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LOCAL REPRESENTATIVE TALLAHASSEE

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CORPORATION NAME(S) & DOCUMENT NUMBER(S) (if known):

1. MIAMI HIGH BASEBALL BOOSTER CLUB, INC  
(Corporation Name) (Document #)

2. (Corporation Name) (Document #)

3. (Corporation Name) (Document #)

4. (Corporation Name) (Document #)

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DIVISION OF CORPORATIONS  
TALLAHASSEE, FLORIDA

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☐ Certificate of Status

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NEW FILINGS	
<input checked="" type="checkbox"/>	Profit
<input type="checkbox"/>	NonProfit
<input type="checkbox"/>	Limited Liability
<input type="checkbox"/>	Domestication
<input type="checkbox"/>	Other

AMENDMENTS	
<input type="checkbox"/>	Amendment
<input type="checkbox"/>	Resignation of R.A., Officer/Director
<input type="checkbox"/>	Change of Registered Agent
<input type="checkbox"/>	Dissolution/Withdrawal
<input checked="" type="checkbox"/>	Merger

OTHER FILINGS	
<input type="checkbox"/>	Annual Report
<input type="checkbox"/>	Fictitious Name
<input type="checkbox"/>	Name Reservation

REGISTRATION/ QUALIFICATION	
<input type="checkbox"/>	Foreign
<input type="checkbox"/>	Limited Partnership
<input type="checkbox"/>	Reinstatement
<input type="checkbox"/>	Trademark
<input type="checkbox"/>	Other

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Examiner's Initials

# **NONPROFIT ARTICLES OF INCORPORATION**

## **OF**

### **Miami High Baseball Booster Club, Inc.**

The undersigned incorporator(s), for the purpose of forming a corporation under the Florida Business Not-for-Profit Corporation Act, hereby adopt(s) the following Articles of Incorporation.

#### **ARTICLE I NAME**

The name of the corporation shall be: **Miami High Baseball Booster Club, Inc.**

#### **ARTICLE II OFFICES**

The principal office of the Corporation and mailing address shall be established and maintained at **1022 S.W. 11<sup>th</sup> Street, Miami, Florida 33129**, County of Dade, State of Florida. The Corporation may also have offices at such places within or without the State of Florida as the board may from time to time establish.

#### **ARTICLE III DURATION**

This Corporation shall have a perpetual existence commencing on the Date of Filing.

#### **ARTICLE IV PURPOSE**

The purpose for which this corporation is organized are as follows:

1. To promote and support the youths and adults in our community, through educational awareness.
2. The corporation shall be organized and operated exclusively for charitable, scientific, and educational purposes within meaning of Section 501 of the U.S. Internal Revenue Code of 1954, as subsequently amended. The powers of the corporation shall be limited to only those powers permitted to be carried on by a corporation exempt from federal income tax under the appropriate section of the Internal Revenue Code of 1954, as subsequently amended.
3. No part of the income of the corporation shall be distributed to the members, directors or officers. However, nothing shall prevent a member, director, or officer being paid a fair compensation for services rendered as an employee of the corporation or as a contracting party, if not in conflict with the policies regarding conflict of interest and requirements of the Internal Revenue Code, Section 501.
4. In the event that the corporation shall be dissolved, voluntarily or involuntarily, the Board of Directors, after providing for the outstanding debts and obligations of the

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corporation shall distribute the remaining assets of the corporation to one or more charitable organizations designated by the Board of Directors which are, or may become, engaged in activities which in the judgement of the Board are, or will be, similar to the purpose of this corporation and also qualified as a tax exempt corporation under Internal Revenue Code section 501(c) (3). In no event shall any of the corporation's assets be distributed to any present or former member of the corporation.

#### **ARTICLE V INITIAL BOARD OF DIRECTORS**

This Corporation shall have three(3) Directors initially. The number of Directors may be increased or decreased from time to time by the By-Laws, but shall never be less than one (1). The name(s) and street address(es) of the initial Director(s) are:

<u>Names:</u>		<u>Addresses:</u>
Idalmis Mesa	President	1022 S.W. 11 <sup>th</sup> Street Miami, FL 33129
Rafael Oliva	Vice-President	1022 S.W. 11 <sup>th</sup> Street Miami, FL 33129
Emilia Oliva	Secretary	1022 S.W. 11 <sup>th</sup> Street Miami, FL 33129

1. Membership in the corporation and the manner of their admission is to be provided for in the By-Laws.
2. The specific requirements for nomination, the nominating procedure and constituency of the nominating committee shall be in accord with the requirements of the By-Laws. The By-Laws may limit the size of the membership and provide set such criteria for membership as it deems necessary and advisable.
3. The corporation shall be managed by a Board of Directors who shall determine policy which may be administered by a chief executive officer employed by the Board of Directors. There shall be an executive committee which shall be constituted and have such powers as provided in the By-Laws.
4. Members of the Board of Directors shall be members of the corporation.
5. The term of each member of the Board of Directors shall be one year. The By-Laws may set other requirements and restrictions.

