

STATE OF ALABAMA)

SHELBY COUNTY)

ARTICLES OF INCORPORATION

OF

Alabama Playmakers Baseball Organization, Inc.

We, the undersigned natural persons all of whom are citizens of the United States and Residents of the State of Alabama, over nineteen years of age, acting as incorporators of a Corporation under the "Alabama Non-Profit Corporation Act," *Code of Alabama* (1975), Sections 10-3A-1 through 10-3A-225, do hereby file these Articles of Incorporation and adopt the following:

I

Name

The name of the corporation shall be: **Alabama Playmakers Organization, Inc.**

Duration

The period of its duration is perpetual unless and until hereafter lawfully dissolved.

II

Purposes

The purposes for which the corporation is organized are:

(A) Exclusively for charitable, religious, education and scientific purposes, the making and distributions to organizations that qualify as exempt organizations under Section 501(c)(3) of the Internal Revenue Code of 1986 (or the corresponding provision of any future United States Internal Revenue Law). More specifically, the corporation shall be organized exclusively to foster local and regional amateur sports competition, to conduct local and national competition in sports and to support and develop amateur athletics.

(B) Notwithstanding any other provision of these Articles, this corporation shall not carry on any other activities not permitted to be carried on by (a) a corporation exempt from

federal income tax under Section 501(c)(3) of the Internal Revenue Code of 1986 or any other corresponding provisions of any future United States Internal Revenue Law or (b) by a corporation, contributions to which are deductible under Section 170(c)(2) of the Internal Revenue Code of 1986 or corresponding section of any future United States Internal Revenue Law.

(C) No substantial part of the activities of the corporation shall consist of carrying on 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 any candidate for public office.

(D) The corporation shall not engage in any activities that are unlawful under the laws of the United States of America, of the State of Alabama, or any other jurisdiction where such activities are carried on.

(E) The corporation shall not have or exercise any power or authority, either expressly, by interpretation or by operation, directly or indirectly engage in any activity that would prevent the corporation from qualifying and continuing to qualify as a tax-exempt corporation under the Internal Revenue Code of 1986 or any other corresponding provisions of any future United States Revenue Law.

(F) No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to, its 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 above.

III

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

IV

Non-Membership Corporation

The corporation shall not be a membership corporation.

V

Registered Office and Agent

The name and address of the initial registered agent and office of the corporation is:

Greg E. Barnett
617 Parkside Circle
Helena, Alabama 35080

VI

Initial Board of Directors

The number of Directors constituting the initial Board of Directors of the corporation is two (2) and the names and addresses of the persons who are to serve as the initial Board of Directors are:

<u>Name</u>	<u>Address</u>
Greg E. Barnett	617 Parkside Circle, Helena, Alabama 35080
Mike Atkisson,	2547 Bridlewood Drive, Helena, Alabama 35080



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Shelby Cnty Judge of Probate, AL
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VII

Incorporator

The name and address of the incorporator of the corporation is as follows:

<u>Name</u>	<u>Address</u>
Greg E. Barnett	617 Parkside Circle Helena, AL 35080

IN WITNESS WHEREOF, the incorporator has hereunto set to the Articles of
Incorporation his hand and seal, as incorporator of the above named nonprofit corporation,
on this, the 9th day of January, 2007.

THIS INSTRUMENT PREPARED BY:

