

THIS INSTRUMENT WAS PREPARED BY: MIKE T. ATCHISON, ATTORNEY AT LAW
P.O. BOX 822
COLUMBIANA, ALABAMA 35051

ARTICLES OF INCORPORATION

OF

SHELBY COUNTY DIZZY DEAN BASEBALL, INC..

TO THE HONORABLE JUDGE OF PROBATE
OF SHELBY COUNTY, ALABAMA:

We, the undersigned directors and incorporators:

NAME	STREET ADDRESS	CITY, STATE, ZIP
Wayne Rasco	111 Arlington Avenue	Columbiana, AL 35051
Allen Barnes	200 County Road 416	Wilsonville, AL 35186
Peggy Wood	P.O. Box 1034	Columbiana, AL 35051
Merrie Lynn Pearson	305 Mildred Street	Columbiana, AL 35051

being natural persons over the age of nineteen (19) years, for the purpose of forming a non-profit corporation pursuant to the provisions of the "Alabama Non-Profit Corporation Act", Act No. 578, approved September 12, 1955, General Acts, 1955, page 1254, do hereby certify as follows:

ARTICLE I
NAME

The name of the Corporation is: SHELBY COUNTY DIZZY DEAN BASEBALL, INC.

ARTICLE II
DURATION

The period of duration of the corporation shall be perpetual; and the corporate existence will commence on the filing of these articles.

ARTICLE III
PURPOSE

The purpose or purposes for which the Corporation is organized are: The promotion of the game of baseball among teenaged boys involved in the Dizzy Dean League.

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ARTICLE IV
DIRECTORS

There shall be four members of the initial Board of Directors of the Corporation. The names and addresses of the persons who are to serve as Directors until the first election thereof are as follows:

NAME	ADDRESS	CITY, STATE, ZIP
Wayne Rasco	111 Arlington Avenue	Columbiana, AL 35051
Allen Barnes	200 County Road 416	Wilsonville, AL 35186
Peggy Wood	P.O. Box 1034	Columbiana, AL 35051
Merrie Lynn Pearson	305 Mildred Street	Columbiana, AL 35051

ARTICLE V
MEMBERS

The membership shall be open to all persons or organizations interested in furthering the aims of the corporation, specifically, the promotion of the game of baseball among teenaged boys involved in the Dizzy Dean League.

ARTICLE VI
OFFICERS

The officers of the corporation shall consist of the President, Vice-President, Secretary and Treasurer. The terms of the officers shall correspond to the Corporation's fiscal year as provided in the by-laws. The Board of Directors shall consist of officers, to serve for terms of one year or until their successors are duly nominated and elected. The times, places, and manner of selecting officers and directors shall be provided in the by-laws. The officer for the first year shall be:

PRESIDENT:	Wayne Rasco
VICE-PRESIDENT:	Allen Barnes
SECRETARY:	Peggy Wood
TREASURER:	Merrie Lynn Pearson

ARTICLE VII
BY-LAWS

The Board of Directors may adopt by-laws for the governance of the Corporation.

ARTICLE VIII
REGISTERED OFFICE AND AGENT

The address of the initial registered agent of the Corporation is 111 Arlington Avenue, Columbiana, Alabama 35051 and the name of its initial registered agent at such address is Wayne Rasco.

ARTICLE IX
AUTHORITY

Said Corporation is organized on a nonstock basis. Said corporation is to be financed under the following general plan: by contributions to it of funds and property absolutely or in any of them, any property real, personal or mixed, without limitations as to amount or value, except such limitation, if any, as may be imposed by law; to sell, convey, and dispose of any such property and to deal with such property for any of the aforementioned purposes without limitation, except such limitations, if any, may be contained in the instrument under which such property is received; and to exercise any, all and every power for which a nonprofit corporation organized under the provisions of the Alabama Nonprofit Corporation Act, all for the public welfare can be authorized to exercise, but not for any other power. No part of the activities of this corporation shall be the carrying on of propaganda or otherwise attempting to influence legislation.

ARTICLE X
INCORPORATORS

The name and address of the incorporators are as follows:

NAME	ADDRESS	CITY, STATE, ZIP
Wayne Rasco	111 Arlington Avenue	Columbiana, AL 35051
Allen Barnes	200 County Road 416	Wilsonville, AL 35186
Peggy Wood	P.O. Box 1034	Columbiana, AL 35051
Merrie Lynn Pearson	305 Mildred Street	Columbiana, AL 35051

ARTICLE XI
DISSOLUTION

All the property of this corporation and accumulations thereof shall be held and administered to effectuate its purpose and to serve the general welfare of the people of the State of Alabama. Upon the dissolution of this nonprofit

corporation of any cause, the assets of the corporation of whatever kind and wherever situated shall be distributed to any nonprofit corporation or governmental agency qualified to receive such distributions under Section 501(c) of the Internal Revenue Code, to be sued for the purposes set forth in Article Three hereinabove. No distribution of the assets of this corporation shall ever be made to any member, director, or officer of this Corporation.

IN WITNESS WHEREOF, we, the undersigned, being the incorporators, have subscribed our names this the 28th day of June, 1996.

Wayne Rasco

Wayne Rasco - Incorporator

Allen Barnes

Allen Barnes - Incorporator

Peggy Wood

Peggy Wood - Incorporator

Merrie Lynn Pearson

• Merrie Lynn Pearson

STATE OF ALABAMA
SHELBY COUNTY

I, the undersigned authority, a Notary Public, in and for said County, in said State, personally appeared Wayne Rasco, whose name is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day, that, being informed of the contents of the conveyance, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal, this 28th day of June, 1996.


