,
HAS NAMED BARRY HAGER, WHOSE PHYSICAL ADDRESS IS ROUTE 1, BOX 780,
LEE, FLORIDA, AND WHOSE MAILING ADDRESS IS POST OFFICE BOX 4,
MADISON, FLORIDA, COUNTY OF MADISON, STATE OF FLORIDA, AS ITS AGENT
TO ACCEPT SERVICE OF PROCESS WITHIN FLORIDA.

Barry Hager
BARRY HAGER, Incorporator

Dated: February 4th, 1999

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.



BARRY HAGER,
Resident Agent

Dated: February 4th, 1999

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 17 AM 10:34