

N99000001094



ACCOUNT NO. : 072100000032

REFERENCE : 138370 7177241

AUTHORIZATION :

COST LIMIT : \$ PREPAID

Patricia Kynt

ORDER DATE : February 17, 1999

ORDER TIME : 12:52 PM

ORDER NO. : 138370-005

CUSTOMER NO: 7177241

300002781209--9

-02/19/99--01094--020

*****78.75 *****78.75

CUSTOMER: Mr. Nelson A. Italiano II
NELSON A. ITALIANO II
NELSON A. ITALIANO II
150 Palm Avenue
P.o. Box 1406
Boca Grande, FL 33921-1406

DOMESTIC FILING

NAME: LADY AVENGERS FAST PITCH, INC.

EFFECTIVE DATE:

XX ARTICLES OF INCORPORATION
 CERTIFICATE OF LIMITED PARTNERSHIP

PLEASE RETURN THE FOLLOWING AS PROOF OF FILING:

XX CERTIFIED COPY
 PLAIN STAMPED COPY
 CERTIFICATE OF GOOD STANDING

CONTACT PERSON: Robert Maxwell

EXAMINER'S INITIALS:

g f 1/19/99

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 19 PM 4:27

RECEIVED
99 FEB 19 PM 2:27

ARTICLES OF INCORPORATION

The undersigned incorporator, for the purpose of forming a corporation under the Florida Not for Profit Corporation Act, hereby adopt the following Articles of Incorporation:

ARTICLE I NAME

The name of the corporation is:
LADY AVENGERS FAST PITCH, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:
150 Palm Ave., Boca Grande, Florida 33921
P.O. Box 1406, Boca Grande, Florida 33921

ARTICLE III PURPOSE

This corporation is organized exclusively for charitable, religious, educational, and scientific purposes, 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.

ARTICLE IV MANNER OF ELECTION OF DIRECTORS

The manner in which the directors are to be elected or appointed is as provided in the Bylaws. The names and addresses of the persons who are the initial directors of the corporation are as follows:

Nelson A. Italiano, II	150 Palm Ave., Boca Grande, Florida 33921
Dale Hedges	15 Golf View Rd., Rotunda, Florida 33147
Susan Delosh	43 Sportsman Lane, Rotunda, Florida 33947

ARTICLE V PROHIBITED ACTIVITIES

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, except 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 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, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

ARTICLE VI DISSOLUTION

Upon the dissolution of the corporation, 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

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 19 PM 4:27

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 the Court shall determine, which are organized and operated exclusively for such purposes.

ARTICLE VII INITIAL REGISTERED AGENT AND STREET ADDRESS

The name and Florida street address of the initial registered agent are:


NELSON A. ITALIANO, II, 150 PALM AVE., BOCA GRANDE, FL 33921

ARTICLE VIII INCORPORATOR

The name and address of the Incorporator to these Articles of Incorporation are:

NELSON A. ITALIANO, II, 150 PALM AVE., BOCA GRANDE, FL 33921

FILED
SECRETARY OF STATE
DIVISION OF CORPORATIONS
99 FEB 19 PM 4:27




Nelson A. Italiano, II, Incorporator

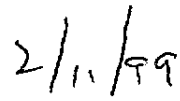


DATE

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.



Nelson A. Italiano, II, Registered Agent



DATE