TRANSMITTAL LETTER

Department of State Division of Corporations P. O. Box 6327 Tallahassee, FL 32314

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NOTE: Please provide the original and one copy of the articles.

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ARTICLES OF INCORPORATION

OF

DIAMOND ACES, INC.

ARTICLE I NAME

The name of the corporation shall be:

DIAMOND ACES, INC.

ARTICLE II PRINCIPAL OFFICE

The principal place of business and mailing address of this corporation shall be:

1420 Templemore Drive

Cantonment, Florida 32533

ARTICLE III PURPOSE

This corporation is organized exclusively for promoting amateur athletics within the meaning of Section 501 (c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, including for such purposes, the making of distributions to organizations that also qualify as Section 501 (c)(3) exempt organizations. To the end, the corporation shall sponsor and promote girls amateur softball team. All funds, whether income or principal, and whether acquired by gift or contribution or otherwise, shall be devoted to said purposes.

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ARTICLE IV

At all times the following shall operate as conditions restricting the operations and activities of the corporation:

- 1. No part of the net earnings of the corporation shall inure to any member of the corporation not qualifying as exempt under Section 501 (c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended, nor to any Director or officer of the corporation, nor to any other private persons, excepting solely such reasonable compensation that the corporation shall pay for services actually rendered to the corporation, or allowed by the corporation as reasonable allowance for authorized expenditures incurred on behalf of the corporation;
- 2. No substantial part of the activities of the corporation shall constitute the carrying on of propaganda or otherwise attempting to influence legislation, or any initiative or referendum before the public, and the corporation shall not participate in, or intervene in (including by publication or distribution of statements), any political campaign on behalf of, or in opposition to, any candidate for public office; and
- 3. Notwithstanding any other provision of theses articles, the 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 (c)(3) of the Internal Revenue Code of 1986, as now enacted or hereafter amended.
- 4. The corporation shall not lend any of its assets to any officer or director of this corporation (unless such loan program is regularly conducted as part of the activities of the organization and the qualification of the individual to participate in same is determined by a panel comprised solely of non-Board members), or guarantee to any person the payment of a loan by an officer or director of this corporation.

ARTICLE V DIRECTORS/MEMBERS

The corporation may (but need not) have voting members, and such membership, if any, and classes thereof, shall be as defined in the corporation's bylaws. The management and affairs of the corporation shall be at all times under the direction of a Board of Directors, whose operations in governing the corporation shall be defined by statute and by the corporation's by laws. No member or Director shall have any right, title, or interest in or to any property of the corporation.

ARTICLE VI REGISTERED AGENT AND ADDRESS

The name and address of the initial registered agent is:

David R. Snyder 1420 Templemore Drive Cantonment, Florida 32533

ARTICLE VII INCORPORATOR

The name and street address of the incorporator to these Articles of Incorporation is:

David R. Snyder 1420 Templemore Drive Cantonment, Florida 32533

The undersigned has executed these Articles of Incorporation this / ST day o
Signature/Incorporator

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.

Signature/Registered Agent

Date