GREG E. BARNETT

State of Alabama
Shelby County

Certificate of Corporation

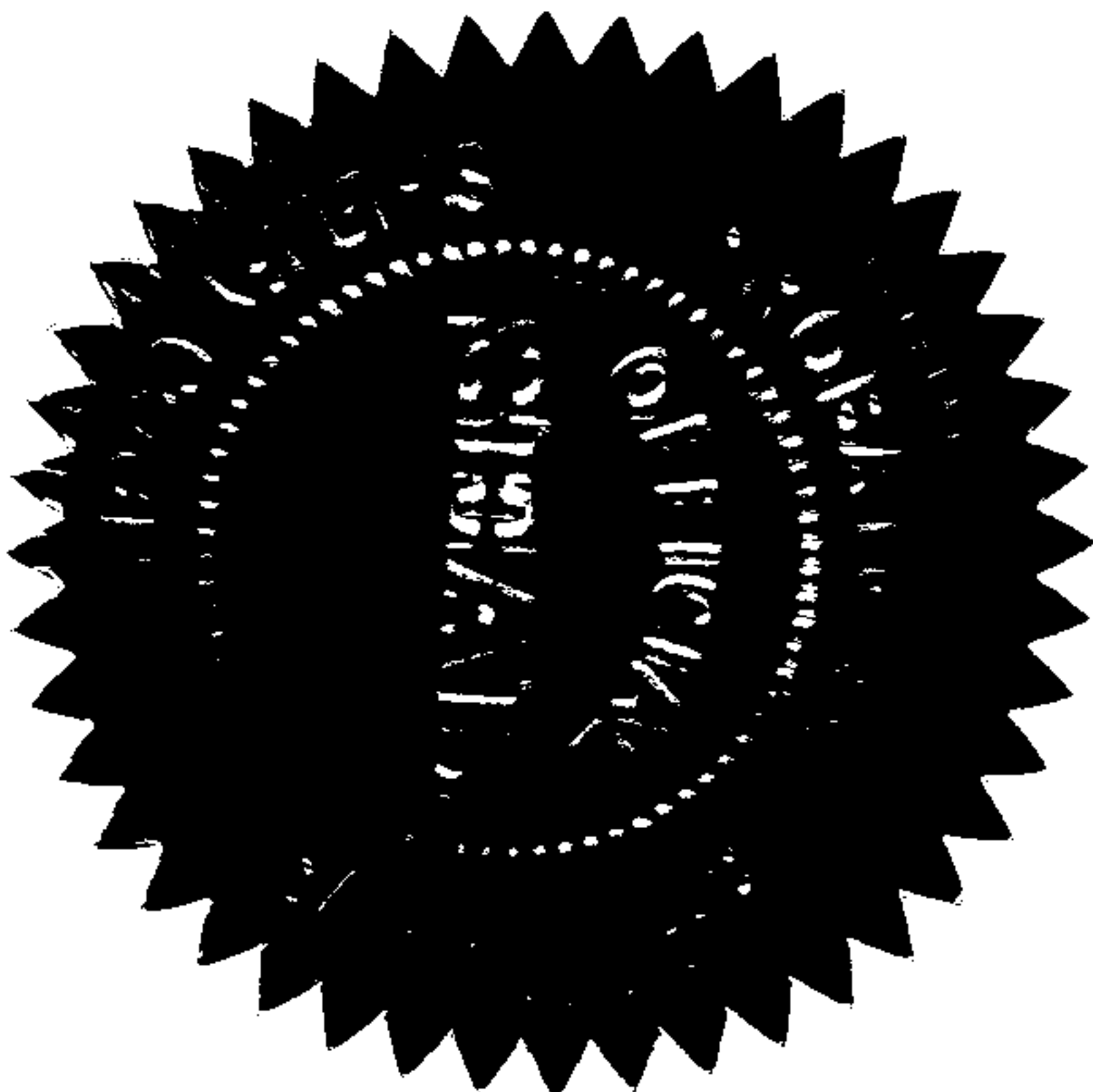
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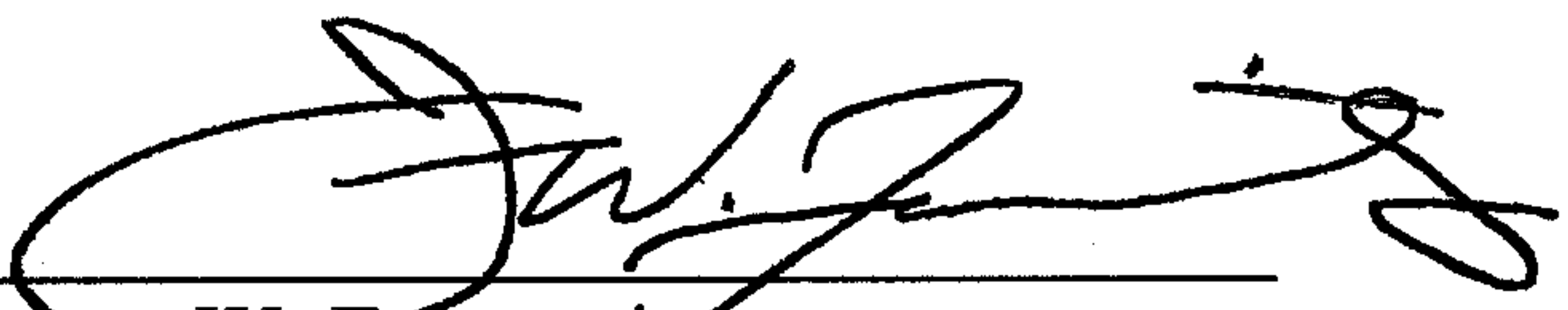
ALABAMA PLAYMAKERS BASEBALL ORGANIZATION, INC.

The undersigned, as Judge of Probate of Shelby County, State of Alabama, hereby certifies that duplicate originals of Articles of Incorporation of **ALABAMA PLAYMAKERS BASEBALL ORGANIZATION, 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 **ALABAMA PLAYMAKERS BASEBALL ORGANIZATION, INC.** and attaches hereto a duplicate original of the Articles of Incorporation.

Given under my hand and Official
Seal on this the 15th day of
December, 2008




James W. Fuhrmeister
Judge of Probate