Janet H. Hays
Notary Public

My commission expires: 10/16/99

STATE OF ALABAMA
SHELBY COUNTY

I, the undersigned authority, a Notary Public, in and for said County, in said State, personally appeared Allen Barnes, whose name is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day, that, being informed of the contents of the conveyance, he executed the same voluntarily on the day the same bears date.

Given under my hand and official seal, this 28th day of June, 1996.




Notary Public

My commission expires: 10/16/96

STATE OF ALABAMA
SHELBY COUNTY

I, the undersigned authority, a Notary Public, in and for said County, in said State, personally appeared Peggy Wood, whose name is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day, that, being informed of the contents of the conveyance, she executed the same voluntarily on the day the same bears date.

Given under my hand and official seal, this 28th day of June, 1996.




Notary Public

My commission expires: 10/16/96

STATE OF ALABAMA
SHELBY COUNTY

I, the undersigned authority, a Notary Public, in and for said County, in said State, personally appeared Merrie Lynn Pearson, whose name is signed to the foregoing conveyance, and who is known to me, acknowledged before me on this day, that, being informed of the contents of the conveyance, she executed the same voluntarily on the day the same bears date.

Given under my hand and official seal, this 28th day of June, 1996.



Notary Public

My commission expires: 10/16/96

State of Alabama

SHELBY

County

CERTIFICATE OF INCORPORATION

OF

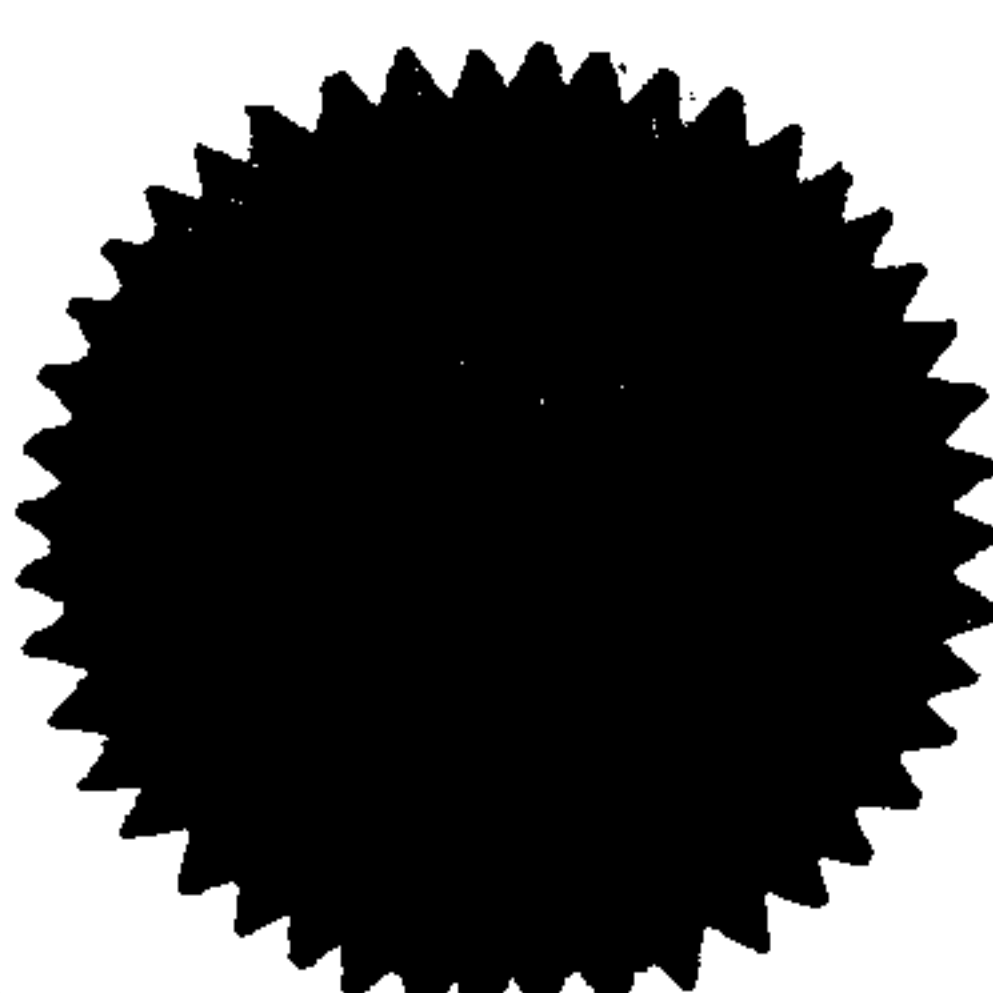
SHELBY COUNTY DIZZY DEAN BASEBALL, INC.

The undersigned, as Judge of Probate of Shelby County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation of Shelby County Dizzy Dean Baseball, Inc., duly signed

and verified pursuant to the provisions of Section Non-Profit of the Alabama Business Corporation Act, have been received in this office and are found to conform to law.

ACCORDINGLY the undersigned, as such Judge of Probate, and by virtue of the authority vested in him by law, hereby issues this Certificate of Incorporation of Shelby County Dizzy Dean Baseball, Inc., and attaches hereto a duplicate original of the Articles of Incorporation.

GIVEN Under My Hand and Official Seal on this the 17th day of July, 1996.



Patricia Geyer Zuhmiller

Judge of Probate

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SHELBY COUNTY JUDGE OF PROBATE

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