#### **ARTICLE VI INITIAL REGISTERED AGENT AND STREET ADDRESS**

The name of the initial registered agent is Idalmis Mesa, the address of the initial registered office is 1022 S.W. 11<sup>th</sup> Street, Miami, Florida 33129.

#### **ARTICLE VII BY - LAWS**

The By-Laws of this Corporation may be adopted, altered, amended, or repealed and new By-Laws be adopted by a majority of the Board of Directors.

#### **ARTICLE VIII INDEMNIFICATION**

The Corporation shall indemnify any Officer or Director, or any former Officer or Director, to the full extent permitted by law.

#### **ARTICLE IX INCORPORATOR(S)**

The name(s) and street address(es) of the incorporator(s) to these Articles of Incorporation is(are):

<u>Names:</u>		<u>Addresses:</u>
Idalmis Mesa	President	1022 S.W. 11 <sup>th</sup> Street Miami, FL 33129
Rafael Oliva	Vice-President	1022 S.W. 11 <sup>th</sup> Street Miami, FL 33129
Emilia Oliva	Secretary	1022 S.W. 11 <sup>th</sup> Street Miami, FL 33129

#### **ARTICLE X AMENDMENTS TO ARTICLES OF INCORPORATION**

These Articles of Incorporation may be amended by a majority vote of the Board of Directors present at a regular or special meeting of the Board of Directors provided a quorum is present and the specific proposed Amendment has been mailed to each member of the corporation at least two weeks prior to the regular or special meeting and a notice of the meeting is similarly provided. The Amendment shall be effective upon acceptance by the Secretary of State.

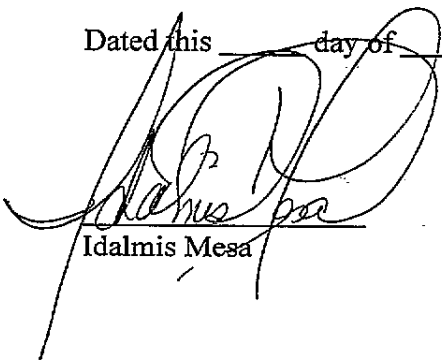
**CERTIFICATE OF DESIGNATION**  
**REGISTERED AGENT/REGISTERED OFFICE**

Pursuant to the provisions of sections 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.

First, that Miami High Baseball Booster Club, Inc., a Corporation, desiring to organize under the laws of the State of Florida with its principal office, as indicated in the Articles of Incorporation at the City of Miami, County of Dade, State of Florida, has named Idalmis Mesa and the street address of the initial registered office of this Corporation is 1022 S.W. 11<sup>th</sup> Street, Miami, Florida, as its agent to accept service of process within this State.

Second, Having been named to accept service of process for the above stated Corporation, at the place designated in this Certificate, the undersigned hereby agrees to act in this capacity, and further agrees to comply with the provisions of said Act relative to keeping open said office and of all statutes relative to the proper and complete discharge of his duties, i.e., Section 607.325 F.S.

Dated this \_\_\_\_\_ day of \_\_\_\_\_, 1999.

  
Idalmis Mesa

SWORN TO AND SUBSCRIBED before me this \_\_\_\_\_, 1999.

\_\_\_\_\_  
Notary Public, State of Florida

My Commission Expires:

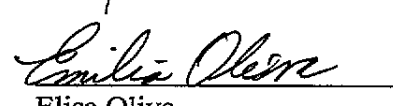
ARTICLE XI STOCKS

This corporation is organized under a non stock basis.

IN WITNESS WHEREOF, the undersigned incorporator(s) has(have) executed these Articles of Incorporation this \_\_\_\_\_ day of \_\_\_\_\_, 1999.

  
Idalmis Mesa

  
Rafael Oliva

  
Elisa Oliva

STATE OF FLORIDA)

)  
COUNTY OF DADE ) ss.

Before me, a Notary Public authorized in the State and County set forth above, personally appeared Idalmis Mesa, Rafael Oliva and Elisa Oliva be the person(s), who, as Incorporator(s), executed the foregoing Articles of Incorporation of Miami High Baseball Booster Club, Inc. and acknowledged before me that he executed those Articles of Incorporation.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed my official seal, in the state and County aforesaid, this \_\_\_\_\_ day of \_\_\_\_\_, 1999.

\_\_\_\_\_  
NOTARY PUBLIC

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